

Behan William A.
Form 3
March 02, 2010

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 and Ticker or Trading Symbol | |
| Behan William A. | | (Month/Day/Year) | GANNETT CO INC /DE/ [GCI] | |
| (Last) | (First) | (Middle) | 03/01/2010 | |
| GANNETT CO., INC., 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, VA 22107 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Senior VP/Labor Relations | |

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 | 149 | D | |
| Common Stock | 292.111 | I | By 401(k) Plan |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|---|---------------------|--------------------|-----------------|----------------------------------|------------------------|---|---|
| Restricted Stock Units | 12/08/2010 | 12/08/2010 | Common Stock | 330 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Units | 08/03/2011 | 08/03/2011 | Common Stock | 250 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Units | 12/07/2011 | 12/07/2011 | Common Stock | 800 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Units | 12/12/2012 | 12/12/2012 | Common Stock | 2,500 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Units | 12/11/2013 | 12/11/2013 | Common Stock | 2,800 | \$ <u>(1)</u> | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(2)</u> | 07/24/2010 | Common Stock | 575 | \$ 56.25 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(3)</u> | 12/05/2010 | Common Stock | 875 | \$ 54.31 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(4)</u> | 12/02/2011 | Common Stock | 4,600 | \$ 69.35 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(5)</u> | 12/03/2012 | Common Stock | 5,800 | \$ 70.21 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(6)</u> | 12/12/2013 | Common Stock | 5,400 | \$ 87.33 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(7)</u> | 12/10/2012 | Common Stock | 5,600 | \$ 80.9 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(8)</u> | 12/09/2013 | Common Stock | 3,600 | \$ 60.29 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(9)</u> | 12/08/2014 | Common Stock | 2,800 | \$ 59.96 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(10)</u> | 12/07/2015 | Common Stock | 2,000 | \$ 35.84 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(11)</u> | 12/12/2016 | Common Stock | 4,500 | \$ 7.53 | D | Â |
| Employee Stock Option (Right to Buy) | Â <u>(12)</u> | 12/11/2017 | Common Stock | 5,000 | \$ 13.16 | D | Â |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

