

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

(Check all applicable)

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

Senior Vice President/Labor Relations and Assistant General Counsel

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

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)		Price
		Code	V	Amount	(A) or (D)	
Common Stock	07/31/02	M		3,000	A	\$26.4375
Common Stock	07/31/02	S		3,000	D	\$70.5526
Common Stock	07/31/02	M		22,400	A	\$32.00
Common Stock	07/31/02	S		22,400	D	\$70.5526
Common Stock	To 07/31/02					
Common Stock	To 06/30/02					
Common Stock	To 07/01/02					
Common Stock						

* If the Form is filed by more than one Reporting Person, see Instruction

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4(b) (v) .

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

Page 1 of 2

FORM 4 (continued)

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

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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) ----- Amount or Number of Shares Title
Stock Options	\$26.4375	07/31/02	M	3,000	05/01/99 05/01/03	Common Stock 3,000
Stock Options	\$32.00	07/31/02	M	22,400	12/12/99 12/12/03	Common Stock 22,400

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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.
- (3) Held by the trustee of the Company's Dividend Reinvestment Plan, Wells Fargo Bank, Minnesota.
- (4) Held by spouse and/or immediate family member of reporting person. Beneficial ownership is disclaimed.

/s/John B. Jaske

08/07/02

**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 procedures.

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.