
GANNETT CO INC /DE/ Form 4 August 07, 2002

			OMB APPROVAL					
			OMB Number Expires: Estimated average burden hours per response 0.					
U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								
		FORM 4						
STATEM	ENT OF CH	ANGES IN BENEFI	CIAL OWNERSHIP					
Section 17(a) of	the Publi	c Utility Holdi	rities Exchange Act of 1934, .ng Company Act of 1935 or Company Act of 1940					
obligations may con	tinue. Se	e Instruction 1						
1. Name and Address of R								
Jaske	John		В.					
(Last)			(Middle)					
Gannett Co., Inc.		7950 Jones Branch Drive						
		(Street)						
McLean		Virginia	22107					
(City)		(State)	(Zip)					

Gannett Co., Inc. ("GCI")

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

July, 2002

5. If Amendment, Date of Original (Month/Year)

2. Issuer Name and Ticker or Trading Symbol

6. Relationship of Reporting Person to Issuer

(Check all applicable) [] 10% Owner [] Director [X] 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) $[\ X]$ 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 4. Securities Acquired (A) or Disposed of (D) Transaction (Instr. 3, 4 and 5) 2. Code -----1. Transaction (Instr. 8) (A) Title of Security -----Amount or Price Code V (Instr. 3) (mm/dd/yy) (D) 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 \$32.00 Common Stock 22,400 07/31/02 S Common Stock \$70.5526 Common Stock To 07/31/02 To 06/30/02 Common Stock To 07/01/02 Common Stock ______ 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.

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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.	Conversion or Exercise Price	3. Trans- action Date	Trans- action Code (Instr.	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)	
Title of	Deriv-								or
Derivative Security	ative Secur-	(Month/	8)						Number of
(Instr. 3)	ity	_		(A)	(D)	cisable		Title	
Stock Options	\$26.4375	07/31/02	М		3,000	05/01/99	05/01/03	Common Stock	3,000
Stock Options	\$32.00	07/31/02	М		22,400	12/12/99	12/12/03	Common Stock	22,400

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.