

ROBINSON J MACK  
Form 4  
May 31, 2012

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ROBINSON J MACK

(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)

05/30/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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	05/30/2012		A	(A) or (D) Amount 28,369 (1) Price \$ 0	876,719	D	
Common Stock	05/30/2012		A	(A) or (D) Amount 28,369 (1) Price \$ 0	383,569	I	Spouse
Class A Common Stock					1,002,676	D	
Class A Common Stock					894,864	I	Spouse
Common					109,750	I	Spouse as

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Stock			Trustee for Children
Class A Common Stock	1,189,180	I	Spouse as Trustee for Children
Common Stock	35,000	I	Delta Fire & Casualty Ins. Co.
Class A Common Stock	33,750	I	Delta Fire & Casualty Ins. Co.
Common Stock	10,000	I	Delta Life Ins. Co.
Class A Common Stock	135,795	I	Delta Life Ins. Co.
Class A Common Stock	221,706	I	Bankers Fidelity Life Ins. Co.
Common Stock	6,000	I	Georgia Casualty & Surety Co.
Class A Common Stock	132,354	I	Georgia Casualty & Surety Co.
Common Stock	50,000	I	Association Casualty Insurance Co.
Class A Common Stock	32,000	I	Association Casualty Insurance Co.
Common Stock	50,000	I	American Southern Insurance Co.
Common Stock	5,518	I	By 401(k)
Common Stock	100,000	I	Gulf Capital Services, Ltd.
Class A Common	490,298	I	Gulf Capital Services,

