GANNETT CO INC /DE/ Form 4 May 04, 2001

	OMB AI			
		OMB Number Expires: Estimated average burden hours per response5		
		ND EXCHANGE COMMISSION n, D.C. 20549		
	F	ORM 4		
	STATEMENT OF CHANGES	IN BENEFICIAL OWNERSHIP		
Section 1	7(a) of the Public Uti	the Securities Exchange Act of 1934, lity Holding Company Act of 1935 or vestment Company Act of 1940		
	box if no longer subje may continue. See Ins	ct of Section 16. Form 4 or Form 5 truction 1(b).		
1. Name and Addr	ess of Reporting Perso	======================================		
Ivey	Denise	Н.		
(Last)	(First)	(Middle)		
Gannett Co., Inc	. 1100 Wilson Boulev	ard		
	(S	treet)		
Arlington	ington Virginia			
(City)		tate) (Zip)		
2. Issuer Name a	nd Ticker or Trading S	ymbol		
Gannett Co., Inc	. ("GCI")			
3. IRS or Social	Security Number of Re	======================================		
4. Statement for	Month/Year			
April, 2001				
5. If Amendment,	Date of Original (Mon	th/Year)		
6. Relationship	of Reporting Person to	 Issuer		

(Check all applicable)					
[] Director [X] Officer (give title below)					
Group President/ Gulf Newspaper Group				_	
7. Individual or Joint/Group Filing (Check applicable line)					
[X] Form filed by one Reporting [] Form filed by more than one		son			
Table I Non-Derivative or Benef	Securities Accidentally Owned	quired, Dispos	ed of,	:	
		2	4. Securities Acquired Disposed of (D) (Instr. 3, 4 and		(A) or
1. Title of Security (Instr. 3)		Transaction	Amount	(A) or (D)	Price
Common Stock	04/23/01		2,900		\$23.625
Common Stock	04/23/01		2,900	D	\$64.55
	To 03/31/01				
Common Stock	To 12/31/00				

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

^{*} If the form is filed by more than one Reporting Person, see Instruction $4\,\mbox{(b)}\,\mbox{(v)}\,.$

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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	of action Deriv- Date ative (Month/	Trans- action Date (Month/	action	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expira- Exer- tion		7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number of	
(Instr. 3)	ity	Year)	•		(D)			Title	Shares
Stock Options	\$23.625	04/23/01	М		2,900	12/13/98	12/13/02	Common Stock	2,900

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 Trust Company.

/s/Denise H. Ivey 05/04/01
------**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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