SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K/A

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report: October 16, 2000

GANNETT CO., INC.
(Exact name of registrant as specified in its charter)

Delaware	1-6961	16-0442930
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

1100 Wilson Boulevard, Arlington, Virginia 22234
(Address of principal executive offices)(Zip Code)

(703) 284-6000
(Registrant's telephone number, including area code)

Amendment No. 1

The company's current report on Form 8-K dated August 1, 2000, is hereby amended and supplemented as follows.

ITEM 7. FINANCIAL STATEMENTS AND PRO FORMA FINANCIAL INFORMATION

The following financial statements and pro forma financial information are hereby filed as part of this report.

(a) Financial Statements of Businesses Acquired

(1) Audited consolidated statements of financial position of Central Newspapers, Inc., as of December 26, 1999 and December 27, 1998, and the related consolidated statements of income, consolidated statements of shareholders' equity and comprehensive income, and consolidated statements of cash flows for the 52 week periods ended December 26, 1999, December 27, 1998, and December 28, 1997.

(2) Unaudited consolidated statements of financial position of Central Newspapers, Inc., as of June 25, 2000, the related consolidated statements of income for the 13 week and 26 week periods ended June 25, 2000, and June 27, 1999, and the consolidated statements of cash flows for the 26 week periods ended June 25, 2000, and June 27, 1999.

(b) Pro Forma Financial Information

The following pro forma combining financial statements of Gannett Co., Inc., and Central Newspapers, Inc. are included in this report:

(1) Unaudited pro forma condensed combined balance sheet as of June 25, 2000, and the unaudited pro forma condensed combined statement of income for the 26 weeks ended June 25, 2000.

(2) Unaudited pro forma condensed combined statement of income for the 52 weeks ended December 26, 1999.

(c) Exhibits

See exhibit index for list of exhibits.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

GANNETT CO., INC.

Dated: October 16, 2000

By: /s/ George R. Gavagan

George R. Gavagan
Vice President and Controller

EXHIBIT INDEX

Exhibit Number	Title or Description
23-1	Consent of PricewaterhouseCoopers LLP
99-1	Audited consolidated statements of financial position of Central Newspapers, Inc., as of December 26, 1999 and December 27, 1998, and the related consolidated statements of income, consolidated statements of chareholders' equity and comprehensive income, and consolidated statements of cash flows for the 52 week periods ended December 26, 1999, December 27, 1998, and December 28, 1997 (pages 34 to 52 of Central Newspapers, Inc.'s Annual Report for the 52 weeks ended December 26, 1999).
99-2	Unaudited consolidated statement of financial position of Central Newspapers, Inc., as of June 25, 2000, the related consolidated statements of income for the 13 week and 26 week periods ended June 25, 2000, and June 27, 1999, and the consolidated statements of cash flows for the 26 week periods ended June 25, 2000, and June 27, 1999.
99-3	Unaudited pro forma condensed combined balance sheet as of June 25, 2000, and the unaudited pro forma condensed combined statements of income for the 26 weeks ended June 25, 2000, and for the 52 weeks ended December 26, 1999.

Exhibit 23-1

CONSENT OF INDEPENDENT ACCOUNTANTS

We consent to the incorporation by reference in the Registration Statements on Form S-3 (Nos. 33-63673, 33-58686 and 33-53159) and in the Registration Statements on Form S-8 (Nos. 2-63038, 2-84088, 33-15319, 33-16790, 33-28413, 33-35305, 33-50813, 33-64959, 333-04459, 333-03941, 333-61859, and 333-66051) of Gannett Co., Inc. of our report dated January 28, 2000, relating to the financial statements of Central Newspapers, Inc., as of December 26, 1999, and for the fifty-two weeks then ended, which appears in the Current Report on Form 8-K/A of Gannett Co., Inc. dated October 16, 2000.

/s/PricewaterhouseCoopers LLP

PricewaterhouseCoopers LLP
Phoenix, Arizona
October 13, 2000

PORTIONS OF CENTRAL NEWSPAPERS, INC. ANNUAL REPORT

REPORT OF INDEPENDENT ACCOUNTANTS

To the Board of Directors and Shareholders
of Central Newspapers, Inc.

In our opinion, the accompanying consolidated statement of financial position and the related consolidated statements of income, of shareholders' equity and comprehensive income and of cash flows present fairly, in all material respects, the financial position of Central Newspapers, Inc. and its subsidiaries at December 26, 1999 and December 27, 1998, and the results of their operations and their cash flows for each of the three years in the period ended December 26, 1999 in conformity with accounting principles generally accepted in the United States. These financial statements are the responsibility of the Company's management; our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these statements in accordance with auditing standards generally accepted in the United States, which require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for the opinion expressed above.

PricewaterhouseCoopers LLP
Phoenix, Arizona
January 28, 2000

CENTRAL NEWSPAPERS, INC.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	DECEMBER 26, 1999	DECEMBER 27, 1998
	(IN THOUSANDS)	
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	$ 27,643	$ 24,774
Marketable securities	4,396	12,636
Accounts receivable (net of allowances of $3,305 and $2,602)	100,221	90,858
Notes receivable	34,341	
Inventories	11,396	11,841
Deferred income taxes	6,533	8,430
Other current assets	7,215	11,253
Total current assets	191,745	159,792
PROPERTY, PLANT AND EQUIPMENT:		
Land	18,898	18,985
Buildings and improvements	136,951	135,725
Leasehold improvements	1,636	687
Machinery and equipment	427,668	407,211
Construction in progress	3,270	8,237
	588,423	570,845
Less accumulated depreciation	322,838	287,136
	265,585	283,709
OTHER ASSETS:		
Land held for development	5,229	5,229
Goodwill and other intangibles	120,207	127,349
Investment in Affiliate	9,802	9,848
Other	55,698	43,432
	190,936	185,858
TOTAL ASSETS	$648,266	$629,359

See accompanying notes to consolidated financial statements.

CENTRAL NEWSPAPERS, INC.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	DECEMBER 26, 1999	DECEMBER 27, 1998
	(IN THOUSANDS, EXCEPT SHARE DATA)	
LIABILITIES AND SHAREHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Accounts payable	$ 32,421	$ 23,088
Short-term bank debt and notes payable	27,789	52,072
Accrued compensation	27,281	19,305
Dividends payable	5,360	5,217
Accrued expenses and other liabilities	16,649	18,208
Federal and state income taxes	12,803	0
Deferred revenue	31,619	28,789
Total current liabilities	153,922	146,679
DEFERRED INCOME TAXES	29,626	24,354
LONG-TERM DEBT	200,000	200,025
POSTRETIREMENT AND OTHER NONCURRENT LIABILITIES	97,097	93,350
MINORITY INTEREST IN SUBSIDIARIES		2,868
REDEEMABLE PREFERRED STOCK ISSUED BY SUBSIDIARY	18,920	18,920
COMMITMENTS AND CONTINGENCIES (Note 13)		
SHAREHOLDERS' EQUITY:		
Preferred stock -- issuable in series: Authorized -- 25,000,000 shares Issued -- none		
Class A common stock -- without par value: Authorized -- 150,000,000 shares Issued and outstanding -- 33,146,031 and 34,446,180 shares	38,953	30,937
Class B common stock -- without par value: Authorized -- 130,000,000 shares Issued and outstanding -- 55,356,010 and 62,691,000 shares	55	63
Retained earnings	110,250	112,104
Unamortized value of restricted stock	(3,018)	(1,407)
Accumulated other comprehensive income	2,461	1,466
	148,701	143,163
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	$648,266	$629,359

See accompanying notes to consolidated financial statements.

CENTRAL NEWSPAPERS, INC.

