GANNETT CO INC /DE/ Form 4 June 07, 2001

		OMB APPROVAL
		OMB Number Expires: Estimated average burden hours per response 0.5
U.S	. SECURITIES AND EXCHANGE Washington, D.C. 2	
	FORM 4	
STATEM	ENT OF CHANGES IN BENEF	ICIAL OWNERSHIP
Section 17(a) of Section 3	the Public Utility Hold (0(f) of the Investment	
	o longer subject of Sec tinue. See Instruction	tion 16. Form 4 or Form 5 1(b).
1. Name and Address of R	eporting Person*	
Moon	Craig	Α.
(Last)	(First)	(Middle)
Gannett Co., Inc. 1100	Wilson Boulevard	
	(Street)	
Arlington	Virginia	22234
(City)	(State)	(Zip)
2. Issuer Name and Ticke	er or Trading Symbol	
Gannett Co., Inc. ("GCI"	)	
3. IRS or Social Securit	y Number of Reporting Po	erson (Voluntary)
4. Statement for Month/Y		
May, 2001		
5. If Amendment, Date of	Original (Month/Year)	

<ol><li>Relationship of Reporting Person t (Check all applicable)</li></ol>	to Issuer				
[ ] Director [ X ] Officer (give title below)					
President Piedmont Newspaper Group/Ne					
7. Individual or Joint/Group Filing				=	
[ X] Form filed by one Reporting F [ ] Form filed by more than one F		on			
Table I Non-Derivative or Bene:	Securities Acc ficially Owned		ed of,	=	
	2.	3. Transaction Code	4. Securities Acquired (A) Disposed of (D) (Instr. 3, 4 and 5)		
1. Title of Security (Instr. 3)	Transaction Date	(Instr. 8)	Amount	(A)	
Common Stock	05/22/01	М	1,100	А	\$37.3750
	To 03/31/01				
Common Stock	To 04/30/01				

 $<sup>^{\</sup>star}$  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)

\_\_\_\_\_\_

	Conversion of Exercise 3. Price Transof action Deriv Date ative (Month/SecurDay/ ity Year)	Trans- action Code (Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)  Amount or Number of		
							Date		-
Stock Options	\$37.3750	05/22/01	М		1,100	12/10/00	12/10/06	Common Stock	1,100

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#### Explanation of Responses:

- 1) Held by the trustee of the Company's 401(k) Plan, Boston Safe Deposit and Trust Company.
- 2) Held by the trustee of the Company's Deferred Compensation Plan, The

Northern Trust Company.

/s/Craig A. Moon 06/07/01
-----\*\*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 procedures.

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

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