GANNETT CO INC /DE/ Form 8-K September 16, 2011

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1934

Date of Report (date of earliest event reported): September 15, 2011

GANNETT CO., INC.

(Exact name of registrant as specified in charter)

Delaware (State or Other Jurisdiction of Incorporation or

1-6961 (Commission File Number) 16-0442930 (I.R.S. Employer Identification No.)

22107-0910

(Zip Code)

7950 Jones Branch Drive, McLean, Virginia (Address of principal executive offices) (Registrant s telephone number, including area code) (703) 854-6000

Not Applicable

(Former name or former address, if changed since last report.)

ck the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of following provisions:
 Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 Soliciting material pursuant to rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On September 15, 2011, Gannett Co., Inc. (the Company) issued a press release announcing that chairman and chief executive officer Craig A. Dubow will take a leave of absence to address continuing issues relating to prior medical conditions, effective immediately. Gracia C. Martore, president and chief operating officer, will serve as the Company s principal executive officer until such time as Mr. Dubow is able to return to work.

A press release announcing Mr. Dubow s leave of absence and Ms. Martore s assumption of the duties of principal executive officer during Mr. Dubow s leave of absence is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibit 99.1 Press Release dated September 15, 2011.

SIGNATURE

Pursuant to requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Gannett Co., Inc.

Date: September 16, 2011 By: /s/ Todd A. Mayman

Todd A. Mayman

Senior Vice President, General Counsel and Secretary

INDEX TO EXHIBITS

Exhibit

1. Title of

No. Description

3. Transaction Date 3A. Deemed

99.1 Press release dated September 15, 2011

width="100%">Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

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

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)	Secu Acq Disp	rivative Expiration Date curities (Month/Day/Year) quired (A) or sposed of (D) str. 3, 4, and)	Underlying Securi (Instr. 3 and 4)	
				Code V	·	(D)	Date Exercisable	Expiration Date	Title	Amo Num Shar
Employee Stock Option (right to	\$ 26.42	08/06/2008		M		120,000	09/11/2001(1)	09/11/2008	Common Stock	120

5. Number of

6. Date Exercisable and

7. Title and Amou

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

RICE JOHN G

buy)

GENERAL ELECTRIC COMPANY
Vice
3135 EASTON TURNPIKE
Chairman
FAIRFIELD, CT 06828

Signatures

Elizabeth Nemeth on behalf of John O8/06/2008
G. Rice

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The options became exercisable in two equal installments of 50% each, beginning on the "Date Exercisable" shown above, and another 50% two years thereafter.

Reporting Owners 5

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.