## Edgar Filing: EHRMAN DANIEL S JR - Form 4

Form 4	DANIEL S JR											
FORM 4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549         Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES         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(h) of the Investment Company Act of 1940									Number:3235-0287Number:January 31, 2005Expires:2005Estimated average burden hours per response0.5			
(Print or Type	Responses)											
1. Name and A EHRMAN	Person <u>*</u>	2. Issuer Name <b>and</b> Ticker or Trading Symbol GANNETT CO INC /DE/ [GCI]				5. Relationship of Reporting Person(s) to Issuer						
(Last) GANNETT BRANCH	Middle) ) JONES	3. Date of Earliest Transaction (Month/Day/Year) 12/09/2005				(Check all applicable) <u></u> Director <u></u> Officer (give title <u></u> 10% Owner <u></u> Other (specify below) VP/Planning and Development						
				endment, D onth/Day/Yea	-	al	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivativo	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or d of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Reminder: Rej	port on a separate lin	e for each cl	ass of sec	urities bene	Perse infor requi	ons who res mation con red to resp	or indirectly. spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)			

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

number.

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8		osed of				
				Code '	V (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 60.29	12/09/2005		А	20,50	0	<u>(1)</u>	12/09/2013	Common Stock	20,500
Restricted Stock Units	(2)	12/09/2005		Α	1,10	)	12/09/2009	12/09/2009	Common Stock	1,100

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
EHRMAN DANIEL S JR GANNETT CO., INC. 7950 JONES BRANCH DRIVE MCLEAN, VA 22107			VP/Planning and Development				
Signatures							
/s/ Todd A. Mayman, Attorney-in-Fact		12/13/2005					

<u>\*\*</u>Signature of Reporting Person

## **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 option vests in four equal annual installments beginning on December 9, 2006.

(2) Each restricted stock unit represents a contingent right to receive one share of the underlying common stock.

Date

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.