

Dickey Robert J.  
Form 3  
March 05, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

|   |         |                                      |  |  |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person *   |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â Dickey Robert J.                          |         | (Month/Day/Year)                     | GANNETT CO INC /DE/ [GCI]                          |  |
| (Last)                                      | (First) | (Middle)                             | 03/03/2008   |  |
| GANNETT CO., INC.,Â 7950 JONES BRANCH DRIVE |         |                                      | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                    |         |                                      | (Check all applicable)                             |  |
| MCLEAN,Â VAÂ 22107                          |         |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner                                     |
| (City)                                      | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer        | <input type="checkbox"/> Other   |
|   |         |                                      | (give title below)                                 | (specify below)  |
|   |         |                                      | Pres./US Community Publishing                      | 6. 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  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 1,460   | D  | Â   |
| Common Stock                    | 218.122   | I  | By 401(k) <sup>(1)</sup>                              |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|------------------------------------|---------------------------------|---|
|--|--|---|------------------------------------|---------------------------------|---|

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|   | Date<br>Exercisable | Expiration<br>Date | Title           | Amount or<br>Number of<br>Shares | Derivative<br>Security | Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |   |
|---|---------------------|--------------------|-----------------|----------------------------------|------------------------|---|---|
| Restricted Stock Units                  | 12/09/2009          | 12/09/2009         | Common<br>Stock | 1,100                            | \$ <u>(2)</u>          | D   | Â |
| Restricted Stock Units                  | 10/23/2010          | 10/23/2010         | Common<br>Stock | 4,000                            | \$ <u>(2)</u>          | D   | Â |
| Restricted Stock Units                  | 12/08/2010          | 12/08/2010         | Common<br>Stock | 1,200                            | \$ <u>(2)</u>          | D   | Â |
| Restricted Stock Units                  | 12/07/2011          | 12/07/2011         | Common<br>Stock | 3,600                            | \$ <u>(2)</u>          | D   | Â |
| Employee Stock Option<br>(right to buy) | Â <u>(3)</u>        | 12/08/2008         | Common<br>Stock | 7,380                            | \$ 65                  | D   | Â |
| Employee Stock Option<br>(right to buy) | Â <u>(4)</u>        | 12/07/2009         | Common<br>Stock | 9,000                            | \$ 74.5                | D   | Â |
| Employee Stock Option<br>(right to buy) | Â <u>(5)</u>        | 07/24/2010         | Common<br>Stock | 4,700                            | \$ 56.25               | D   | Â |
| Employee Stock Option<br>(right to buy) | Â <u>(6)</u>        | 12/05/2010         | Common<br>Stock | 8,000                            | \$ 54.31               | D   | Â |
| Employee Stock Option<br>(right to buy) | Â <u>(7)</u>        | 12/04/2011         | Common<br>Stock | 1,100                            | \$ 69.35               | D   | Â |
| Employee Stock Option<br>(right to buy) | Â <u>(8)</u>        | 12/02/2011         | Common<br>Stock | 12,500                           | \$ 69.35               | D   | Â |
| Employee Stock Option<br>(right to buy) | Â <u>(9)</u>        | 12/03/2012         | Common<br>Stock | 14,500                           | \$ 70.21               | D   | Â |
| Employee Stock Option<br>(right to buy) | Â <u>(10)</u>       | 12/12/2013         | Common<br>Stock | 13,000                           | \$ 87.33               | D   | Â |
| Employee Stock Option<br>(right to buy) | Â <u>(11)</u>       | 12/10/2012         | Common<br>Stock | 11,000                           | \$ 80.9                | D   | Â |
| Employee Stock Option<br>(right to buy) | Â <u>(12)</u>       | 12/10/2012         | Common<br>Stock | 7,500                            | \$ 63.86               | D   | Â |
| Employee Stock Option<br>(right to buy) | Â <u>(13)</u>       | 12/09/2013         | Common<br>Stock | 33,000                           | \$ 60.29               | D   | Â |
| Employee Stock Option<br>(right to buy) | Â <u>(14)</u>       | 02/27/2015         | Common<br>Stock | 20,000                           | \$ 61.26               | D   | Â |
| Employee Stock Option<br>(right to buy) | Â <u>(15)</u>       | 02/26/2016         | Common<br>Stock | 20,000                           | \$ 31.75               | D   | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                       |       |
|--|---------------|-----------|---------------------------------------|-------|
|  | Director      | 10% Owner | Officer                               | Other |
| Dickey Robert J.<br>GANNETT CO., INC.<br>7950 JONES BRANCH DRIVE<br>MCLEAN, VA 22107 | Â             | Â         | Â Pres./US<br>Community<br>Publishing | Â     |

## Signatures

/s/ Todd A. Mayman,  
Attorney-in-Fact

03/05/2008

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Based on a plan statement dated March 5, 2008.
- (2) Each restricted stock unit represents a contingent right to receive one share of the underlying common stock.
- (3) The option vested in four equal annual installments beginning on December 8, 1999.
- (4) The option vested in four equal annual installments beginning on December 7, 2000.
- (5) The option vested in four equal annual installments beginning on July 24, 2001.
- (6) The option vested in four equal annual installments beginning on December 5, 2001.
- (7) The option vested as to all 1,100 shares on December 4, 2001.
- (8) The option vested in four equal annual installments beginning on December 4, 2002.
- (9) The option vested in four equal annual installments beginning on December 3, 2003.
- (10) The option vested as to 3,250 shares on December 12, 2004 and as to the remaining 9,750 on December 23, 2004.
- (11) The option vested as to all 11,000 shares on October 28, 2005.
- (12) The option vested as to 5,625 shares in three equal annual installments beginning on December 10, 2005, and will vest as to the remaining 1,875 shares on December 10, 2008.
- (13) The option vested as to 16,500 shares in two equal annual installments beginning on December 9, 2006, and will vest as to the remaining 16,500 shares in two equal annual installments beginning on December 9, 2008.
- (14) The option vested as to 5,000 shares on February 28, 2008, and will vest as to the remaining 15,000 shares in three equal annual installments beginning on February 28, 2009.
- (15) The option will vest in four equal annual installments beginning on February 27, 2009.

Â

### Remarks:

Exhibit 24- Power of Attorney

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.