

Gannett Co., Inc.  
Form DEFA14A  
May 01, 2019

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

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SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934 (Amendment No.       )

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Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material under §240.14a-12

GANNETT  
CO., INC.  
(Name of  
Registrant  
as  
Specified  
in its  
Charter)

(Name of  
Person(s)  
Filing  
Proxy  
Statement,  
if Other  
Than the  
Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

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On May 1, 2019, Gannett Co., Inc. issued the following statement in response to media inquiries regarding recent remarks made by MNG Enterprises, Inc.

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“We believe MNG is only seeking to distract attention from its highly conflicted director nominees who have a record of destroying value and given close affiliations with MNG and/or its majority shareholder Alden Global Capital, cannot be expected to act in the best interests of Gannett shareholders. All eight of Gannett’s director nominees are fully independent and bring broad and diverse backgrounds, professional experiences and skills to continue to oversee the Company’s USA TODAY NETWORK strategy and ongoing digital transformation, and deliver value for all shareholders.”