

Edgar Filing: GANNETT CO INC /DE/ - Form 4

[] Director [] 10% Owner
 [X] Officer (give title below) [] Other (specify below)

Senior Group President/South Newspaper Group

7. Individual or Joint/Group Filing
 (Check applicable line)

[X] Form filed by one Reporting Person
 [] Form filed by more than one Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
		Code	V	Amount	(A) or (D)	Price
Common Stock	04/05/02	M		5,000	A	\$37.375
Common Stock	04/05/02	S		5,000	D	\$78.00
Common Stock	04/10/02	M		7,960	A	\$37.375
Common Stock	04/10/02	S		7,960	D	\$79.157
Common Stock	To 03/31/02					
Common Stock	To 12/31/01					
Common Stock						

* If the form is filed by more than one Reporting Person, see Instruction 4(b)(v).

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Title	Amount or Number of Shares
Stock Options	\$37.375	04/05/02	M	5,000	12/10/00 12/10/06	Common Stock	5,000
Stock Options	\$37.375	04/10/02	M	7,960	12/10/00 12/10/06	Common Stock	7,960

Explanation of Responses:

(1) Held by the trustee of the Company's Deferred Compensation Plan, The Northern Trust Company.

(2) Held by the trustee of the Company's 401(k) Plan, Boston Safe Deposit and

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Trust Company.

(3) Held by the spouse and/or immediate family member of reporting person.
Beneficial ownership is disclaimed.

/s/Michael J. Coleman

05/07/02

**Signature of Reporting Person

Date

** 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 provided is insufficient, see Instruction 6 for procedure.

Alternatively, this Form is permitted to be submitted to the Commission in electronic format at the option of the reporting person pursuant to Rule 101(b)(4) of Regulation S-T.

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