

GRAY TELEVISION INC  
Form 8-K  
December 06, 2017

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**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

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

**Date of Report (Date of earliest event reported): December 6, 2017**

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**GRAY TELEVISION, INC.**

**(Exact Name of Registrant as Specified in Its Charter)**

**Georgia**

**001-13796**

**58-0285030**

**(State or Other Jurisdiction  
of Incorporation)**

**(Commission File Number)**

**(IRS Employer  
Identification)**

No.)

**4370 Peachtree Road, NE, Atlanta, GA**

**30319**

**(Address of Principal Executive Offices)**

**Registrant's telephone number, including area code: (404) 504-9828**

**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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 8.01 Other Events.**

On December 6, 2017, Gray Television, Inc. (the “Company”) issued a press release announcing the completion of its underwritten public offering of shares of the Company’s common stock (the “Offering”). The Company previously disclosed the Offering in Current Reports on Form 8-K filed or furnished to the SEC on November 27, 2017 and December 4, 2017. The Company issued a total of 17.25 million shares of common stock in the Offering, which included 2.25 million shares of common stock issued pursuant to the full exercise of the underwriters’ over-allotment option.

A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

**Number Exhibit**

99.1 Press release, dated December 6, 2017

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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.**

Date: December 6, 2017 By: /s/ James C. Ryan  
James C. Ryan

Executive Vice President and Chief Financial Officer