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GANNET	Γ CO INC /DE/									
Form 4										
May 09, 20)13									
FOR	M 4		GEGU			GUANGE			PPROVA	L
Washington, D.C. 20549							N OMB Number:	3235-	0287	
Check this box							Expires:	Januar	-	
if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF								Expires: 200 Estimated average		
Section 16. SECURITIES								burden hours per		
Form 4 or Form 5 Eiled pursuant to Section 16(a) of the Securities Exchange Act of 102							response		0.5	
obligat	ions Filed put						nge Act of 1934,			
	ontinue. Section 170			-	-	~ •	of 1935 or Section	on		
	truction	50(II)	of the I	nvestmen	Compar	ny Act of 1	940			
1(b).										
(Print or Type	e Responses)									
1	Address of Descetion	D *					5 Deletienskin	f D		
	Address of Reporting		2. Issuer Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
HARPER ARTHUR H			Symbol GANN		INC /DE					
(Last) (First) (Middle)			GANNETT CO INC /DE/ [GCI]				(Check all applicable)			
			3. Date of Earliest Transaction				X Director 10% Owner			
GANNETT CO., INC., 7950 JONES			(Month/Day/Year) 05/07/2013			Officer (give titleOther (specify				
BRANCH DRIVE			05/07/2015				below) below)			
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
(Succi)			Filed(Month/Day/Year)				Applicable Line)			
							X Form filed by			
MCLEAN	, VA 22107						Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	T - 1			G		C. D. C.		
							cquired, Disposed		-	
1.Title of Security	2. Transaction Date (Month/Day/Year)			3. 4. Securities TransactionAcquired (A) or			5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect	of
(Instr. 3)	(Wolitil/Day/Tear)	any	Date, II	Code	Disposed			(D) or Indirect		d
(Month/D			ay/Year)	(Instr. 8)	(Instr. 3, 4		•	(I)	Ownershi	ip
							Following Reported	(Instr. 4)	(Instr. 4)	
						(A)	Transaction(s)			
				Code V	Amount	or (D) Price	(Instr. 3 and 4)			
D . I D	· · · ·	C 1 1	c	··· 1	C''' 11	1.1. (1	· · · /1			
Reminder: R	eport on a separate line	e for each cl	ass of sec	urities bene	-	-	or indirectly.	ction of a	SEC 1474	
							ained in this form		(9-02)	
							ond unless the fo			
					displa	ays a curre	ntly valid OMB co	ntrol		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

number.

(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			(Instr.			
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(1)</u>	05/07/2013	А	1,343		(2)	(2)	Common Stock	1,343	\$ 18.

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
HARPER ARTHUR H GANNETT CO., INC. 7950 JONES BRANCH DRIVE MCLEAN, VA 22107	Х							
Signatures								
/s/ Todd A. Mayman, Attorney-in-Fact		05/09/2013						
**Signature of Reporting Person		Date						

Explanation of Responses:

- * 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).
- (1) Each share of phantom stock is the economic equivalent of one share of Gannett common stock.
- (2) These shares of phantom stock are fully vested. The shares of phantom stock are payable in cash or stock, at the election of the reporting person, on various dates selected by the reporting person or as otherwise provided in the Issuer's Deferred Compensation Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.