

Hunke David L.  
Form 3  
May 01, 2009

**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                            |  |
| Â Hunke David L.                                      |   | (Month/Day/Year)                     | GANNETT CO INC /DE/ [GCI]  |  |
| (Last)  | (First)                                     | (Middle)                             | 04/28/2009   |  |
| C/O GANNETT CO.,<br>INC.,Â 7950 JONES BRANCH<br>DRIVE |   |                                      | 4. Relationship of Reporting Person(s) to Issuer                       | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street)  | (Check all applicable)                      |                                      |  |  |
|   | <input type="checkbox"/> Director           | <input type="checkbox"/> 10% Owner   |  |  |
|   | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |  |
|   | (give title below) (specify below)          |                                      | <input checked="" type="checkbox"/> Form filed by One Reporting Person |  |
| MCLEAN,Â VAÂ 22107                                    | Pres. and Publisher-USA TODAY               |                                      | <input type="checkbox"/> Form filed by More than One Reporting Person  |  |
| (City)  | (State)                                     | (Zip)                                |  |  |

**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                    | 1.025   | D  | Â   |
| Common Stock                    | 4,258   | I  | By 401(k)   |

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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|--|--|--|---------------------------|----------------------|--|
|--|--|--|---------------------------|----------------------|--|

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|                                      | Date Exercisable | Expiration Date | (Instr. 4)<br>Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 5) | (Instr. 5) |
|--------------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|---|------------|
| Restricted Stock Units               | 12/09/2009       | 12/09/2009      | Common Stock        | 700                        | \$ <u>(1)</u>                | D   | Â          |
| Restricted Stock Units               | 12/08/2010       | 12/08/2010      | Common Stock        | 800                        | \$ <u>(1)</u>                | D   | Â          |
| Restricted Stock Units               | 03/01/2011       | 03/01/2011      | Common Stock        | 300                        | \$ <u>(1)</u>                | D   | Â          |
| Restricted Stock Units               | 12/07/2011       | 12/07/2011      | Common Stock        | 1,850                      | \$ <u>(1)</u>                | D   | Â          |
| Restricted Stock Units               | 12/12/2012       | 12/12/2012      | Common Stock        | 4,300                      | \$ <u>(1)</u>                | D   | Â          |
| Employee Stock Option (Right to Buy) | Â <u>(2)</u>     | 12/07/2009      | Common Stock        | 15,000                     | \$ 74.5                      | D   | Â          |
| Employee Stock Option (Right to Buy) | Â <u>(3)</u>     | 07/24/2010      | Common Stock        | 8,800                      | \$ 56.25                     | D   | Â          |
| Employee Stock Option (Right to Buy) | Â <u>(4)</u>     | 12/05/2010      | Common Stock        | 12,000                     | \$ 54.31                     | D   | Â          |
| Employee Stock Option (Right to Buy) | Â <u>(5)</u>     | 12/04/2011      | Common Stock        | 1,500                      | \$ 69.35                     | D   | Â          |
| Employee Stock Option (Right to Buy) | Â <u>(6)</u>     | 12/02/2011      | Common Stock        | 22,000                     | \$ 69.35                     | D   | Â          |
| Employee Stock Option (Right to Buy) | Â <u>(7)</u>     | 12/03/2012      | Common Stock        | 24,000                     | \$ 70.21                     | D   | Â          |
| Employee Stock Option (Right to Buy) | Â <u>(8)</u>     | 12/12/2013      | Common Stock        | 22,000                     | \$ 87.33                     | D   | Â          |
| Employee Stock Option (Right to Buy) | Â <u>(9)</u>     | 12/10/2012      | Common Stock        | 19,000                     | \$ 80.9                      | D   | Â          |
| Employee Stock Option (Right to Buy) | Â <u>(10)</u>    | 12/09/2013      | Common Stock        | 13,500                     | \$ 60.29                     | D   | Â          |
| Employee Stock Option (Right to Buy) | Â <u>(11)</u>    | 12/08/2014      | Common Stock        | 11,500                     | \$ 59.96                     | D   | Â          |
| Employee Stock Option (Right to Buy) | Â <u>(12)</u>    | 12/07/2015      | Common Stock        | 6,600                      | \$ 35.84                     | D   | Â          |
| Employee Stock Option (Right to Buy) | Â <u>(13)</u>    | 12/12/2016      | Common Stock        | 19,500                     | \$ 7.53                      | D   | Â          |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                 |       |
|--|---------------|-----------|---------------------------------|-------|
|  | Director      | 10% Owner | Officer                         | Other |
| Hunke David L.<br>C/O GANNETT CO., INC.<br>7950 JONES BRANCH DRIVE<br>MCLEAN, VA 22107 | Â             | Â         | Â Pres. and Publisher-USA TODAY | Â     |

## Signatures

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

05/01/2009

\_\_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) Each restricted stock unit represents a contingent right to receive one share of the underlying common stock.
- (2) The option vested in four equal annual installments beginning on December 7, 2000.
- (3) The option vested in four equal annual installments beginning on July 24, 2001.
- (4) The option vested in four equal annual installments beginning on December 5, 2001.
- (5) The option vested as to all 1,500 shares on December 4, 2001.
- (6) The option vested in four equal annual installments beginning on December 4, 2002.
- (7) The option vested in four equal annual installments beginning on December 3, 2003.
- (8) The option vested as to 5,500 shares on December 12, 2004 and as to the remaining 16,500 on December 23, 2004
- (9) The option vested as to all 19,000 shares on October 28, 2005.
- (10) The option vested as to 10,125 shares in three equal annual installments beginning on December 9, 2006, and will vest as to the remaining 3,375 shares on December 9, 2009.
- (11) The option vested as to 5,750 shares in two equal annual installments beginning on December 8, 2007, and will vest as to the remaining 5,750 shares in two equal annual installments beginning on December 8, 2009.
- (12) The option vested as to 1,650 shares on December 7, 2008, and will vest as to the remaining 4,950 shares in three equal annual installments beginning on December 7, 2009.
- (13) The option will vest in four equal annual installments beginning on December 12, 2009.

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.