

Edgar Filing: Gannett Co., Inc. - Form 8-K

Gannett Co., Inc.  
Form 8-K  
December 07, 2018

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

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934  
Date of Report (Date of earliest event reported): December 7, 2018 (November 30, 2018)

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

Delaware                                      1-36874                      47-2390983  
(State or other jurisdiction    (Commission    (IRS Employer  
of incorporation)                      File Number)    Identification No.)

7950 Jones Branch Drive, McLean,                      22107-0910  
Virginia  
(Address of principal executive offices)    (Zip Code)  
(703) 854-6000  
(Registrant's telephone number, including area code)  
Not Applicable  
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

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If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers  
On November 30, 2018, Gannett Co., Inc. (the “Company”) entered into an employment retention agreement with Barbara W. Wall, the Company’s Senior Vice President and Chief Legal Officer (the “Agreement”). Pursuant to the Agreement, if Ms. Wall continues her employment with the Company at least through November 29, 2019, she will receive a retention payment in the gross amount of \$475,000, less applicable payroll withholdings and deductions.

Item 9.01 Exhibits.

(d) Exhibits

| Exhibit No. | Description   |
|-------------|---|
| <u>10.1</u> | <u>Employment Retention Agreement, dated as of November 30, 2018, by and between Gannett Co., Inc. and Barbara W. Wall.</u> |

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SIGNATURE

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

Gannett Co., Inc.

Date: December 7, 2018    By: /s/ Barbara W. Wall  
Barbara W. Wall  
Senior Vice President and Chief Legal Officer