Edgar Filing: GRAY TELEVISION INC - Form 4

GRAY TELEV	ISION INC										
Form 4											
December 04, 2	2013										
FORM 4		статес	SECU	DITIES	AND EX	СПА	NCE	COMMISSIO	т	APPROVA	\L
Check this b		STATES		shington			NGE	20141141155101	OMB Number:		
if no longer									Expires:	Januar	2005
subject to Section 16. Form 4 or	SIAIEN	IENI OI	ENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							mated average len hours per onse 0.5	
Form 5 obligations may continu <i>See</i> Instruction 1(b).	e. Section 17(a) of the 1	Public U		lding Co	mpany	y Act o	ge Act of 1934, f 1935 or Section 40	on		
(Print or Type Resp	ponses)										
1. Name and Address of Reporting Person [*] HOWELL HILTON H JR (Last) (First) (Middle) 4370 PEACHTREE ROAD,NE			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
			GRAY TELEVISION INC [GTN] 3. Date of Earliest Transaction (Month/Day/Year) 12/03/2013					(Che	able)		
								XDirector10% Owner XOfficer (give titleOther (specify below) below) Chairman & CEO			
ATLANTA, G	(Street) A 30319			endment, D onth/Day/Yea	-	al		6. Individual or . Applicable Line) _X_ Form filed by Form filed by Person	One Reporting	g Person	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivativ	e Secur	ities Aco	quired, Disposed	of, or Benefic	cially Owned	d
	Transaction Date Ionth/Day/Year)	2A. Deem Execution any (Month/D:	ed Date, if	3. Transactio Code (Instr. 8)	4. Securi	ties Acc isposed 4 and 5 (A) or	quired of (D)	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 o Indirect Beneficial Ownership (Instr. 4)	of
Common Stock								676	I	By 401(k plan	x)
Class A Common Stock								58,575	I	Spouse	
Class A Common Stock								500	I	Children	
Common Stock								35,000	Ι	Delta Fir Casualty Insurance	

								Co.
Class A Common Stock						33,750	I	Delta Fire & Casualty Insurance Co.
Common Stock						10,000	Ι	Delta Life Insurance Co.
Class A Common Stock						135,795	I	Delta Life Insurance Co.
Class A Common Stock						221,706	I	Bankers Fidelity Life Insurance Co.
Common Stock						56,000	Ι	Atlantic American Corporation
Class A Common Stock						658,566	Ι	Atlantic American Corporation
Common Stock						50,000	I	American Southern Insurance Co.
Class A Common Stock	12/03/2013	Р	1,000	А	\$ 10.04 (1)	76,170 <u>(2)</u>	D	
Common Stock						592,369	D	
Common Stock						27,754	I	Spouse
Common Stock						832,500	Ι	Trust F/B/O Children
Class A Common Stock						563,900 <u>(1)</u>	Ι	Trust F/B/O Children

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	ate	Under Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
HOWELL HILTON H JR 4370 PEACHTREE ROAD,NE ATLANTA, GA 30319	Х		Chairman & CEO					
Signatures								
/s/ Dottie Boudreau by Power of Attorney		12/04/2013						
<u>**</u> 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) Amount reported includes adjustment of 5,800 previously reported shares acquired on November 26 and 27, 2013, which shares were previously incorrectly reported as being held by a trust for the benefit of the reporting person's children.

This is the weighted average purchase price for multiple open market purchases on 12/3/2013. The price of each transaction ranged from \$10.03 to \$10.04 per share, inclusive. The reporting person undertakes to provide to Gray Television, Inc., any security holder of Gray

(2) Television, Inc., or the staff of the SEC, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth herein.

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.