

Edgar Filing: GANNETT CO INC /DE/ - Form 4

GANNETT CO INC /DE/  
Form 4  
January 02, 2002

-----  
OMB APPROVAL  
-----

OMB Number  
Expires:  
Estimated average burden  
hours per response ..... 0.5  
-----

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

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

=====

1. Name and Address of Reporting Person\*

Gasho	Lawrence	P.
-----	-----	-----
(Last)	(First)	(Middle)
Gannett Co., Inc.	7950 Jones Branch Drive	
-----	-----	-----
	(Street)	
McLean	Virginia	22107
-----	-----	-----
(City)	(State)	(Zip)

=====

2. Issuer Name and Ticker or Trading Symbol

Gannett Co., Inc. ("GCI")  
=====

3. IRS or Social Security Number of Reporting Person (Voluntary)

=====

4. Statement for Month/Year

December, 2001  
=====

5. If Amendment, Date of Original (Month/Year)

=====

6. Relationship of Reporting Person to Issuer

Edgar Filing: GANNETT CO INC /DE/ - Form 4

(Check all applicable)

[ ] Director [ ] 10% Owner  
 [ X ] Officer (give title below) [ ] Other (specify below)

Vice President/Financial Analysis

7. Individual or Joint/Group Filing (Check applicable line)

[ X ] Form filed by one Reporting Person  
 [ ] Form filed by more than one Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of,  
 or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Price
		Code	V	Amount	(A) or (D)	
Common Stock	12/06/01	M		2,400	A	\$23.6250
Common Stock	12/06/01	S		2,400	D	\$70.85
Common Stock	To 11/30/01					
Common Stock	To 09/30/01					
Common Stock						

\* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Edgar Filing: GANNETT CO INC /DE/ - Form 4

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

```

=====
1.          2.          3.          4.          5.          6.          7.
Title of   Conversion  Trans-   Trans-   Number of  Exercisable and  Title and Amount
Derivative Price of   action  action  of Derivative  Date           of Underlying
Security   of   Exer-   Code   or Disposed  Date           Securities
(Instr. 3) Deriv-  cise   (Instr.  of(D)  Expiration  (Month/Day/Year)  (Instr. 3 and 4)
          ative  Price  8)     of(D)  Date      Expira-
          Secur-  of     (Month/  -----  -----  -----
          ity   Day/   Year)   Code V   (A)  (D)   cisable  Date     Title  Shares
          -----
Stock Options  $23.6250 12/06/01 M           2,400 12/12/98 12/12/02 Common  2,400
                                           Stock
-----
-----
-----
-----
-----
-----
-----
-----
-----
-----
-----
-----
=====

```

Explanation of Responses:

- (1) Held by the trustee of the Company's Deferred Compensation Plan, The Northern Trust Company.
- (2) Held by the trustee of the Company's 401(k) Plan, Boston Safe Deposit and Trust Company.
- (3) Held by the spouse and/or immediate family member of reporting person. Beneficial ownership is disclaimed.

Edgar Filing: GANNETT CO INC /DE/ - Form 4

/s/Lawrence P. Gasho

01/02/02

-----  
\*\*Signature of Reporting Person

-----  
Date

\*\* 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 provided is insufficient, see Instruction 6 for procedures.

Alternatively, this Form is permitted to be submitted to the Commission in electronic format at the option of the reporting person pursuant to rule 101(b)(4) of Regulation S-T.

Page 2 of 2