STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person
   LaPlatney D Patrick
   4370 PEACHTREE ROAD NE
   SUITE 400
   ATLANTA GA 30319

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

3. Date of Earliest Transaction (Month/Day/Year)
   02/07/2023

4. If Amendment, Date of Original Filed (Month/Day/Year)
   02/09/2023

5. Relationship of Reporting Person(s) to Issuer
   X Director
   10% Owner
   Other (specify below)

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

7. Nature of Indirect Beneficial Ownership
   (Instr. 4)

8. Common Stock
   02/07/2023
   A
   12,227
   A
   $0.00
   424,682
   D

   02/07/2023
   F
   27,737
   D
   $12.04
   407,945
   D

9. Explanation of Responses:
   1. Represents issuance and vesting of shares above target award related to restricted stock for which the three-year performance period has ended and performance has been certified. The Reporting Person previously reported shares that constitute a target award.
   2. Certain of the amounts of forfeiture for tax withholding purposes upon the vesting of restricted stock initially reported in a Form 4 (the “February 2 Form 4”) for the Reporting Person on February 2, 2023 was reported early in error, which forfeitures correctly occurred on February 7, 2023. The February 2 Form 4 has been amended accordingly. This amendment to the Form 4 filed on February 9, 2023 is being filed to correctly report the amount withheld on February 7, 2023, and does not report any new transactions.

10. Remarks:
   2023 is being filed to correctly report the amount withheld on February 7, 2023, and does not report any new transactions.

11. Nature of Indirect Beneficial Ownership
   (Instr. 4)

Signature of Reporting Person
/s/ Ginger Davis by Power of Attorney
02/14/2023

** Signature of Reporting Person
Date