FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

1	OMB APPROVAL								
	OMB Number:	3235-028							
П		and an							

Ch	eck this box if no longer subject to
Se	ction 16. Form 4 or Form 5
obl	igations may continue. See
Inc	truction 1/h)

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

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

Name and Address of Reporting Person*     MOON CRAIG					2. Issuer Name and Ticker or Trading Symbol GANNETT CO INC /DE/ [ GCI ]									all applic Directo	able)	g Pers	10% Ow Other (s below)	/ner
(Last) (First) (Middle) GANNETT CO., INC. 7950 JONES BRANCH DRIVE					3. Date of Earliest Transaction (Month/Day/Year) 10/01/2005									Pres./Publisher of USA Today				7
(Street) MCLEAN VA 22107  (City) (State) (Zip)				Double	4. If Amendment, Date of Original Filed (Month/Day/Year)						Li	ne) X	X Form filed by One Reporting Person Form filed by More than One Reporting Person					
Table I - Non-Deriva  1. Title of Security (Instr. 3)  2. Transar Date (Month/De					2A. Deemed Execution Date,			3. Trans	3. 4. Securion Disposed Code (Instr. 5)		ities Acquir d Of (D) (Ins	ed (A) or	or 5. Amou 4 and Securiti Benefic		nt of s ally ollowing	Form (D) o	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
							urities Acqu					eficial	y Ov	Transaction(s) (Instr. 3 and 4)				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/Y	ate, Tra	ansactio	5. Nu on of tr. Deriv Secu Acqu (A) o Dispo of (D	5. Number n of		6. Date Exercisa Expiration Date (Month/Day/Yea		7. Title ar of Securit Underlyir Derivative (Instr. 3 a	nd Amour ties ng e Security	t 8. F Dei	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e es ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Co	ode V	(A)	(D)	Date Exercisa		Expiration Date	Title	Amoun or Numbe of Shares	r					
Employee Stock Option (right to buy)	\$68.62	10/01/2005		A	A	25,00	0	(1)		12/10/2012	Common Stock	25,00	0	\$0	25,000	0	D	

## **Explanation of Responses:**

 $1. \ The \ option \ will \ vest \ in \ four \ equal \ annual \ installments \ beginning \ on \ December \ 10, \ 2005.$ 

## Remarks:

/s/ Todd A. Mayman, Attorney-02/03/2006

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.