



## **Gray Television, Inc. to Acquire WNDU-TV From the University of Notre Dame**

November 23, 2005

ATLANTA, Nov. 23 /PRNewswire-FirstCall/ -- Gray Television, Inc. (NYSE: GTN; GTN.A) and the University of Notre Dame today announced an agreement in which Gray will acquire all of the capital stock of Michiana Telecasting Corporation, the University-owned company that operates WNDU-TV, for \$85 million in cash. The agreement is subject to certain conditions and regulatory approval.

Founded by Notre Dame in 1955, WNDU-TV (Channel 16) is the NBC affiliate serving the South Bend-Elkhart, Ind., television market, the nation's 87th largest Designated Market Area (DMA).

Bob Prather, President of Gray, said, "The acquisition of WNDU-TV is consistent with the Company's strategy of acquiring dominant television stations in markets with major universities. WNDU-TV is located on the Notre Dame campus and is ranked No. 1 in overall audience share and news viewing. This station has a proud heritage of serving the local communities of the South Bend-Elkhart DMA and surrounding areas, including portions of southwest Michigan."

John Affleck-Graves, Notre Dame's Executive Vice President, said, "As the University explored the possibilities of selling WNDU, we remained dedicated to finding a buyer that is committed to the local community and to quality news and entertainment programming. We are absolutely delighted to have found that match and are confident that Gray Television will carry on the tradition of excellence found at WNDU for the past half-century."

Affleck-Graves said the \$85 million will be used for student and academic initiatives, with most of the money to be invested in the University's endowment. He added that student internships at WNDU-TV will continue.

With the completions of the acquisition of WNDU-TV and the previously announced acquisition of WSAZ-TV, the NBC affiliate serving Charlestown-Huntington, W.Va., Gray will own 35 stations serving 30 television markets. The combined station group has 25 stations ranked No. 1 in local news audience, 24 stations ranked No. 1 in overall audience within their respective markets, and reaches approximately 6 percent of total U.S. TV households.

Gray currently anticipates, but cannot assure, that the WNDU-TV acquisition will be completed before June 30, 2006, and that the acquisition of WSAZ-TV will be completed by Dec. 31.

Gray Television, Inc.

Gray Television, Inc. ([www.gray.tv](http://www.gray.tv)) is headquartered in Atlanta and, including WNDU-TV and WSAZ-TV, operates 16 CBS-affiliated television stations, 10 NBC-affiliated stations and seven ABC-affiliated stations.

Contacts: Bob Prather, President, 404-266-8333, or Jim Ryan, Chief Financial Officer, 404-504-9828, both of Gray Television, Inc.

Web site: [www.gray.tv](http://www.gray.tv)

University of Notre Dame

Contact: Dennis Brown, associate director of news and information, 574-631-7367

Web sites: [www.wndu.com](http://www.wndu.com), [www.nd.edu](http://www.nd.edu)

Kalil & Co., Inc. acted as the exclusive broker for the University of Notre Dame.

SOURCE Gray Television, Inc.; University of Notre Dame

CONTACT: Bob Prather, President, +1-404-266-8333, or Jim Ryan, Chief Financial Officer, +1-404-504-9828, both of Gray Television, Inc.; or Dennis Brown, Associate Director of News and Information of University of Notre Dame, +1-574-631-7367