CONSOLIDATED STATEMENT OF INCOME

	DECEMBER 26, 1999	DECEMBER 27, 1998	DECEMBER 28, 1997
	(IN THOUSANDS, EXCEPT PER SHARE DATA)		
OPERATING REVENUES:			
Advertising	$599,087	$562,408	$541,311
Circulation	153,451	150,446	143,153
Other	51,552	39,836	31,673
	804,090	752,690	716,137
OPERATING EXPENSES:			
Compensation	258,644	243,637	239,783
Newsprint and ink	101,542	112,937	105,467
Other operating costs	218,214	196,746	177,829
Depreciation and amortization	51,170	45,418	42,022
Work force reduction cost	3,792	854	9,999
Asset impairment cost		525	
Gain on sale of subsidiary	(32,718)		
	600,644	600,117	575,100
OPERATING INCOME	203,446	152,573	141,037
OTHER INCOME (principally investment income)	8,062	4,545	4,318
OTHER EXPENSES (principally interest expense)	(15,312)	(4,117)	(2,166)
INCOME BEFORE INCOME TAXES	196,196	153,001	143,189
PROVISION FOR INCOME TAXES	78,478	63,125	58,797
INCOME BEFORE MINORITY INTEREST AND EQUITY IN AFFILIATE	117,718	89,876	84,392
MINORITY INTEREST IN SUBSIDIARIES	(1,519)	(2,326)	(2,566)
EQUITY IN NET EARNINGS (LOSS) OF AFFILIATE	(556)	992	(331)
NET INCOME	$115,643	$ 88,542	$ 81,495
NET INCOME PER COMMON SHARE:			
Basic	$ 2.89	$ 1.83	$ 1.58
Diluted	2.79	1.78	1.54
AVERAGE COMMON SHARES OUTSTANDING: (combined Class A and equivalent Class B shares)			
Basic	40,079	48,498	51,464
Diluted	41,506	49,880	52,946

See accompanying notes to consolidated financial statements.

CENTRAL NEWSPAPERS, INC.

CONSOLIDATED STATEMENT OF SHAREHOLDERS' EQUITY AND COMPREHENSIVE INCOME

	COMMON STOCK CLASS A		COMMON STOCK CLASS B					
	SHARES	AMOUNT	SHARES	AMOUNT	RETAINED EARNINGS	UNAMORTIZED VALUE OF RESTRICTED STOCK	ACCUMULATED OTHER COMPREHENSIVE INCOME	TOTAL
BALANCE AT DECEMBER 29, 1996	46,475,422	$24,259	63,106,000	$63	$ 363,365	$(1,627)	$1,490	$ 387,550
Net income (52 weeks)					81,495			81,495
Change in net unrealized gain on available-for-sale securities, net of tax							185	185
Comprehensive Income								$ 81,680
Dividends declared:								
Class A common stock					(17,866)			(17,866)
Class B common stock					(2,512)			(2,512)
Exercise of stock options	348,864	6,144						6,144
Repurchase of Class A common stock	(2,864,534)	(1,600)			(71,852)			(73,452)
Repurchase of Class B common stock			(35,000)		(99)			(99)
Issuance of restricted stock, net of cancellations	37,500	1,131				(1,131)		
Amortization of restricted stock						834		834
Common stock conversion	38,000		(380,000)					
BALANCE AT DECEMBER 28, 1997	44,035,252	29,934	62,691,000	63	352,531	(1,924)	1,675	382,279
Net income (52 weeks)					88,542			88,542
Change in net unrealized gain on available-for-sale securities, net of tax							(209)	(209)
Comprehensive Income								$ 88,333
Dividends declared:								
Class A common stock					(18,543)			(18,543)
Class B common stock					(2,821)			(2,821)
Exercise of stock options	431,088	8,913						8,913
Repurchase of Class A common stock	(10,039,660)	(8,552)			(307,605)			(316,157)
Issuance of restricted stock, net of cancellations	19,500	642				(642)		
Amortization of restricted stock						1,159		1,159
BALANCE AT DECEMBER 27, 1998	34,446,180	30,937	62,691,000	63	112,104	(1,407)	1,466	143,163
Net income (52 weeks)					115,643			115,643
Change in net unrealized gain on available-for-sale securities, net of tax							995	995
Comprehensive Income								$ 116,638
Dividends declared:								
Class A common stock					(17,034)			(17,034)
Class B common stock					(2,856)			(2,856)
Exercise of stock options	317,102	7,141						7,141
Repurchase of Class A common stock	(2,435,000)	(2,217)			(97,607)			(99,824)
Common stock conversion	733,499	8	(7,334,990)	(8)				
Issuance of restricted stock, net of cancellations	84,250	3,084				(3,084)		
Amortization of restricted stock						1,473		1,473
BALANCE AT DECEMBER 26, 1999	33,146,031	$38,953	55,356,010	$55	$ 110,250	$(3,018)	$2,461	$ 148,701

See accompanying notes to consolidated financial statements.

CENTRAL NEWSPAPERS, INC.

CONSOLIDATED STATEMENT OF CASH FLOWS

	DECEMBER 26, 1999	DECEMBER 27, 1998	DECEMBER 28, 1997
		(IN THOUSANDS)	
OPERATING ACTIVITIES:			
Net income	$ 115,643	$ 88,542	$ 81,495
Items which did not use (provide) cash:			
Depreciation and amortization	51,170	45,418	42,022
Postretirement and pension benefits	6,385	(589)	6,593
Loss (gain) on disposition of assets	(1,742)	119	96
Minority interest in earnings of subsidiaries	1,519	2,326	2,566
Equity loss (earnings) in Affiliate	556	(992)	331
Deferred income taxes	5,946	(2,323)	(583)
Amortization of restricted stock awards	1,473	1,159	834
Gain on sale of subsidiary	(32,718)		
Other	(1,611)	264	1,465
Change in current assets and liabilities:			
Net proceeds from (purchases of) trading securities	12,690	(1,454)	11,631
Accounts receivable	(8,809)	9,331	2,985
Inventories	445	(1,521)	(1,409)
Other current assets	152	(6,116)	(1,826)
Accounts payable	12,110	(2,142)	1,606
Accrued compensation	7,976	(756)	2,935
Accrued expenses and other liabilities	(1,559)	3,668	949
Federal and state income taxes	12,803	(543)	(1,905)
Deferred revenue	2,830	1,759	4,038
Net cash provided by operating activities	185,259	137,236	153,823
INVESTING ACTIVITIES:			
Purchases of property, plant and equipment	(30,731)	(34,809)	(25,135)
Purchase of land held for development		(2,113)	
Proceeds from disposition of assets	7,797	177	407
Proceeds from available for sale securities	2,710	283	2,057
Proceeds from sale of subsidiary	23,500		
Purchase of cost basis investments	(16,253)	(6,724)	(2,211)
Acquisitions	(17,681)	(9,244)	(44,219)
Other	(1,829)	(2,208)	(1,605)
Net cash used in investing activities	(32,487)	(54,638)	(70,706)
FINANCING ACTIVITIES:			
Cash dividends paid	(19,747)	(21,760)	(20,111)
Dividends paid to minority interest	(2,722)	(1,324)	(1,159)
Proceeds from exercise of stock options	4,463	5,171	3,279
(Repayments) borrowings of short-term debt	(32,073)	42,000	10,000
(Repayments) borrowings of long-term debt		197,322	(800)
Repurchase of common stock	(99,824)	(316,157)	(73,551)
Net cash used in financing activities	(149,903)	(94,748)	(82,342)
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	2,869	(12,150)	775
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	24,774	36,924	36,149
CASH AND CASH EQUIVALENTS, END OF YEAR	$ 27,643	$ 24,774	$ 36,924
SUPPLEMENTAL CASH FLOW INFORMATION:			
Issuance by subsidiary of redeemable preferred stock in exchange for Class A common stock of subsidiary			$ 18,920
Income taxes paid	$ 55,799	$ 63,965	62,172
Interest paid	15,249	1,717	1,706
Notes receivable	33,770		
Notes payable	7,770		
Common stock received on sale of subsidiary	2,400		
Issuance of restricted stock	3,084	642	1,131

See accompanying notes to consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1 -- NATURE OF OPERATIONS AND SIGNIFICANT ACCOUNTING POLICIES

Nature of Operations -- Central Newspapers and its subsidiaries (the "Company") is a media and information company. Through its flagship newspapers, The Arizona Republic and The Indianapolis Star, the Company publishes the only major dailies in the greater Phoenix metropolitan area and central Indiana. The Company owns and operates several smaller newspapers as well as other related media and information businesses. The Company also owns 13.5% interest in Ponderay Newsprint Company ("Affiliate"), a partnership formed to own a newsprint mill in the State of Washington.

Fiscal Year -- The Company reports on a fiscal year, ending the last Sunday of the calendar year. Results for 1999, 1998 and 1997 are for the 52 weeks ended December 26, December 27 and December 28, respectively.

