

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK 0001278843
Filer CCC XXXXXXXXX
Is this a LIVE or TEST Filing? LIVE TEST

Submission Contact Information

Name
Phone
E-Mail Address

144: Issuer Information

Name of Issuer GRAY TELEVISION INC
SEC File Number 001-13796
Address of Issuer 4370 PEACHTREE ROAD NE
ATLANTA
GEORGIA
30319
Phone 4042668333
Name of Person for Whose Account the Securities are To Be Sold ELDER T L

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Director

144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Common	Charles Schwab Corp 3000 SCHWAB WAY WESTLAKE TX 76262	38942	292843.00	87051141	05/12/2023	NYSE
Class A Common	CHARLES SCHWAB CORPORATION 3000 SCHWAB WAY WESTLAKE TX 76262	25060	189453.00	8191073	05/12/2023	NYSE

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired	Is this a Gift?	Date Donor Acquired	Amount of Securities Acquired	Date of Payment	Nature of Payment *
Common	12/31/2008	Restricted Stock Awards	Issuer	<input type="checkbox"/>		2000	12/31/2008	Compensation
Common	12/14/2012	Restricted Stock Awards	Issuer	<input type="checkbox"/>		16738	12/14/2012	Compensation
Common	02/19/2013	Restricted Stock Awards	Issuer	<input type="checkbox"/>		1000	02/19/2013	Compensation
Common	05/31/2019	Restricted Stock Awards	Issuer	<input type="checkbox"/>		2075	05/31/2019	Compensation
Common	04/30/2020	Restricted Stock Awards	Issuer	<input type="checkbox"/>		3883	04/30/2020	Compensation
Common	04/30/2021	Restricted Stock Awards	Issuer	<input type="checkbox"/>		11246	04/30/2021	Compensation
Common	04/10/2012	Restricted Stock Awards	Issuer	<input type="checkbox"/>		2000	04/10/2012	Compensation
Class A	02/06/2015	Restricted Stock Awards	Issuer	<input type="checkbox"/>		4128	02/06/2015	Compensation
Class A	01/31/2016	Restricted Stock Awards	Issuer	<input type="checkbox"/>		5736	01/31/2016	Compensation
Class A	01/31/2017	Restricted Stock Awards	Issuer	<input type="checkbox"/>		6855	01/31/2017	Compensation
Class A	12/11/2018	Restricted Stock Awards	Issuer	<input type="checkbox"/>		6341	12/11/2018	Compensation
Class A	10/31/2005	Restricted Stock Awards	Issuer	<input type="checkbox"/>		2000	10/31/2005	Compensation

* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Nothing to Report

144: Remarks and Signature

Remarks

Date of Notice

05/12/2023

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature

T. L. ELDER

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)