

GANNETT CO INC /DE/
Form 4
April 24, 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).

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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(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* | | | 2. Issuer Name and Ticker or Trading Symbol | | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
| McCorkindale Douglas H. | | | Gannett Co., Inc. ("GCI") | | | <input checked="" type="checkbox"/> Director — | | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | | 4. Statement for Month/Day/Year April 23, 2003 | | |
| Gannett Co., Inc. | | | | | | | | |
| 7950 Jones Branch Drive | | | 5. If Amendment, Date of Original (Month/Day/Year) | | | <input checked="" type="checkbox"/> Officer (give title below) — | | |
| (Street) | | | | | | Other (specify below) | | |
| McLean, VA 22107 | | | 7. Individual or Joint/Group Filing (Check Applicable Line) | | | <input checked="" type="checkbox"/> Chairman, President and Chief Executive Officer | | |
| (City) (State) (Zip) | | | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | | |

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 & 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---------|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 4/22/03 | | S | | 13,200 | D | \$76.00 | | | |
| Common Stock | 4/22/03 | | S | | 10,000 | D | \$76.10 | | | |
| Common Stock | 4/22/03 | | S | | 6,800 | D | \$76.20 | | | |
| Common Stock | 4/23/03 | | S | | 13,500 | D | \$76.00 | | | |
| Common Stock | 4/23/03 | | S | | 10,000 | D | \$76.08 | | | |
| Common Stock | 4/23/03 | | S | | 100 | D | \$76.09 | | | |
| Common Stock | 4/23/03 | | S | | 3,400 | D | \$76.10 | | | |
| Common Stock | 4/23/03 | | S | | 300 | D | \$76.12 | | | |

| | | | | | | | | | | |
|--------------|---------|--|---|--|--------|---|---------|---------|---|--------------------------|
| Common Stock | 4/23/03 | | S | | 2,100 | D | \$76.14 | | | |
| Common Stock | 4/23/03 | | S | | 10,600 | D | \$76.15 | | | |
| Common Stock | 4/23/03 | | S | | 10,000 | D | \$76.25 | 432,116 | D | |
| Common Stock | | | | | | | | 874 | I | By Spouse ⁽¹⁾ |

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).

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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 (A) or Disposed of (D) (Instr. 3, 4 & 5) | | 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 Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|-----|--|-----------------|---|--|--|--|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | |
| | | | | | | | | | | | | | | |

Explanation of Responses:

(1) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

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

April 24, 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.

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