Principles of Consolidation -- The consolidated financial statements include the accounts of the Company and all wholly-owned and majority-owned subsidiaries. Investments in companies in which the Company exercises significant influence are accounted for using the equity method. All significant intercompany accounts and transactions have been eliminated.

Revenue Recognition -- Advertising revenue is recognized when the advertisement appears in the newspaper. Deferred subscription revenue, which primarily represents amounts received from customers in advance of newspaper delivery, is included in revenue over the subscription term.

Cash Equivalents -- The Company considers highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

Marketable Securities -- Management determines the classification of its investments in debt and equity securities at the time of purchase. Securities, primarily equity, classified as available-for-sale are carried at fair value totaling $6,600,000 and $2,558,000 at December 26, 1999 and December 27, 1998, respectively, with unrealized gains and losses, net of taxes, reported as a separate component of shareholders' equity and realized gains and losses, net of taxes, reported in earnings (see Note 3). The amortized cost of available-for-sale securities was $2,534,000 and $114,000 at December 26, 1999 and December 27, 1998, respectively. Securities classified as trading securities, represented primarily by debt securities and preferred stock, are carried at fair value, totaling $12,133,000 at December 27, 1998, with gains and losses of $147,000, $658,000 and $762,000 in 1999, 1998 and 1997, respectively, net of taxes reported in earnings. The cost of securities sold is based on the specific identification method. Marketable debt securities and preferred stock are classified as current assets. Certain available-for-sale equity securities are classified as noncurrent assets.

Concentrations of Credit Risk -- Financial instruments which potentially subject the Company to concentrations of credit risk consist primarily of cash equivalents, trade accounts receivable and investments in marketable securities. The Company places its temporary cash with financial institutions and limits the amount of credit exposure to any one financial institution. Accounts receivable are with customers located primarily in the immediate geographical area of each city of publication. The Company reviews a customer's credit history before extending credit and establishes an allowance for doubtful accounts based on factors surrounding the credit risk of specific customers, historic trends and other information. The Company, by policy, limits the type and amount of its investments in marketable securities.

Inventories -- Newsprint is valued at the lower of cost or market on the last-in, first-out (LIFO) method. Other inventories are valued at the lower of cost or market using the first-in, first-out (FIFO) and moving average methods which approximates FIFO.

Property, Plant and Equipment -- Property, plant and equipment are carried at cost less accumulated depreciation. Depreciation is computed using primarily the straight-line method based on the estimated useful lives of the assets. The principal estimated useful lives range from three to 15 years for machinery and equipment and 10 to 40 years for buildings and leasehold improvements. Capital amounts include expenditures which materially extend the useful lives of existing property, plant and equipment. Expenditures for repairs and maintenance which do not materially extend the useful lives of the related assets are charged to expense as incurred. Depreciation expense for 1999, 1998 and 1997 was $44,746,000, $40,039,000 and $37,348,000, respectively.

Investment in Affiliate -- The Company uses the equity method of accounting for its 13.5% partnership interest in Ponderay Newsprint Company as the Company has an implied ability to exercise significant influence over this entity.

Goodwill and Other Intangibles -- Goodwill acquired before 1970 is not being amortized. Goodwill and other intangibles acquired after 1970 are being amortized on a straight-line basis over periods of 15 to 40 years. Amortization expense amounted to $6,425,000 in 1999, $5,379,000 in 1998 and $4,674,000 in 1997. Accumulated amortization was $18,016,000 and $11,184,000 at the end of 1999 and 1998, respectively.

Impairment of long-lived Assets -- The Company reviews the carrying value of property, plant and equipment and goodwill and other intangibles for impairment whenever events or changes in circumstances indicate that the carrying value may not be recoverable. If the undiscounted expected future cash flows from use of the asset are less than its carrying value, an impairment loss would be recognized. In 1998, the Company recognized asset impairment costs of $0.5 million representing the cost of exiting buildings in Muncie, Indiana, including site demolition and asset write-offs.

Income Taxes -- The Company provides for the determination of deferred tax liabilities and assets at the end of each period based on the difference between the financial statement and tax bases of assets and liabilities using tax rates expected to be in effect when taxes are actually paid or recovered. The Company files a consolidated federal income tax return with its wholly and majority-owned subsidiaries.

Net Income Per Common Share -- Basic EPS is computed based upon the weighted average number of common shares outstanding in each year. The Class B common stock is included in the computation as if converted to Class A common stock at a ratio of ten shares of Class B common stock to one share of Class A common stock.

Diluted EPS includes the effect of stock options granted under the Company's Amended and Restated Stock Compensation Plan, calculated using the treasury stock method.

On December 8, 1998, the Board of Directors declared a two-for-one split of the Class A and Class B common stock which was distributed on January 8, 1999 to shareholders of record as of the close of business on December 18, 1998. All shares and per share amounts presented herein, have been retroactively restated to reflect the impact of the split.

Stock Compensation -- The Company measures compensation cost related to employee stock options using the intrinsic value method of accounting prescribed by Accounting Principles Board ("APB") Opinion No. 25, Accounting for Stock Issued to Employees, and has included the proforma disclosures as required by Statements of Financial Accounting Standards ("SFAS") No. 123, Accounting for Stock-Based Compensation (Note 12).

Comprehensive Income -- SFAS 130, "Reporting Comprehensive Income," was adopted during the first quarter of 1999. The standard establishes guidelines for the reporting and display of comprehensive income and its components in financial statements. Comprehensive income includes unrealized gains and losses on equity securities classified as available-for-sale and included as a component of shareholders' equity.

Fair Value of Financial Instruments -- The carrying amount of the Company's cash and cash equivalents, receivables, short-term debt, accounts payable and accrued expenses approximates fair value because of the short maturity of those instruments. Cost basis investments totaling $32.3 million and $18.9 million at December 26, 1999 and December 27, 1998, respectively, are reflected at their carrying value and

approximates quoted market prices for similar securities. The fair value of the Company's long-term debt approximates its carrying value as the stated interest rate approximates current market rates.

Estimates -- The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Reclassifications -- Certain amounts in the financial statements have been reclassified to conform to the 1999 presentation.

2 -- BASIC AND DILUTED EARNINGS PER SHARE

The following is a reconciliation of the numerators and denominators of the basic and diluted EPS computations as required by SFAS No. 128, "Earnings Per Share" (in thousands, except per share data):

	1999	1998	1997
BASIC EPS COMPUTATION:			
Numerator (Net income)	$115,643	$88,542	$81,495
Denominator:			
Average Common Shares Outstanding	40,079	48,498	51,464
Basic EPS	$ 2.89	$ 1.83	$ 1.58
DILUTED EPS COMPUTATION:			
Numerator (Net income)	$115,643	$88,542	$81,495
Denominator:			
Average Common Shares Outstanding	40,079	48,498	51,464
Stock Options	1,427	1,382	1,482
TOTAL	41,506	49,880	52,946
Diluted EPS	$ 2.79	$ 1.78	$ 1.54

3 -- COMPREHENSIVE INCOME

The following table presents the components of other comprehensive income for 1999, 1998 and 1997 as shown in the consolidated statement of shareholders' equity and comprehensive income (in thousands):

	1999	1998	1997
Unrealized gains on securities available for sale:			
Change in unrealized gains, net of taxes of $1,001 in 1999, $91 in 1998 and $322 in 1997	$1,546	$ 122	$483
Less: reclassification adjustment for gains realized in net income, net of taxes of $374 in 1999, $231 in 1998 and $200 in 1997	551	331	298
	$ 995	$(209)	$185

4 -- ACQUISITIONS, REDEEMABLE PREFERRED STOCK AND STOCK REPURCHASES

Career Services, Inc.

In February 1997, the Company acquired 80% of Career Services, Inc., the Santa Clara, California based Westech group of companies for $34.8 million. The transaction was recorded using purchase accounting. The group includes Westech ExpoCorp., which organizes job fairs for the high-technology industry, High Technology Careers, which publishes High Technology Careers Magazine, incpad by Westech, an internet-based resume posting and research service, and JobsAmerica, which organizes job fairs for service industry positions. The transaction generated $32.4 million of goodwill which is being amortized on a straight line basis over 15 years. In June 1997, Westech acquired the assets of Target Career Fairs, a Boston-based company that organizes job fairs for the high-technology industry in the eastern portion of the U.S., including the cities of Boston, Raleigh, Orlando, Philadelphia and St. Louis.

