



NEWS RELEASE
GRAY TO ACQUIRE WCAX-TV IN BURLINGTON, VERMONT

Atlanta, Georgia – May 4, 2017. . . Gray Television, Inc. (“Gray,” “we,” “us” or “our”) (NYSE: **GTN and GTN.A**) announced today that it has reached an agreement with Mt. Mansfield Television, Inc. (“Mt. Mansfield”) to acquire WCAX-TV, the CBS affiliated television station in the Burlington, Vermont-Plattsburgh, New York, market (DMA 97) for \$29.0 million.

“Gray is thrilled that the Martin family selected us as the new steward of Vermont’s very first television station,” said Kevin Latek, Gray’s Executive Vice President. “We will proudly build upon WCAX’s strong foundation and six decades of success as we expand into Vermont, northern New York and northern New Hampshire with another great leading local media institution.”

Peter Martin, the President of Mt. Mansfield, explained, “WCAX is an integral part of the dynamic communities in which our family has lived, worked, and grown for decades. We welcome Gray to Vermont with the knowledge that its values, resources, and portfolio of similar stations will ensure that WCAX continues providing strong journalism, community leadership, and workplace excellence for many more decades to come.”

The transaction advances Gray’s transformative growth strategy as we continue to expand through select acquisitions of market-leading stations that share the culture and values of our existing television stations. Moreover, through this acquisition, Gray will enter another strong market that includes both the state capital of Montpelier as well as numerous colleges and universities such as the University of Vermont, SUNY-Plattsburg, and Dartmouth.

Including expected synergies, the transaction represents an attractive purchase price multiple of less than 6.0 times expected blended 2016-2017 pro forma broadcast cash flow. We anticipate that the transaction will be leverage neutral, immediately free cash flow accretive, and funded primarily through the use of cash on hand at closing and, if necessary, borrowings under our existing senior credit facility. Subject to receipt of regulatory and other approvals, we expect to close the transaction in the third quarter of 2017.

About Gray:

Gray owns and/or operates over 100 television stations across 56 television markets that collectively broadcast more than 200 program streams including 103 channels affiliated with the CBS Network, the NBC Network, the ABC Network and the FOX Network. Our portfolio, including pending acquisitions, includes the number-one and/or number-two ranked television station operations in essentially all of our markets, which collectively cover approximately 10.6 percent of total United States television households.

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