

SHALALA DONNA E
Form 4
February 28, 2003

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response. . .0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Filed By
Romeo and Dye's
Section 16 Filer
www.section16.net

1. Name and Address of Reporting Person* Shalala Donna E. (Last) (First) (Middle)			2. Issuer Name and Ticker or Trading Symbol Gannett Co., Inc. ("GCI")				6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director — <input type="checkbox"/> 10% Owner — <input type="checkbox"/> Officer (give title below) — <input type="checkbox"/> Other (specify below)	
3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			4. Statement for Month/Day/Year February 26, 2003					
5. If Amendment, Date of Original (Month/Day/Year)			7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person					
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			7. Individual or Joint/Group Filing (Check Applicable Line)					
7. Nature of Ownership (Instr. 4)			8. Date of Original (Month/Day/Year)					
8. Date of Original (Month/Day/Year)			9. Form filed by One Reporting Person					
9. Form filed by More than One Reporting Person								
10. Reporting Person								
11. Reporting Person								
12. Reporting Person								
13. Reporting Person								
14. Reporting Person								
15. Reporting Person								
16. Reporting Person								
17. Reporting Person								
18. Reporting Person								
19. Reporting Person								
20. Reporting Person								
21. Reporting Person								
22. Reporting Person								
23. Reporting Person								
24. Reporting Person								
25. Reporting Person								
26. Reporting Person								
27. Reporting Person								
28. Reporting Person								
29. Reporting Person								
30. Reporting Person								
31. Reporting Person								
32. Reporting Person								
33. Reporting Person								
34. Reporting Person								
35. Reporting Person								
36. Reporting Person								
37. Reporting Person								
38. Reporting Person								
39. Reporting Person								
40. Reporting Person								
41. Reporting Person								
42. Reporting Person								
43. Reporting Person								
44. Reporting Person								
45. Reporting Person								
46. Reporting Person								
47. Reporting Person								
48. Reporting Person								
49. Reporting Person								
50. Reporting Person								
51. Reporting Person								
52. Reporting Person								
53. Reporting Person								
54. Reporting Person								
55. Reporting Person								
56. Reporting Person								
57. Reporting Person								
58. Reporting Person								
59. Reporting Person								
60. Reporting Person								
61. Reporting Person								
62. Reporting Person								
63. Reporting Person								
64. Reporting Person								
65. Reporting Person								
66. Reporting Person								
67. Reporting Person								
68. Reporting Person								
69. Reporting Person								
70. Reporting Person								
71. Reporting Person								
72. Reporting Person								
73. Reporting Person								
74. Reporting Person								
75. Reporting Person								
76. Reporting Person								
77. Reporting Person								
78. Reporting Person								
79. Reporting Person								
80. Reporting Person								
81. Reporting Person								
82. Reporting Person								
83. Reporting Person								
84. Reporting Person								
85. Reporting Person								
86. Reporting Person								
87. Reporting Person								
88. Reporting Person								
89. Reporting Person								
90. Reporting Person								
91. Reporting Person								
92. Reporting Person								
93. Reporting Person								
94. Reporting Person								
95. Reporting Person								
96. Reporting Person								
97. Reporting Person								
98. Reporting Person								
99. Reporting Person								
100. Reporting Person								

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).

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 control number

FORM 4 (continued) 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. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 & 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or	11. Nature of Indirect Beneficial Ownership (Instr. 4)
--	--	--------------------------------------	--	--------------------------------	--	--	---	--	--	--	--

Edgar Filing: SHALALA DONNA E - Form 4

				& 5)		Date Exer-cisable	Expira- tion Date	Title	Amount or Number of Shares			Indirect (I) (Instr. 4)
				Code	V							
Phantom Stock	1-for-1	2/26/03		A	102.543	Immed.		Common Stock	102.543	\$70.72	1,506.831	D

Explanation of Responses:

By: /s/ **Todd A. Mayman**
Attorney-in-Fact

February 28, 2003
 Date

**Signature of Reporting Person

**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.