

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-K/A

(Mark One)

- Annual report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 [No Fee Required] for the fiscal year ended December 28, 1997 or
 Transition report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 [No Fee Required] for the transition period from _____ to _____.

Commission file number 1-6961

GANNETT CO., INC.

(Exact name of registrant as specified in its charter)

Delaware

16-0442930

(State or other jurisdiction of (I.R.S. Employer Identification No.)
incorporation or organization)

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

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

Securities registered pursuant to
Section 12(b) of the Act:

| Title of each class | Name of each exchange on which registered |
|--------------------------------|--|
| Common Stock, Par Value \$1.00 | New York Stock Exchange |

Securities registered pursuant
to Section 12(g) of the Act:

None
(Title of Class)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

-1-

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in this amendment to Form 10-K. []

The aggregate market value of the voting stock held by non-affiliates of the registrant as of March 2, 1998 was in excess of \$17,768,178,823.

The number of shares outstanding of the registrant's Common Stock, Par Value \$1.00, as of March 2, 1998 was 284,289,821.

Documents incorporated by reference: None.

EXPLANATORY NOTE

The purpose of this Amendment is to resubmit Exhibit 27, Financial Data Schedule, to include tables for the 1997, 1996 and 1995 fiscal years. The Schedule filed with the registrant's Form 10-K included the 1997 table only. The 1997 table submitted herein is identical to the 1997 table contained in the Form 10-K.

The Schedule contains summary financial information extracted from the

Registrant's balance sheets and statements of income dated as of and for the years ended December 28, 1997; December 29, 1996; and December 31, 1995, and is qualified in its entirety by reference to such financial statements.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) 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.

Dated: March 24, 1998

GANNETT CO., INC. (Registrant)

By /s/George R. Gavagan

George R. Gavagan
Vice President and Controller

These schedules contains summary financial information extracted from the consolidated balance sheets and statements of income for Gannett Co., Inc. and are qualified in their entirety by reference to such financial statements.

| YEAR | |
|---------------|---------------|
| DEC-28-1997 | |
| DEC-30-1996 | |
| DEC-28-1997 | 45,059,000 |
| | 7,719,000 |
| | 656,331,000 |
| | 18,020,000 |
| | 101,080,000 |
| | 884,634,000 |
| | 3,754,837,000 |
| | 1,562,795,000 |
| | 6,890,351,000 |
| 767,501,000 | |
| | 0 |
| | 324,421,000 |
| | 0 |
| | 0 |
| | 3,155,315,000 |
| 6,890,351,000 | |
| | 4,729,491,000 |
| | 4,729,491,000 |
| | 2,368,572,000 |
| | 3,413,223,000 |
| | 15,564,000 |
| | 0 |
| | 98,242,000 |
| | 1,208,979,000 |
| | 496,300,000 |
| 712,679,000 | |
| | 0 |
| | 0 |
| | 0 |
| | 712,679,000 |
| | 2.52 |
| | 2.50 |

These schedules contains summary financial information extracted from the consolidated balance sheets and statements of income for Gannett Co., Inc. and are qualified in their entirety by reference to such financial statements.

| YEAR | |
|---------------|---------------|
| | DEC-29-1996 |
| | JAN-1-1996 |
| | DEC-29-1996 |
| | 27,179,000 |
| | 4,023,000 |
| | 588,037,000 |
| | 18,942,000 |
| | 73,621,000 |
| | 766,605,000 |
| | 3,423,400,000 |
| | 1,429,340,000 |
| | 6,349,597,000 |
| 718,996,000 | |
| | 0 |
| | 162,210,000 |
| | 0 |
| | 0 |
| | 2,768,608,000 |
| 6,349,597,000 | |
| | 4,421,107,000 |
| | 4,421,107,000 |
| | 2,367,848,000 |
| | 3,354,702,000 |
| | (149,098,000) |
| | 0 |
| | 135,563,000 |
| | 1,086,667,000 |
| | 462,700,000 |
| | 623,967,000 |
| | 319,120,000 |
| | 0 |
| | 0 |
| | 943,087,000 |
| | 3.35 |
| | 3.33 |

These schedules contains summary financial information extracted from the consolidated balance sheets and statements of income for Gannett Co., Inc. and are qualified in their entirety by reference to such financial statements.

| YEAR | |
|---------------|---------------|
| | DEC-31-1995 |
| | DEC-26-1994 |
| | DEC-31-1995 |
| | 46,962,000 |
| | 23,000 |
| | 610,078,000 |
| | 22,182,000 |
| | 111,653,000 |
| | 854,084,000 |
| | 3,559,666,000 |
| | 1,488,979,000 |
| | 6,503,800,000 |
| 812,772,000 | |
| | 0 |
| | 162,210,000 |
| | 0 |
| | 0 |
| | 1,983,438,000 |
| 6,503,800,000 | |
| | 3,743,867,000 |
| | 3,743,867,000 |
| | 2,109,743,000 |
| | 2,921,935,000 |
| | 3,760,000 |
| | 0 |
| | 52,175,000 |
| | 773,511,000 |
| | 314,100,000 |
| 459,411,000 | |
| | 17,851,000 |
| | 0 |
| | 0 |
| | 477,262,000 |
| | 1.70 |
| | 1.69 |