

GRAY TELEVISION INC

Form 8-K

March 20, 2007

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 8-K  
CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): March 19, 2007**

**Gray Television, Inc.**

(Exact Name of Registrant as Specified in its Charter)

Georgia

(State or other Jurisdiction of Incorporation)

1-13796

58-0285030

(Commission File Number)

(I.R.S. Employer Identification No.)

4370 Peachtree Road, Atlanta

30319

(Address of Principal Executive Offices)

(Zip Code)

404-504-9828

(Registrant's Telephone Number, including Area Code)

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events.**

On March 19, 2007, Gray Television, Inc. issued a press release announcing that it had issued a notice of redemption for all of its outstanding 9.25% Senior Notes due 2011, at a redemption price equal to \$1,046.25 per \$1,000 principal amount of Notes, plus accrued and unpaid interest on such amount to, but excluding the redemption date for the Notes. A copy of this press release is being furnished as Exhibit 99.1 to this report.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Press Release dated March 19, 2007.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Gray Television, Inc.**  
(Registrant)

Date: March 20, 2007

By: /s/ James C. Ryan

Name:

James C. Ryan

Title: Chief Financial Officer  
and Senior Vice President

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**Exhibit Index**

Exhibit No.	Description
99.1	Press Release dated March 19, 2007.