On April 30, 1999, the Company purchased the remaining 20% of Career Services, Inc. for approximately $13.7 million from the minority shareholders. Subsequent to year end, the Company announced its intention to sell Career Services, Inc. by merging its wholly-owned subsidiary into BrassRing, Inc., a venture of Kaplan, Inc. (a wholly-owned subsidiary of The Washington Post company), Tribune company, and venture capital firm, Accel Partners, for 23.2% of BrassRing, Inc. which will be accounted for using the equity method.

Homebuyer's Fair, Inc.

In October 1997, the Company acquired an 80% interest in Homebuyer's Fair, Inc. which provides internet-based services and information for people who are moving and corporations that are relocating employees. In September 1998, Homebuyer's Fair acquired 100% of National School Reporting Services, Inc. which provides internet-based information related to schools across the nation. On October 31, 1999, the Company completed the sale of our interest in Homebuyer's Fair, Inc., its subsidiary National School Reporting Services, Inc. and FAS Hotline to Homestore.com, Inc. The net proceeds from the sale were $51.9 million, consisting of $23.5 million in cash, $33.7 million in notes receivable, $7.7 million in notes payable and 50,000 shares of Homestore.com, Inc. stock, valued at $2.4 million based on quoted market prices at closing. The pretax gain on the sale of $32.7 million has been recorded in the accompanying consolidated statement of income for the year ended December 26, 1999. Subsequent to year end, the notes receivable and notes payable plus accrued interest were repaid in full.

Stock repurchases and related transactions

In May 1997, the Company repurchased and retired an aggregate of 2,354,734 shares of Class A common stock from three non-profit organizations at a total cost of $58.6 million. In June 1997, the Company completed a registered secondary offering of 4,709,466 shares of Class A common stock priced at $32.0625 per share.

In December 1997, the Board of Directors authorized repurchases of up to $100.0 million of our Class A common stock. The shares may be purchased within the subsequent three years on the open market or in privately negotiated transactions. The Company has repurchased and retired a total of 2,274,660 shares under this authorization through December 26, 1999 at a total cost of approximately $75.1 million. This authorization replaces the March 19, 1996, repurchase program under which the Company repurchased 1,490,000 shares of Class A common stock at a cost of approximately $33.2 million.

On October 23, 1998, pursuant to a September 21, 1998 agreement, the Company repurchased and retired 5,000,000 shares of Class A common stock from the Nina Mason Pulliam Charitable Trust at $30 per share (plus interest from September 16, 1998) for a total consideration of $150.8 million. In addition, in November 1998, the Company repurchased and retired 3,000,000 shares of its Class A common stock, pursuant to the exercise of an option from the Charitable Trust, at $33.50 per share for a total consideration of $100.5 million. These repurchases were financed with a $300 million revolving credit facility arranged by First Chicago Capital Markets, Inc. (a subsidiary of Bank One Corporation), and syndicated to a group of banks. This $300 million revolving credit facility, which closed on November 10, 1998 consists of a $200 million five-year and a $100 million 365-day revolving credit facility which expire in November 2003 and 1999, respectively. In 1999, the 365-day facility was renewed with an expiration date of November 2000. The credit facility may be used for general corporate purposes, including the repurchase of common stock. Under the credit facility, the Company can choose among loans with interest rates based on either an Alternative Base Rate (fixed rate), an Adjusted LIBOR (floating rate), or a Competitive Bid (a floating rate loan based on bids solicited from the lenders) as those terms are defined in the credit agreement. The Company must maintain compliance with certain covenants under the terms of the credit facility.

In April 1999, the Company completed a registered secondary offering of 2,673,699 shares of Class A common stock priced at $30.50 per share. The shares were sold by the Nina Mason Pulliam Charitable Trust. To complete the sale, a total of 1,777,560 shares of Class B common stock were converted to 177,756 shares of Class A Common Stock. No new shares were issued in this transaction and The Company did not receive any proceeds from the sale.

On August 12, 1999, the Board of Directors approved the repurchase and retirement of 2,200,000 shares of Class A common stock from the Eugene S.

Pulliam Revocable Trust for a total consideration of approximately $90.2 million. This repurchase was financed through additional borrowings of $90.0 million from the $300 million revolving credit facility established in 1998.

Indianapolis Newspapers, a division of Indiana Newspapers, Inc.

In January 1997, the Company acquired the remaining 9.8% of Indianapolis Newspapers, Inc. ("INI") common stock that it did not already own. This transaction was accomplished by issuing to the minority shareholders an aggregate of 1,892 shares of newly created, non-voting, INI preferred stock, with an aggregate stated value of $18,920,000 in exchange for the shares of INI common stock owned by them. The preferred stock provides for aggregate annual dividends of $1,324,000 on a cumulative basis, is callable in five years by INI, and is redeemable at any time by the shareholders of INI at the stated value plus accrued but unpaid dividends. The total acquisition consideration of $18,920,000 was accounted for using the purchase method of accounting. This transaction resulted in goodwill of $8,468,000, which is being amortized over its remaining life, and a reduction of the minority interest of $9,244,000.

5 -- EMPLOYEE BENEFIT PLANS AND POSTRETIREMENT OBLIGATIONS

The Company has defined benefit plans to provide pension benefits to all employees who have met certain eligibility requirements. Benefits are based primarily on length of service, wages earned, age and the amount of optional employee contributions. The Company's policy is to fund at least the minimum amount required by ERISA. Assets of the plans consist primarily of stocks, bonds and short-term investments.

The Company sponsors postretirement medical and life insurance plans which are available to most of its employees. In order to be eligible for these plans, employees must retire from the Company and have been covered under an active plan. The level of benefits provided depends on the year of retirement and years of service. The plans are contributory with periodic adjustments in the amount of contributions by retirees. The Company's policy is to fund these benefits as claims and premiums are paid.

The Company's pension benefits and other postretirement benefits consisted of (in thousands):

	PENSION BENEFITS		OTHER POSTRETIREMENT BENEFITS	
	1999	1998	1999	1998
Change in Benefit Obligation:				
Net benefit obligation at beginning of year	$ 258,378	$234,556	$ 87,084	$ 87,630
Service cost	8,073	6,918	3,712	3,056
Interest cost	17,374	16,983	6,350	5,738
Plan participants' contributions	345	426	916	727
Plan amendments				(1,213)
Actuarial (gain) loss	(32,314)	15,668	(4,752)	(3,345)
Gross benefits paid	(17,002)	(16,173)	(6,373)	(5,509)
Net benefit obligation at end of year	$ 234,854	$258,378	$ 86,937	$ 87,084
Change in Plan Assets:				
Fair value of plan assets at beginning of year	$ 315,060	$279,735		
Actual return on plan assets	49,155	44,033		
Employer contributions	6	7,039	$ 5,457	$ 4,782
Plan participant's contributions	345	426	916	727
Gross benefits paid	(17,002)	(16,173)	(6,373)	(5,509)
Fair value of plan assets at end of year	$ 347,564	$315,060	$ --	$ --
Funded status at end of year	$ 112,710	$ 56,682	$(86,937)	$(87,084)
Unrecognized net actuarial gain	(106,082)	(47,465)	(7,242)	(1,903)
Unrecognized prior service cost	1,904	2,348	(1,447)	(1,867)
Unrecognized net transition asset	(2,415)	(3,698)		
Net amount recognized at end of year	$ 6,117	$ 7,867	$(95,626)	$(90,854)

	PENSION BENEFITS			OTHER POSTRETIREMENT BENEFITS		
	1999	1998	1997	1999	1998	1997
Weighted-average assumptions December 31						
Discount rate	7.75%	6.75%	7.25%	7.75%	6.75%	7.25%
Expected return on plan assets	9.00%	9.00%	9.00%	N/A	N/A	N/A
Rate of compensation increase	4.00%	4.00%	4.00%	4.00%	4.00%	4.00%

For measurement purposes, a 6 percent annual rate of increase in the per capita cost of covered health care benefits was assumed for 1999. The rate was assumed to decrease gradually to 5 percent for 2000 and remain at that level thereafter.

