| SEC Form 4 |  |
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| ) | Check this box if no longer subject to<br>Section 16. Form 4 or Form 5<br>obligations may continue. See<br>Instruction 1(b) |
|---|---|
|   | Instruction 1(b).   |

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OWR APPRO                | OMB APPROVAL 3235-0287 |  |  |  |  |  |  |  |  |
|--------------------------|------------------------|--|--|--|--|--|--|--|--|
| OMB Number: 3235-0287    |                        |  |  |  |  |  |  |  |  |
| Estimated average burden |                        |  |  |  |  |  |  |  |  |
| hours ner resnonse.      | 0.5                    |  |  |  |  |  |  |  |  |

| 1. Name and Address of Reporting Person*<br>GAVAGAN GEORGE R |            |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>GANNETT CO INC /DE/</u> [ GCI ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br>Officer (give title Other (specify |
|--|------------|----------|--|--|
| (Last)   | (First)    | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>02/26/2008                           | X below) below)<br>Vice President and Controller   |
| GANNETT CO., INC.  |            |          | 02/20/2000   |  |
| 7950 JONES   | BRANCH DRI | VE       |  |  |
| ,  |            |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                 | 6. Individual or Joint/Group Filing (Check Applicable Line)  |
| (Street)   |            |          |  | X Form filed by One Reporting Person   |
| MCLEAN   | VA         | 22107    |  | Form filed by More than One Reporting<br>Person  |
| (City)   | (State)    | (Zip)    |  |  |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| Table 1 Hon Bernarde Geournies Adquired, Disposed of, of Berlenolary Office |  |   |                             |   |        |               |        |   |   |   |
|---|--|---|-----------------------------|---|--------|---------------|--------|---|---|---|
| 1. Title of Security (Instr. 3)   | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   |        |               |        | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |  |   | Code                        | v | Amount | (A) or<br>(D) | Price  | Transaction(s)<br>(Instr. 3 and 4)  |   | (1150.4)  |
| Common Stock  | 02/26/2008                                 |   | A                           |   | 1,742  | Α             | \$32.3 | 5,124   | D   |   |
| Common Stock  |  |   |                             |   |        |               |        | 1,460.33  | Ι   | By<br>401(k) <sup>(1)</sup>                                       |

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of  |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|-----|-----|--|--------------------|---|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A) | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |

Explanation of Responses:

1. Based on plan statement dated January 19, 2008.

**Remarks:** 

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in-Fact

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.