

ROBINSON HARRIETT J  
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 HARRIETT J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)  
05/30/2012

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

ATLANTA, GA 30319

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Class Stock	05/30/2012		A	(A) or (D) Amount Price 28,369 (1) A \$ 0	383,569	D	
Class A Common Stock					894,864	D	
Common Class Stock	05/30/2012		A	(A) or (D) Amount Price 28,369 (1) A \$ 0	876,719	I	Spouse
Class A Common Stock					1,002,676	I	Spouse

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Common Class Stock	109,750	I	Trustee for Children
Class A Common Stock	1,189,180	I	Trustee for Children
Common Class Stock	35,000	I	Delta Fire & Casualty Ins. Co.
Class A Common Stock	33,750	I	Delta Fire & Casualty Ins. Co.
Common Class 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 Class Stock	6,000	I	Georgia Casualty & Surety Co.
Class A Common Stock	132,354	I	Georgia Casualty & Surety Co.
Common Class Stock	50,000	I	Association Casualty Ins. Co.
Class A Common Stock	32,000	I	Association Casualty Ins. Co.
Common Class Stock	50,000	I	American Southern Ins. Co.
Common Class Stock	5,518	I	Spouse 401(k) Plan
Common Class Stock	100,000	I	Gulf Capital Services, Ltd.
Class A Common	490,298	I	Gulf Capital Services,

