

HOWELL HILTON H JR  
Form 4  
May 10, 2013

**FORM 4**

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HOWELL HILTON H JR

(Last) (First) (Middle)  
4370 PEACHTREE ROAD,NE  
(Street)

ATLANTA, GA 30319

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
GRAY TELEVISION INC [GTN]

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/26/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. 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 (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
Common Stock				(A) Amount Price	676	I	By 401(k) plan
Class A Common Stock				(A) Amount Price	58,575	I	Spouse
Class A Common Stock				(A) Amount Price	500	I	Children
Common Stock				(A) Amount Price	35,000	I	Delta Fire & Casualty Insurance

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Class A Common Stock						33,750	I	Co. Delta Fire & Casualty Insurance Co.	
Common Stock						10,000	I	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	I	Atlantic American Corporation	
Class A Common Stock						166,354	I	Atlantic American Corporation	
Common Stock						50,000	I	American Southern Insurance Co.	
Class A Common Stock						69,370	D		
Common Stock						592,369	D		
Common Stock						27,754	I	Spouse	
Common Stock	04/26/2013		G	V	192,100	A	\$ 0 832,500	I	Trust F/B/O Children
Class A Common Stock						563,900	I	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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