FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL	
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OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

5. Relationship of Reporting Person(s) to Issuer

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 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name **and** Ticker or Trading Symbol

1. Name and Address of Reporting Person* ROBINSON HARRIETT J		2. Issuer Name and Ti GRAY TELEV	cker or T	Tradin V IN	ig Symbol C GTN		Relationship of Reporting Person(s) to Issue (Check all applicable) X Director 10% Own					
(Last) (First) (Middle) 4370 PEACHTREE ROAD, NE		3. Date of Earliest Tran 12/11/2008	nsaction	(Mon	th/Day/Year)		Officer (give ti below)	tle Other (specify below)				
(Street) ATLANTA GA 30319		4. If Amendment, Date	of Origi	nal Fi	led (Month/Da		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City) (State) (Zip)								r erson				
Table I - N	Non-Derivati	ve Securities A	cquire	d, D	isposed o	of, or B	Beneficia	ally Owned				
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Yea	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 a			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V		Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)		
Common Class (GTN)	12/11/2008	3	P		20,000	A	\$0.417	5 325,200	D			
Common Class A (GTN.A)								797,440	D			
Common Class (GTN)								831,450	I	Spouse		
Common Class (GTN.A)								976,676	I	Spouse		
Common Class (GTN)								109,750	I	Trustee for Children		
Common Class A (GTN.A)								1,189,180	I	Trustee for Children		
Common Class (GTN)								35,000	I	Delta Fire & Casualty Ins. Co.		
Common Class A (GTN.A)								33,750	I	Delta Fire & Casualty Ins. Co.		
Common Class (GTN)								10,000	I	Delta Life Ins. Co.		
Common Class A (GTN.A)								135,795	I	Delta Life Ins. Co.		
Common Class A (GTN.A)								221,706	I	Bankers Fidelity Life Ins. Co.		
Common Class (GTN)								6,000	I	Georgia Casualty & Surety Co.		
Common Class A (GTN.A)								132,354	I	Georgia Casualty & Surety Co.		
Common Class (GTN)								50,000	I	Association Casualty Ins. Co.		
Common Class A (GTN.A)								32,000	I	Association Casualty Ins. Co.		
Common Class (GTN)								50,000	I	American Southern Ins. Co.		

