FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB A | APPROVAL |
|------------|----------|
| OMB Number | 3235-02 |

287 Estimated average burden hours per response: 0.5

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

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

| 1. Name and Address of Reporting Person* | | | | | | 2. Issuer Name and Ticker or Trading Symbol GANNETT CO INC /DE/ [GCI] | | | | | | | | | k all appli Directo | cable) or | g Per | son(s) to Iss | wner | |
|---------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|------------------------------------------------|--------|--------------------------------|-------------------------------------------------------------------------|---------|------|----------------------------------------------------------------|-----------------------------------------------------------|------------------|------------------------------------------------------------------------------------------------|-----------------------------------|-------------------------------------------------------------|------------------------|--------------------------------------------------------------------------------------------------------------------|---------------|--------------------------------------------------------------------------|--------------------------------------------------------------------|--|
| (Last) (First) (Middle) C/O GANNETT CO., INC. | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 04/29/2015 | | | | | | | | | Officer below) | (give title | | Other (below) | specify | |
| 7950 JONES BRANCH DRIVE | | | | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | |
| (Street) MCLEA | N V | A : | 22107 | | | | | | | | | | | X | | n filed by One Reporting Perso n filed by More than One Repo on | | | | |
| (City) | (Si | tate) (| (Zip) | | | | | | | | | | | | | | | | | |
| | | Tab | le I - Nor | -Deriv | ative | Se | curitie | s Ac | quired, | Dis | osed o | of, or Be | nefic | ially | Owned | t | | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Date) | | | | | | Execution | | | Code (I | Transaction Disposed Of (D) (Instr. 3, 4) Code (Instr. 5) | | | | 4 and Securit | | es ally Following | Form (D) o | n: Direct r Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | | ce | Transac | nsaction(s) tr. 3 and 4) | | | (111501.4) | |
| | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deeme Execution if any (Month/Day | Date, | 4. Transactic Code (Inst | | n of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | 7. Title and Amount of Securities Underlying Derivative Securi (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | e s lly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisable | | xpiration ate | Title | Amou or Numb of Share | er | | | | | | |
| Restricted Stock Units | (1) | 04/29/2015 | | | A | | 3,634 | | (2) | | (2) | Common Stock | 3,63 | 4 | \$0 | 3,634 | | D | | |

Explanation of Responses:

- 1. Each restricted stock unit represents a contingent right to receive one share of the underlying common stock.
- 2. The restricted stock units vest in four equal quarterly installments beginning on August 1, 2015. Vested shares will be delivered to the reporting person as soon as administratively practicable upon the reporting person's separation from service with the issuer.

Remarks:

/s/ Todd A. Mayman, Attorney-05/01/2015 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.