

Edgar Filing: DUBOW CRAIG A - Form 4

**DUBOW CRAIG A
Form 4
July 10, 2002**

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U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940

[] Check this box if no longer subject of Section 16. Form 4 or Form 5
obligations may continue. See Instruction 1(b).

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1. Name and Address of Reporting Person*

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-----
Dubow            Craig            A.
-----
(Last)          (First)          (Middle)
-----
Gannett Co., Inc.          7950 Jones Branch Drive
-----
                        (Street)
-----
McLean            Virginia          22107
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(City)           (State)          (Zip)
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2. Issuer Name and Ticker or Trading Symbol

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Gannett Co., Inc. ("GCI")
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3. IRS or Social Security Number of Reporting Person (Voluntary)

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4. Statement for Month/Year

June, 2002

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

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6. Relationship of Reporting Person to Issuer

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(Check all applicable)

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

President and CEO/Gannett Broadcasting

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	06/19/02	M		2,250	A	\$32.00
Common Stock	06/19/02	F		941	D	\$76.53
Common Stock	06/19/02	M		5,999	A	\$37.375
Common Stock	06/19/02	F		2,930	D	\$76.53
Common Stock	To 06/30/02					
Common Stock	06/19/02	J**		4,378	A	

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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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.

**4,378 shares were transferred into Deferred Compensation Plan Account by virtue of the stock swap transaction noted above.

/s/Craig A. Dubow

07/10/02

**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.