Barton Kristopher Form 3/A February 04, 2019

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting

Person *

A Barton Kristopher

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

01/26/2019

Gannett Co., Inc. [GCI]

GANNETT CO., INC., Â 7950 JONES BRANCH DRIVE

(Street)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

4. Relationship of Reporting

Person(s) to Issuer Filed(Month/Day/Year)

01/29/2019

(Check all applicable)

Chief Product Officer

Director _X__ Officer

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

6. Individual or Joint/Group Filing(Check Applicable Line)

5. If Amendment, Date Original

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

MCLEAN, VAÂ 22107

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership

Form:

(Instr. 5)

Table I - Non-Derivative Securities Beneficially Owned

Direct (D) or Indirect (I)

4. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title

4. Conversion or Exercise Price of

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Expiration Exercisable Date

Amount or Number of Shares

Derivative Security

Direct (D) or Indirect (I)

1

(Instr. 5)

Restricted Stock Units $\hat{A} \stackrel{(1)}{=} 01/01/2022 \stackrel{Common}{Stock} 19,178 \stackrel{(2)}{=} \$ \stackrel{(3)}{=} D \qquad \hat{A}$

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Barton Kristopher GANNETT CO., INC. 7950 JONES BRANCH DRIVE

MCLEAN, VAÂ 22107

 \hat{A} \hat{A} \hat{A} Chief Product Officer \hat{A}

Signatures

/s/ Elizabeth A. 02/04/2019

**Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

Date

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These RSUs granted in 2019 will vest in three annual installments on January 1, 2020, January 1, 2021 and January 1, 2022.
- (2) These RSUs were inadvertently omitted from the reporting person's original Form 3.
- (3) Each restricted stock unit represents a contingent right to receive one share of the underlying Common Stock.

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.

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