Components of net periodic benefit cost:						
Service cost	$ 8,073	$ 6,918	$ 6,572	$3,712	$3,056	$ 3,185
Interest cost	17,374	16,983	16,437	6,350	5,738	6,092
Expected return on assets	(22,858)	(20,447)	(18,587)			
Amortization of:						
Transition asset	(1,283)	(1,283)	(1,283)			
Prior service cost	444	444	444	(420)	(478)	(1,947)
Actuarial (gain) loss	(1)	(12)	(10)	49	(169)	38
Total net periodic benefit cost	$ 1,749	$ 2,603	$ 3,573	$9,691	$8,147	$ 7,368

Other postretirement benefits include medical benefits for retirees and their spouses, retiree life insurance, and executive life insurance. Phoenix Newspapers, Inc. also provides dental and vision benefits for retirees and their spouses.

The Company has a wage deferral plan qualified under Section 401(k) of the Internal Revenue Code that covers all eligible employees. Company matching contributions to this plan were $4,662,000, $4,488,000 and $4,517,000 for 1999, 1998 and 1997, respectively.

Assumed health care cost trend rates have a significant effect on the amounts reported for the health care plans. A one-percentage-point change in assumed health care cost trend rates would have the following effects (in thousands):

	ONE PERCENTAGE POINT INCREASE	ONE PERCENTAGE POINT DECREASE
Effect on total of service and interest cost components.....	$1,430	$(1,164)
Effect on postretirement benefit obligation.................	$9,405	$(7,910)

6 -- WORK FORCE REDUCTION

The Company has reduced its work force in response to closure of The Indianapolis News and The Phoenix Gazette, changes in distribution methods in Indianapolis, economic conditions, increasing costs and changes in technology. Early retirement incentive programs contributed to the staff reductions. Employees were offered early retirement benefits through a non-qualified supplemental retirement plan and those terminated due to job eliminations received severance payments. Work force reduction costs include retirement benefits, severance payments, carrier conversion incentives, agency signing bonuses and professional support. Work force reduction costs were $3,792,200, $854,000 and $9,999,000 for 1999, 1998 and 1997, respectively.

7 -- INCOME TAXES

The provision for income taxes, exclusive of tax effects from equity in earnings of Affiliate, consisted of:

	1999	1998	1997
	(IN THOUSANDS)		
STATE:			
Currently payable	$10,454	$12,075	$10,903
Deferred	1,186	(865)	(60)
	11,640	11,210	10,843
FEDERAL:			
Currently payable	62,078	53,373	48,477
Deferred	4,760	(1,458)	(523)
	66,838	51,915	47,954
Provision for income taxes	$78,478	$63,125	$58,797

Reconciliation of the U.S. federal statutory tax rate to the effective tax rate is presented below:

	1999		1998		1997	
	(IN THOUSANDS)					
Federal statutory tax rate	$68,669	35.0%	$53,550	35.0%	$50,116	35.0%
State taxes net of federal tax effect	7,981	4.1	7,286	4.8	7,048	5.0
Goodwill and other	1,828	.9	2,289	1.5	1,633	1.1
Provision for income taxes	$78,478	40.0%	$63,125	41.3%	$58,797	41.1%

Components of net deferred income tax liability:

	1999	1998
	(IN THOUSANDS)	
Depreciation	$ 61,668	$ 56,666
Pension	2,913	2,752
Other	3,483	1,526
Gross deferred tax liability	68,064	60,944
Postretirement benefits	(38,750)	(38,494)
Vacation	(3,589)	(3,769)
Other	(2,632)	(2,757)
Gross deferred tax asset	(44,971)	(45,020)
Net deferred income tax liability	$ 23,093	$ 15,924

8 -- INVENTORIES

Newsprint inventory, valued at LIFO, amounted to $9,604,000 and $9,639,000 at the end of 1999 and 1998. If the FIFO inventory valuation method had been exclusively used for newsprint, the value would have been $3,157,000 and $5,627,000 higher, respectively. Other inventories, consisting primarily of newspaper production supplies, amounted to $1,792,000 and $2,202,000 at the end of 1999 and 1998.

9 -- INVESTMENT IN AFFILIATE

The Company, through its subsidiaries, has a 13.5% partnership interest in Ponderay Newsprint Company ("Ponderay"), which was formed to own a newsprint mill in the State of Washington. Under the terms of the loan agreement, the Company has guaranteed a pro rata share of the guaranteed term facility in the amount of $16,875,000.

The Company has committed to purchase for use in Phoenix the lesser of 13.5% of annual newsprint production or 28,400 metric tons on a "take if tendered" basis until the debt is repaid. During 1999, 1998 and 1997 newsprint purchased from Ponderay amounted to $16,078,000, $19,042,000 and $23,735,000, respectively.

Summarized financial data for Affiliate:

	1999	1998	1997
		(IN THOUSANDS)	
Results of operations:			
Net sales	$126,648	$144,776	$131,330
Income from operations	3,770	24,047	10,412
Net income (loss)	(6,338)	11,304	(4,040)
Financial position			
Current assets	$ 20,524	$ 22,872	$ 22,150
Property and equipment, at cost -- net	217,371	233,747	250,038
Other assets	1,158	1,844	2,433
	$239,053	$258,463	$274,621
Current liabilities	$166,171	$ 34,194	$ 29,018
Long-term debt	295	151,343	183,982
Partners' capital	72,587	72,926	61,621
	$239,053	$258,463	$274,621

Summary of the Company's investment in Affiliate:

	1999	1998	1997
		(IN THOUSANDS)	
Investment, beginning of year	$9,848	$ 8,321	$8,867
Equity in partnership income (loss)	(856)	1,527	(546)
Additional investments	810		
Investment, end of year	$9,802	$ 9,848	$8,321
Equity in Affiliate:			
Equity in partnership income (loss)	$ (856)	$ 1,527	$ (546)
Current income tax expense	(287)	(1,087)	(377)
Deferred tax benefit	587	552	592
Equity in net earnings (loss) of Affiliate	$ (556)	$ 992	$ (331)

10 -- SHORT-TERM BORROWINGS AND LONG-TERM DEBT

In November 1998, the Company entered into a $100,000,000 unsecured, committed, 365 day credit agreement and a $200,000,000 unsecured, committed, five year credit agreement. Of such borrowings,$252,000,000 was drawn in 1998 and $90,000,000 in 1999 to fund the repurchase of stock. As of December 26, 1999, $20,000,000 remained outstanding on the 365 day revolving credit line, and $200,000,000 remained outstanding on the five year facility both at annual interest rates approximating 6.75%. In 1999, the 365-day facility was renewed with an expiration date of November 2000. Compliance with certain covenants under the terms of the credit facilities must be maintained. As of December 26, 1999, the Company was in compliance with all such covenants.

Interest expense on these facilities and other debt amounted to $14,354,000 in 1999, $3,922,000 in 1998 and $1,710,000 in 1997. Such amounts are included in other expenses in the accompanying consolidated statement of income.

11 -- RENTAL EXPENSE AND LEASE COMMITMENTS

Rental expense for 1999, 1998 and 1997 amounted to $6,472,000, $6,341,000 and $5,532,000, respectively. Future obligations for minimum annual rentals under noncancelable long-term leases are not significant.

12 -- CAPITAL STOCK AND STOCK COMPENSATION PLAN

Class A common stock is entitled to 1/10 of a vote per share. The Class B common stock has one vote per share while its dividend and liquidation distributions are 1/10 of the amount of Class A common stock. Class B common stock may be converted into Class A common stock at a ratio of ten shares of Class B common stock for one share of Class A common stock. The Eugene C. Pulliam Trust ("Trust") owns Class B common stock which provides the Trust the majority voting control of the Company. At December 26, 1999, the Company has reserved 4,297,957 shares of Class A common stock for issuance under its Stock Compensation Plan, 2,000,000 shares under its Long Term Incentive Plan, 1,000,000 shares for issuance under its 401(k) plan and 5,539,101 shares for issuance upon conversion of Class B common stock.

Dividends declared per share:

	1999	1998	1997
Class A common stock....................................	$ .50	$ .45	$ .40
Class B common stock....................................	.050	.045	.040

The Company's Stock Compensation Plan provides for the granting of stock options and the issuance of restricted stock grants to certain officers, key employees and members of the Board of Directors. Options issued under this plan are granted at prices determined by the Stock Option Committee of the Board of Directors but not less than fair market value on the date of the grant. Options granted may be incentive or non-qualified options with a term of 10 years. Options granted prior to September 13, 1996, are exercisable three years from date of grant and options granted after September 13, 1996, become exercisable ratably over a three year period beginning on the first anniversary of the grant. Board of Director member options are exercisable six months from the date of grant.

