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KRAMER I Form 4	AWRENCE S									
May 15, 201										
FORM	14 LINITED	CT A TEC	SECU	DITIES			E COMMISSION	т	PPROVAL	-
	UNITED	SIAIES		shington				OMB Number:	3235-0	287
Check th if no lon subject t Section Form 4 c Form 5	ger o STATEN 16. or									0.5
obligatic may con <i>See</i> Instr 1(b).	tinue. Section 17	a) of the F	Public U	Itility Hol	ding Con		of 1935 or Section	on		
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> KRAMER LAWRENCE S			2. Issuer Name and Ticker or Trading Symbol GANNETT CO INC /DE/ [GCI]				5. Relationship of Reporting Person(s) to Issuer			
			GANN	ETTCO	INC /DE/	[GCI]	(Check all applicable)			
(Last) (First) (Middle) GANNETT CO., INC., 7950 JONES BRANCH DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 05/14/2012			Director 10% Owner X Officer (give title Other (specify below) below) Pres. and Publisher-USA TODAY				
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
MCLEAN,	VA 22107						Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution I any	Date, if	Code (Instr. 8)		(A) or of (D) and 5) (A) or	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature o Indirect Beneficial Ownership (Instr. 4)	
Densia dem Des		. f h l.		Code V		(D) Price				
keminder: Kej	port on a separate line	or each cla	iss of sec	urities bene	Person inform require	ns who rest ation cont ed to resp ys a curre	or indirectly. spond to the collect tained in this form ond unless the for ntly valid OMB col	are not m	SEC 1474 (9-02)	

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

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

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year) (Instr. 8)			Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	05/14/2012		А		37,341		12/31/2015	12/31/2015	Common Stock	37,341

Reporting Owners

Attorney-in-Fact

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
KRAMER LAWRENCE S GANNETT CO., INC. 7950 JONES BRANCH DRIVE MCLEAN, VA 22107			Pres. and Publisher-USA TODAY				
Signatures							
/s/ Todd A. Mayman, Attorney in Fact		05/15/2012					

Explanation of Responses:

**Signature of Reporting Person

* 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 restricted stock unit represents a contingent right to receive one share of the underlying common stock.

Date

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.