								9440	۵, –	.оросси ч	,, 0.	Beneficia	ily Ownie	-				
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)			Securities Beneficial Owned Fo	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
							Code V		Amount	(A) c (D)	Price	Transactio	Reported Transaction(s) (Instr. 3 and 4))	
Class (GTI	N)											5,518	5,518 ⁽¹⁾		I	Spouse 401 K Plan		
Class 9GT	N)												100,0	000		I	Gulf Capital Services, Ltd.	
Class A (G	TN.A)											125,700		I		Gulf Capital Services, Ltd.		
	Т	able II											/ Owned					
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	te Execution Date, if any (Month/Day/Year) (Month/Day/Year) Execution Date, if any Code (Instr. 8) Securi Acquir (A) or Dispos of (D)		rative rities rired r osed)	Expirati	ion Da	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)		Form: Direct (I or Indire	hip of I Be O) Ow ect (Ins	. Nature Indirect neficial vnership str. 4)			
				Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amount or Number of Shares						
\$9.71 ⁽²⁾								06/07/2	2005	06/07/2010	GTN	142,875(2)		142	,875	I	Spo	ouse
	Class (GTI Class 9GT. Class 9GT. Class A (G	Class (GTN) Class 9GTN) Class A (GTN.A) Conversion or Exercise Price of Derivative Security Conversion Oate (Month/Day/Year)	Class (GTN) Class 9GTN) Class A (GTN.A) Table II Conversion On Date (Month/Day/Year) Derivative Security A. Transaction Date (Month/Day/Year) (Month	Class (GTN) Table II - Deriva (e.g., 1 Conversion or Exercise Price of Derivative Security Table II - Deriva (Month/Day/Year) 3. Transaction Date (if any (Month/Day/Year)	Table II - Derivative (e.g., puts, 1 Class Price of Derivative Security Table II - Derivative (e.g., puts, 1 Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (if any (Month/Day/Year) (Month/Day/Year) Code (Code (Month/Day/Year) (Month/Day/Year)	Table II - Derivative Security Transaction Date, if any (Month/Day/Year) Transaction Code (Instr. 8) Code V	Table II - Derivative Securities (e.g., puts, calls, war (Month/Day/Year) 2. Conversion or Exercise Price of Derivative Security Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Execution Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) A. Deemed Execution Date (Transaction Code (Instr. Security Security) (Month/Day/Year) Code V (A) Code V (A)	Table II - Derivative Securities Acquested (e.g., puts, calls, warrants) 2. Conversion or Exercise Price of Derivative Security Security 3. Transaction Date (if any (Month/Day/Year)) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (if any (Month/Day/Year)) (Month/Day/Year) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D)	Table II - Derivative Securities Acquired, (e.g., puts, calls, warrants, option or Exercise Price of Derivative Security Security Transaction Date, (f any (Month/Day/Year) A. Deemed Execution Date, (Month/Day/Year) Securities Acquired, (e.g., puts, calls, warrants, option of Exercise Price of Price of Derivative Security Security Date (Month/Day/Year) A. Deemed Execution Date, (f any (Month/Day/Year) S. Number of Expirative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercise Exercise Price of Order (A) or Disposed of (D) (Instr. 3, 4 and 5)	Date (Month/Day/Year) Code (Instr. 8) Code V Code V	Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting any (Month/Day/Year) 2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, converting any (Month/Day/Year) 5. Number of Derivative Securities Acquired (A) or Derivative Securities Acquired (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 6. Date Exercisable Expiration Date (Month/Day/Year) 6. Date Exercisable Expiration Date (Month/Day/Year) 6. Date Exercisable Expiration Date (Month/Day/Year)	Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Class (GTN) Class (GTN) Class A (GTN.A) Table II - Derivative Securities Acquired, Disposed of, or B (e.g., puts, Calls, warrants, options, convertible so Conversion or Exercise Price of Derivative Security Month/Day/Year) Month/Day/Year Month/Day/Year Month/Day/Year Month/Day/Year Month/Day/Year Month/Day/Year Code V (A) (D) Date Expiration Date (Instr. 8) Date D	Date (Month/Day/Year) if any (Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 2. Conversion of Code (nstr.) 2. Conversion of Code (nstr.) 3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities) 2. Conversion of Code (nstr.) 3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities) 4. Table II - Derivative Securities Acquired (honth/Day/Year) Conversion of Execution Date (fany (Month/Day/Year) (Month/Day/Year) Conversion of Execution Date (Month/Day/Year) Code (v (A) (D) Date Exercisable and Expiration Date (Month/Day/Year) Derivative Securities Acquired (Instr. 3 and 4) Code (v (A) (D) Date Exercisable Expiration Date (Instr. 3) Amount of Securities Securities Acquired (Instr. 3) Amount of Securities Securities Acquired (Instr. 3) Amount of Securities Acquired (I	Class GTN Class GTN Date (Month/Day/Year) Execution Date (if any) (Month/Day/Year) Class GTN Month/Day/Year) Class GTN Cla	Class (GTN) Class (GTN.A) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code V Amount (A) or Transaction (South Formation (Code (Instr. 18)) Code V Amount (A) or Transaction (South Formation (Code (Instr. 18)) Code V Amount (A) or Transaction (South Formation (Code (Instr. 18)) Code V Amount (A) or Transaction (South Formation (Code (Instr. 18)) Code V Amount (A) or Transaction (South Formation (Code (Instr. 18)) Code V Amount (A) or Transaction (South Formation (Instr. 3, 4 and 5) Code V Amount (B) or Transaction (Code (Instr. 18)) Code V Amount (Code (Instr. 18)) Code (Instr. 18) Code	Class (GTN) Execution Date, finally (Month/Day/Year) Execution	Class (GTN) Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Code (Instr. 3) Disposed Of (D) (Instr. 3, 4 and 5) Securities Beneficially Owned Following (Instr. 4) Form: Direct (D) or Indirect

02/01/2010

02/01/2013

GTN

Explanation of Responses:

\$7.64

- 1. Held in 401K plan and based on plan statement as of 12/31/07.
- 2. Reflects anti-dilution adjustment undertaken as a result of the spin-off completed on December 30, 2005.

Remarks:

Options -Common Stock

(GTN)

<u>Dottie Boudreau by power of attorney</u>

300,000

12/12/2008

300,000

Spouse

** 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.