The fair value of options granted in 1999, 1998 and 1997 was estimated on the grant date using the Black-Scholes option pricing model using the following assumptions:

	1999	1998	1997
Risk-free interest rates	5.1% - 5.3%	5.5%	6.2%
Dividend yields	1.3%	1.2%	1.2%
Expected volatility	21%	20%	21%
Weighted average expected life of options	5 years	4 years	4 years
Fair market value per share option granted	$10.40	$9.47	$6.80

Under SFAS No. 123, compensation cost is recognized in the amount of the estimated fair value of the options and amortized to expense over the options' vesting period. The pro forma effects on net income and earnings per share of this statement are as follows:

	1999	1998	1997
	(IN THOUSANDS, EXCEPT PER SHARE DATA)		
Net income:			
As reported	$115,643	$88,542	$81,495
Pro forma	112,938	85,924	79,430
Earnings per share:			
As reported Basic	$ 2.89	$ 1.83	$ 1.58
Diluted	2.79	1.78	1.54
Pro forma Basic	$ 2.82	$ 1.77	$ 1.54
Diluted	2.72	1.72	1.50

The following is a summary of the status of the Company's Stock Compensation Plan and Long Term Incentive Plan as of and for the three years ended December 26, 1999:

	SHARES RESERVED FOR GRANTS	SHARES UNDER OPTION	WEIGHTED AVERAGE EXERCISE PRICE
Outstanding, December 29, 1996	5,398,800	2,967,800	$13.82
Granted		247,950	24.23
Exercised	(353,226)	(353,226)	10.77
Cancelled	20,100	(20,100)	16.08
Restricted shares, -- net	(37,500)		
Outstanding, December 28, 1997	5,028,174	2,842,424	$15.09
Granted		718,200	36.00
Exercised	(431,088)	(431,088)	12.46
Cancelled	34,504	(34,504)	23.22
Restricted shares, -- net	(19,500)		
Outstanding, December 27, 1998	4,612,090	3,095,032	$20.21
Additional shares reserved for grant	2,000,000		
Granted		469,800	34.67
Exercised	(317,102)	(317,102)	14.54
Cancelled	87,219	(87,219)	34.31
Restricted shares, -- net	(84,250)		
Outstanding, December 26, 1999	6,297,957	3,160,511	$22.54

The following table summarizes information about stock options outstanding at December 26, 1999:

	OUTSTANDING			EXERCISABLE	
EXERCISE PRICE RANGE	SHARES	AVERAGE LIFE(A)	WEIGHTED AVERAGE EXERCISE PRICE	SHARES	WEIGHTED AVERAGE EXERCISE PRICE
$ 5.00 - $14.99	823,100	4.1	$11.96	823,100	$11.96
$15.00 - $24.99	1,230,877	6.4	18.06	1,168,643	17.79
$25.00 - $34.99	449,500	9.2	34.52	15,333	31.17
$35.00 - $44.99	657,034	8.2	35.99	228,789	35.98
	3,160,511	6.6	$22.54	2,235,865	$17.60

At December 27, 1998 and December 28, 1997, the number of options exercisable was 1,940,891 and 559,767, respectively, and the weighted average exercise price of those options was $19.89 and $24.81, respectively.

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(a) Weighted average contractual life remaining in years:

The Company issued restricted stock grants to certain key executives who have a critical impact on the long-term performance of the Company. The Compensation Committee of the Board of Directors awarded 99,250, 19,500 and 38,500 shares of stock in 1999, 1998 and 1997, respectively, whereby transfer restrictions lapse at the end of five years from the award date or as early as three years upon achieving certain performance goals. The restricted stock grants have all the rights of shareholders, including the right to receive dividends, except for conditions regarding transferability of shares or upon the termination of employment. Upon issuance of the shares, unearned compensation equivalent to the market value at the date of grant was recorded as unamortized value of restricted stock and is being charged to earnings over the period during which the restrictions lapse. During 1999, 1998, and 1997 compensation expense in the amount of $1,473,000, $1,159,000 and $834,000 respectively, has been recorded related to these restricted stock grants.

13 -- CONTINGENCIES

There are various libel and other legal actions that have arisen in the normal course of business and are now pending against the Company. It is the opinion of management that final disposition of such litigation will not have any material adverse effect on the Company's financial position or results of operations.

Exhibit 99-2

UNAUDITED INTERIM FINANCIAL STATEMENTS

CENTRAL NEWSPAPERS, INC.

UNAUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	JUNE 25, 2000	DECEMBER 26, 1999
	(IN THOUSANDS)	
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	$ 20,538	$ 27,643
Marketable securities	1,374	4,396
Accounts receivable (net of allowances of $3,066 and $3,305)	81,819	100,221
Notes receivable		34,341
Inventories	9,525	11,396
Deferred income taxes	6,859	6,533
Other current assets	9,165	7,215
Total current assets	129,280	191,745
PROPERTY, PLANT AND EQUIPMENT:		
Land	18,835	18,898
Buildings and improvements	138,068	136,951
Leasehold improvements	1,674	1,636
Machinery and equipment	434,019	427,668
Construction in progress	21,695	3,270
	614,291	588,423
Less accumulated depreciation	341,234	322,838
	273,057	265,585
OTHER ASSETS:		
Land held for development	5,249	5,229
Goodwill and other intangibles	79,401	120,207
Investment in affiliates	81,227	9,802
Other	67,944	55,698
	233,821	190,936
TOTAL ASSETS	$636,158	$648,266

CENTRAL NEWSPAPERS, INC.

UNAUDITED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	JUNE 25, 2000	DECEMBER 26, 1999
	(IN THOUSANDS)	
LIABILITIES AND SHAREHOLDERS' EQUITY		
CURRENT LIABILITIES:		
Accounts payable	$ 27,169	$ 32,421
Short-term bank debt and notes payable	209,233	27,789
Accrued compensation	22,226	27,281
Dividends payable	4,974	5,360
Accrued expenses and other liabilities	18,435	16,649
Federal and state income taxes	2,293	12,803
Deferred revenue	23,259	31,619
Total current liabilities	307,589	153,922
DEFERRED INCOME TAXES	29,489	29,626
LONG-TERM DEBT		200,000
POSTRETIREMENT AND OTHER NONCURRENT LIABILITIES	99,742	97,097
REDEEMABLE PREFERRED STOCK ISSUED BY SUBSIDIARY	18,920	18,920
SHAREHOLDERS' EQUITY:		
Preferred stock -- issuable in series:		
Authorized -- 25,000,000 shares		
Issued -- none		
Class A common stock -- without par value:		
Authorized -- 150,000,000 shares		
Issued and outstanding -- 32,729,690 and 33,146,031		

shares	46,902	38,953
Class B common stock -- without par value:		
Authorized -- 130,000,000 shares		
Issued and outstanding -- 55,336,010 and 55,356,010 shares	55	55
Retained earnings	135,944	110,250
Unamortized value of restricted stock	(2,788)	(3,018)
Accumulated other comprehensive income	305	2,461
	180,418	148,701
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	$636,158	$648,266

CENTRAL NEWSPAPERS, INC.

