FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-028								

37 Estimated average burden hours per response: 0.5

# Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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1. Name and Address of Reporting Person* <u>Latek Kevin Paul</u>					2. Issuer Name and Ticker or Trading Symbol GRAY TELEVISION INC [ GTN ]									heck all	applicable) irector	10% (	
(Last) (First) (Middle) 4370 PEACHTREE ROAD, NE					3. Date of Earliest Transaction (Month/Day/Year) 01/31/2016									A b	elow) below) EVP-Development & Legal		
				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable le)  X Form filed by One Reporting Person Form filed by More than One Reporting Person			
	Tabl	e I - No	n-Deriv	ative	Sec	curitie	s Ac	quired,	Dis	posed o	f, or	Bene	eficia	lly Ov	vned		
Date				Execution Date, if any			Transaction Disposed Of (D) (Instr. 3, 4 Code (Instr. 5)					d Se Be Ov	curities neficially vned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code	v	Amount	(1	A) or D)	Price	Tra	ansaction(s)		(111511.4)	
Stock															200,298	D	
Class A Common Stock 01/33			01/31	/2016	2016		F		10,109		D	\$11.	08	63,689(1)	D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
Derivative Conversion Date Exe Security or Exercise (Month/Day/Year) if a		Execution if any	n Date, ay/Year)  Transactic Code (Inst		instr.	n of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year)  Date Expiration			Amoun or Numbe of		ount nber	Derivati Security	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	(Fin ACHTREE  CA GA  (State of the control of the c	(First) (ACHTREE ROAD, NE  CA GA 3  (State) (Table Security (Instr. 3)  Stock Common Stock  Canversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) ACHTREE ROAD, NE  CA GA 30319  (State) (Zip)  Table I - No Security (Instr. 3)  Stock Common Stock  Table II - I  Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/D	(First) (Middle) ACHTREE ROAD, NE  Table I - Non-Derive (Month/E)  Stock Common Stock  2. Transaction Date (Month/Day/Year) Or Exercise Price of Derivative Security  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)	Cevin Paul  (First) (Middle)  ACHTREE ROAD, NE  Table I - Non-Derivative  Security (Instr. 3)  Stock  Common Stock  Table II - Derivative Security  2. Is  GF  4. If  4. If  ACHTREE ROAD, NE  Table II - Non-Derivative  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Table III - Derivative Security  ACHTREE ROAD, NE  4. If  4. If  ACHTREE ROAD, NE  4. If  ACHTREE ROAD, NE  ACHTREE ROAD, NE  4. If  ACHTREE ROAD, NE  4. If  ACHTREE ROAD, NE  4. If  ACHTREE ROAD, NE  ACHTREE ROAD, NE  ACHTREE ROAD, NE  4. If  ACHTREE ROAD, NE  ACHTREE ROAD, NE  4. If  ACHTREE ROAD, NE  ACHTREE ROAD, NE  ACHTREE ROAD, NE  4. If  ACHTREE ROAD, NE  ACHTREE	Cevin Paul  (First) (Middle)  ACHTREE ROAD, NE  Table I - Non-Derivative Security (Instr. 3)  Stock  Common Stock  Table II - Derivative Security (e.g., puts, calls  2. Issuer GRAY  3. Date of 01/31/2  4. If Ame  Table II - Derivative Security (Instr. 3)  Table II - Derivative Security (e.g., puts, calls  Price of Derivative Security (Month/Day/Year)  A. Transaction Date (Instr. 3)  Table II - Derivative Security (e.g., puts, calls)	Cevin Paul  (First) (Middle)  ACHTREE ROAD, NE  Table I - Non-Derivative Securities (Month/Day/Year)  Stock  Common Stock  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  2. Issuer Name a GRAY TEL  3. Date of Earlies 01/31/2016  4. If Amendment, Month/Day/Year)  Execution if any (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Gray TEL  4. If Amendment, Month/Day/Year)  4. Transaction Code (Instr. 8)  5. Nu Transaction Date (A) (Disposite of Derivative Security Secu	Cevin Paul  (First) (Middle)  ACHTREE ROAD, NE  Table I - Non-Derivative Securities Action Date (Month/Day/Year)  Stock  Table II - Derivative Securities Acqueed. (e.g., puts, calls, warrants, (Month/Day/Year)  2. Issuer Name and Tick GRAY TELEVI:  3. Date of Earliest Trans o1/31/2016  4. If Amendment, Date of Execution Date of Execut	Cevin Paul   Cev	Cevin Paul   Cev	Achtree Road, Ne  Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year)    Code   V	Cevin Paul	(First) (Middle) ACHTREE ROAD, NE  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficeurity (Instr. 3)  Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. fary) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. fary) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. fary) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. fary) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities, fary (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities, fary (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, convertible securities, fary (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Benefice.g., puts, calls, warrants, options, calls, w	Cevin Paul   Cev	A GA 30319  (State) (Zip)  Table I - Non-Derivative Securities Acquired (Date (Month/Day/Year) (Month/Day/Year)  (Stock Ommon Stock 01/31/2016	Address of Reporting Person* (Levin Paul  2. Issuer Name and Ticker or Trading Symbol GRAY TELEVISION INC [GTN]  3. Date of Earliest Transaction (Month/Day/Year) 01/31/2016  4. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Security (Instr. 3)  2. Transaction   2. Transaction	Address of Reporting Person' (Kevin Paul  (First) (Middle) (First) (Middle) (First) (Middle) (State) (State)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date (Honth/Day/Year) (Month/Day/Year) (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date (Honth/Day/Year) (Month/Day/Year) (Mo

### **Explanation of Responses:**

1. Total number of shares has been reduced by 36,899 to correct over reporting on prior filing.

#### Remarks:

/s/ Dottie Boudreau by Power of Attorney

02/02/2016

\*\* Signature of Reporting Person

Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.