UNAUDITED CONSOLIDATED STATEMENT OF INCOME

	13 Weeks Ended June 25 2000	13 Weeks Ended June 27 1999	26 Weeks Ended June 25 2000	26 Weeks Ended June 27 1999
	(IN THOUSANDS, EXCEPT PER SHARE DATA)			
OPERATING REVENUES:				
Advertising	$150,646	$150,148	$294,334	$293,318
Circulation	37,857	38,621	77,784	78,430
Other	11,035	13,359	28,336	23,415
	199,538	202,128	400,454	395,163
OPERATING EXPENSES:				
Compensation	64,587	64,975	132,076	130,113
Newsprint and ink	26,962	26,009	53,790	55,394
Other operating costs	52,121	53,619	109,238	103,622
Depreciation and amortization	12,635	12,937	25,969	25,352
Work force reduction cost	1,242	292	1,242	292
Gain on sale of subsidiary			(34,154)	
	157,547	157,832	288,161	314,773
OPERATING INCOME	41,991	44,296	112,293	80,390
OTHER INCOME (principally investment income)	1,727	1,652	5,184	3,604
OTHER EXPENSES (principally interest expense)	(4,102)	(3,639)	(8,260)	(7,826)
INCOME BEFORE INCOME TAXES	39,616	42,309	109,217	76,168
PROVISION FOR INCOME TAXES	14,895	16,922	42,225	30,637
INCOME BEFORE MINORITY INTEREST AND EQUITY IN AFFILIATES	24,721	25,387	66,992	45,531
MINORITY INTEREST IN SUBSIDIARIES		(112)		(267)
EQUITY IN NET EARNINGS (LOSS) OF AFFILIATES	(5,173)	(182)	(6,918)	(75)
NET INCOME	$ 19,548	$ 25,093	$ 60,074	$ 45,189
NET INCOME PER COMMON SHARE:				
Basic	$ 0.51	$ 0.61	$ 1.56	$ 1.11
Diluted	$ 0.50	$ 0.60	$ 1.52	$ 1.07
DIVIDENDS DECLARED PER CLASS A COMMON SHARE	$ 0.13	$ 0.12	$ 0.26	$ 0.24
AVERAGE COMMON SHARES OUTSTANDING: (combined Class A and equivalent Class B shares)				
Basic	38,216	40,901	38,419	40,827
Diluted	39,262	42,171	39,472	42,173

CENTRAL NEWSPAPERS, INC.

UNAUDITED CONSOLIDATED STATEMENT OF CASH FLOWS

	26 Weeks Ended JUNE 25, 2000	26 Weeks Ended JUNE 27, 1999
	(IN THOUSANDS)	
OPERATING ACTIVITIES:		
Net income	$ 60,074	$ 45,189
Items which did not use (provide) cash:		
Depreciation and amortization	25,969	25,352
Postretirement and pension benefits	984	3,911
Gain on disposition of assets		(1,742)
Minority interest in earnings of subsidiaries	662	267
Equity loss in Affiliate	6,918	75
Deferred income taxes	(2,341)	474
Amortization of restricted stock awards	855	859
Other	(38,122)	378
Net proceeds from trading securities		12,690
Net change in other current assets and liabilities	16,101	11,306
Net cash provided by operating activities	71,100	98,759
INVESTING ACTIVITIES:		
Purchases of property, plant and equipment	(33,651)	(14,510)
Acquisitions		(17,681)
Other	(5,922)	(2,756)
Net cash used in investing activities	(39,573)	(34,947)
FINANCING ACTIVITIES:		
Cash dividends paid	(9,964)	(9,789)
Dividends paid to minority interest	(993)	(2,060)
Proceeds from exercise of stock options	5,469	1,528
Repayments of debt	(7,830)	(45,017)
Repurchase of common stock	(25,314)	
Net cash used in financing activities	(38,632)	(55,338)
(DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(7,105)	8,474
CASH AND CASH EQUIVALENTS, BEGINNING OF PERIOD	27,643	24,774
CASH AND CASH EQUIVALENTS, END OF PERIOD	$ 20,538	$ 33,248
SUPPLEMENTAL CASH FLOW INFORMATION:		
Income taxes paid	$ 58,426	$ 26,090
Interest paid	7,795	7,343
Issuance of restricted stock, net	625	3,056

CENTRAL NEWSPAPERS, INC.
Notes to Consolidated Financial Statements
(Unaudited)

1. Central Newspapers, Inc. and its subsidiaries ("Central") is a media and information company. Through its flagship newspapers, The Arizona Republic and The Indianapolis Star, Central publishes the only major dailies in the greater Phoenix metropolitan area and central Indiana, and also operates those markets' leading local Internet portals, azcentral.com in Arizona and indy.com in Indianapolis. Central also owns and operates several smaller newspapers as well as other related media and information businesses.

In a Form 8-K filing dated June 29, 2000, Central reported that it had entered into an agreement and plan of merger to be acquired by Gannett Co., Inc. ("Gannett"). On August 1, 2000, Gannett announced that it had completed its cash tender offer for the outstanding Class A Common Stock and Class B Common Stock of Central and had assumed control of Central's operations.

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and revenues and expenses as of and for the period ending with the financial reporting date. Actual results could differ from those estimates.

2. The accompanying unaudited consolidated financial statements do not include all of the information and disclosures that are normally included in Form 10-K and the annual report to shareholders. These financial statements should be read in conjunction with Central's audited consolidated financial statements and related notes for the year ended December 26, 1999. The accompanying consolidated financial statements have been prepared in accordance with the instructions to Form 10-Q and Rule 10-01 of Regulation S-X. The consolidated statement of financial position at December 26, 1999, has been derived from audited financial statements. In the opinion of Central's management, the unaudited consolidated financial statements reflect all adjustments which are necessary to present fairly, Central's financial position, results of operations and cash flows for the interim periods presented. All adjustments are of a normal recurring nature. Such statements are not necessarily indicative of the results to be expected for the full year.

3. Basic EPS is computed based upon the weighted average number of common shares outstanding in each year. The Class B common stock is included in the computation as if converted to Class A common stock at a ratio of 10 shares of Class B common stock to one share of Class A common stock. Diluted EPS includes the effect of stock options granted under Central's Stock Compensation Plan and Long Term Incentive Plan.

4. Certain amounts in the financial statements have been reclassified to conform with the 2000 presentation.

UNAUDITED PRO FORMA CONDENSED COMBINED FINANCIAL INFORMATION

Gannett Co., Inc. ("Gannett") previously reported in its Form 8-K dated July 3, 2000, that it had entered into an agreement and plan of merger to acquire Central Newspapers, Inc. ("Central"). On August 1, 2000, Gannett announced that it had completed its cash tender offer for the outstanding Class A Common Stock and Class B Common Stock of Central and had assumed control of Central's operations.

The accompanying unaudited pro forma condensed combined balance sheet presents the financial position of Gannett and Central as of June 25, 2000, assuming that the acquisition of Central occurred as of that date. Such pro forma information is based on the historical balance sheets of Gannett and Central at June 25, 2000.

As required by Rule 11-02 of Regulation S-X, the unaudited pro forma condensed combined statements of income have been prepared assuming that the proposed merger occurred as of the beginning of the period presented. The unaudited condensed combined statements of income reflect the historical results of operations for Gannett and Central for their 52 week periods ended December 26, 1999, and 26 week periods ended June 25, 2000.

The unaudited pro forma condensed combined financial statements give effect to certain pro forma adjustments which are described in the notes to these statements. The unaudited pro forma condensed combined financial statements do not reflect any operating synergies anticipated by Gannett as a result of the acquisition.

The unaudited pro forma condensed combined results are presented for informational purposes only and are not necessarily indicative of the results of operations or financial position which would have been achieved had the transaction been completed as of the beginning of the period presented, nor is it necessarily indicative of Gannett's future results of operations or financial position.

The purchase method of accounting has been used in the preparation of the unaudited pro forma financial information and the purchase price allocation is preliminary. The final allocation will be based on a complete evaluation of the assets acquired and liabilities assumed. Accordingly, the information presented herein may differ from the final purchase price allocation.

The unaudited pro forma condensed combined financial statements should be read in conjunction with the historical financial statements of Gannett and Central, including the related notes thereto.

EXHIBIT 99-3

Gannett Co., Inc.
Unaudited Pro Forma Condensed Combined Balance Sheet
June 25, 2000
(in thousands of dollars)

	Gannett Co., Inc.	Central Newspapers, Inc.	Pro forma adjustments	Pro forma combined
ASSETS				
Current assets				
Cash and marketable securities	$ 317,655	$ 21,912		$ 339,567
Accounts receivable, net	779,393	81,819		861,212
Inventories	102,325	9,525		111,850
Prepaid expenses and other current assets	84,316	16,024		100,340
Total current assets	1,283,689	129,280		1,412,969
Property, plant and equipment, net	2,029,106	278,306		2,307,412
Excess of acquisition cost over the value of assets acquired, net, and other assets	5,611,373	228,572	$ 2,595,118 (1)	8,435,063
Total assets	$ 8,924,168	$ 636,158	$ 2,595,118	$12,155,444
LIABILITIES AND SHAREHOLDERS' EQUITY				
Current liabilities				
Short-term bank debt and notes payable		$ 209,233	$ (209,233)(2)	
Accounts payable and current portion of film contracts payable	$ 390,125	27,169		$ 417,294
Accrued expenses and other current liabilities	364,753	63,920	72,927 (3) 4,974 (4)	506,574
Dividends payable	55,560	4,974	(4,974)(4)	55,560
Income taxes	178,796	2,293	(20,747)(5)	160,342
Total current liabilities	989,234	307,589	(157,053)	1,139,770
Deferred income taxes	326,932	29,489		356,421
Long-term debt	2,350,107		2,932,589 (6)	5,282,696
Postretirement and other long-term liabilities	558,465	99,742		658,207

Redeemable preferred stock issued by subsidiary		18,920		18,920
Total shareholders' equity	4,699,430	180,418	(180,418)(7)	4,699,430
Total liabilities and shareholders' equity	$ 8,924,168	$ 636,158	$ 2,595,118	$12,155,444

For comparability, Central Newspaper, Inc.'s results have been reclassified to conform with Gannett's presentation.

See accompanying notes to Unaudited Pro Forma Condensed Combined Financial Statements.

Gannett Co., Inc.
Unaudited Pro Forma Condensed Combined Statement of Income
Twenty-six weeks ended June 25, 2000
(in thousands of dollars, except per share data)

	Gannett Co., Inc.	Central Newspapers, Inc.	Pro forma adjustments	Pro forma combined
Revenues				
Newspapers advertising	$ 1,830,684	$ 294,334		$ 2,125,018
Newspaper circulation	531,227	77,784		609,011
Television	372,202			372,202
All other	120,530	28,336		148,866
Total revenues	2,854,643	400,454		3,255,097
Operating expenses				
Cost of sales and operating expenses, exclusive of depreciation	1,416,351	237,077		1,653,428
Selling, general and administrative expenses, exclusive of depreciation	463,270	59,269		522,539
Depreciation	93,678	22,925		116,603
Amortization of intangible assets	69,145	3,044	$ 30,387 (1)	102,576
Gain on sale of subsidiary		(34,154)		(34,154)
Total operating expenses	2,042,444	288,161	30,387	2,360,992
Operating income	812,199	112,293	(30,387)	894,105
Non-operating income (expense)				
Interest (expense), net of interest income	(42,841)	(8,260)	8,260 (2) (87,903)(3)	(130,744)
Other	6,621	(6,094)		527
Total	(36,220)	(14,354)	(79,643)	(130,217)
Income before income taxes	775,979	97,939	(110,030)	763,888
Provision for income taxes	307,200	37,865	(31,061)(4)	314,004
Income from continuing operations	$ 468,779	$ 60,074	$ (78,969)	$ 449,884
Income from continuing operations per share - basic	$1.74			$1.67
Income from continuing operations per share - diluted	$1.73			$1.66

For comparability, Central Newspapers, Inc.'s results have been reclassified to conform with Gannett's presentation.

See accompanying notes to Unaudited Pro Forma Condensed Combined Financial Statements.

Gannett Co., Inc.
Unaudited Pro Forma Condensed Combined Statement of Income
Year ended December 26, 1999
(in thousands of dollars, except per share data)

	Gannett Co., Inc.	Central Newspapers, Inc.	Pro forma adjustments	Pro forma combined
Revenues				
Newspapers advertising	$ 3,292,894	$ 599,087		$ 3,891,981
Newspaper circulation	1,022,520	153,451		1,175,971
Television	728,642			728,642
All other	216,134	51,552		267,686
Total revenues	5,260,190	804,090		6,064,280
Operating expenses				
Cost of sales and operating expenses, exclusive of depreciation	2,608,469	465,754		3,074,223
Selling, general and administrative expenses, exclusive of depreciation	808,529	116,438		924,967
Depreciation	169,460	44,746		214,206
Amortization of intangible assets	110,631	6,424	$ 60,439 (1)	177,494
Gain on sale of subsidiary		(32,718)		(32,718)
Total operating expenses	3,697,089	600,644	60,439	4,358,172
Operating income	1,563,101	203,446	(60,439)	1,706,108
Non-operating income (expense)				
Interest (expense), net of interest income	(88,880)	(15,312)	15,312 (2) (150,248)(3)	(239,128)
Other	52,966	4,604		57,570
Total	(35,914)	(10,708)	(134,936)	(181,558)
Income before income taxes	1,527,187	192,738	(195,375)	1,524,550
Provision for income taxes	607,800	77,095	(52,625)(4)	632,270
Income from continuing operations	$ 919,387	$ 115,643	$ (142,750)	$ 892,280
Income from continuing operations per share - basic	$3.29			$3.20
Income from continuing operations per share - diluted	$3.26			$3.17

For comparability, Central Newspapers, Inc.'s results have been reclassified to conform with Gannett's presentation.

See accompanying notes to Unaudited Pro Forma Condensed Combined Financial Statements.

NOTES TO UNAUDITED PRO FORMA CONDENSED COMBINED FINANCIAL STATEMENTS

Note 1 - Basis of Presentation

The unaudited pro forma condensed combined balance sheet has been prepared to reflect the acquisition of Central for an aggregate price of approximately $2.6 billion plus the assumption of approximately $394 million of liabilities and transaction-related costs, including $206 million of Central's long-term debt.

The unaudited pro forma condensed combined balance sheet presents the financial position of Gannett and Central as of June 25, 2000, assuming that the transaction occurred as of that date. Such pro forma information is based on the historical balance sheets of Gannett and Central as of June 25, 2000.

As required by Rule 11-02 of Regulation S-X, the unaudited pro forma condensed combined statements of income assumes that the transaction occurred as of the beginning of the period presented. The unaudited pro forma condensed combined statements of income reflects Gannett and Central's historical results of operations for the 52 weeks ended December 26, 1999, and the 26 weeks ended June 25, 2000.

The company believes that the assumptions used in preparing the unaudited pro forma condensed combined financial statements provide a reasonable basis for presenting all of the significant effects of the acquisition (other than any operating synergies anticipated by Gannett) and that the pro forma adjustments give effect to those assumptions in the unaudited pro forma condensed combined financial statements.

Note 2 - Pro Forma Adjustments

A. Pro forma adjustments to the unaudited condensed combined balance sheet at June 25, 2000, are made to reflect the following:

(1) Adjustment to record the excess of acquisition cost over the fair value of net assets acquired (goodwill). For purposes of the unaudited pro forma condensed combined statement of income, goodwill is being amortized over forty years.

(2) The refinancing of Central's current debt with long-term debt by Gannett.

(3) The accrual of estimated acquisition-related expenses incurred by Gannett and Central.

(4) The reclassification of Central's dividends payable to accrued expenses.

(5) Income tax adjustments in respect of transaction related costs (see #3 above) that are tax-deductible.

(6) The issuance of commercial paper by Gannett to finance the purchase price, including the refinancing of Central's current debt (see #2 above).

(7) The elimination of the shareholders' equity accounts of Central.

B. Pro forma adjustments to the December 26, 1999, unaudited condensed combined income statement are made to reflect the following:

(1) Amortization expense on the estimated excess of acquisition cost over fair value of assets, assuming a useful life of forty years.

(2) The elimination of Central's interest expense (see #3 below).

(3) Gannett's pro forma interest expense on amount assumed borrowed for consideration paid ($2.70 billion) and Central average 1999 debt ($0.24 billion). The rate used to calculate interest expense, 5.2%, is based on the weighted average rate paid by Gannett for commercial paper in 1999.

(4) To adjust consolidated tax provisions for tax effects of the acquisition, taking into account non-deductible goodwill amortization.

C. Pro forma adjustments to the June 25, 2000, unaudited condensed combined income statement are made to reflect the following:

(1) Amortization expense on the estimated excess of acquisition cost over fair value of assets, assuming a useful life of forty years.

(2) The elimination of Central's interest expense (see #3 below).

(3) Gannett's pro forma interest expense on amount assumed borrowed for consideration paid ($2.70 billion) and Central average 2000 debt ($0.22 billion). The rate used to calculate interest expense, 6.13%, is based on the weighted average rate paid by Gannett for commercial paper in the twenty-six week period ended June 25, 2000.

(4) To adjust consolidated tax provisions for tax effects of the acquisition, taking into account the non-deductible goodwill amortization.