

GRAY TELEVISION INC
Form 10-Q
November 07, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q

(Mark one)

Quarterly report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the quarterly period ended September 30, 2013 or

Transition report pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the transition period from _____ to _____ .

Commission file number 1-13796

Gray Television, Inc.

(Exact name of registrant as specified in its charter)

Georgia

(State or other jurisdiction of
incorporation or organization)

58-0285030

(I.R.S. Employer
Identification Number)

4370 Peachtree Road, NE, Atlanta, Georgia 30319

(Address of principal executive offices) (Zip code)

(404) 504-9828

(Registrant's telephone number, including area code)

Not Applicable

(Former name, former address and former fiscal year, if changed since last report.)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter periods that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "small reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	Accelerated filer
Non-accelerated filer (do not check if a smaller reporting company)	Smaller Reporting Company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practical date.

Common Stock (No Par Value)	Class A Common Stock (No Par Value)
52,241,716 shares outstanding as of November 4, 2013	5,753,020 shares outstanding as of November 4, 2013

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PART I. FINANCIAL INFORMATION**Item 1. Financial Statements**

GRAY TELEVISION, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS (Unaudited)
(in thousands)

	September 30,	December 31,
	2013	2012
Assets:		
Current assets:		
Cash	\$43,320	\$11,067
Accounts receivable, less allowance for doubtful accounts of \$637 and \$2,064, respectively	59,582	62,472
Current portion of program broadcast rights, net	10,184	7,463
Deferred tax asset	12,550	12,550
Prepaid and other current assets	5,222	2,831
Total current assets	130,858	96,383
Property and equipment, net	135,269	135,138
Deferred loan costs, net	10,471	11,692
Broadcast licenses	820,516	819,188
Goodwill	170,522	170,522
Other intangible assets, net	597	637
Investment in broadcasting company	13,599	13,599
Other	3,497	2,629
Total assets	\$1,285,329	\$1,249,788

See notes to condensed consolidated financial statements.

GRAY TELEVISION, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS (Unaudited)
(in thousands except for share data)

	September 30,	December 31,
	2013	2012
Liabilities and stockholders' equity:		
Current liabilities:		
Accounts payable	\$1,531	\$2,379
Employee compensation and benefits	12,705	9,844
Accrued interest	17,077	10,214
Accrued network programming fees	2,229	5,422
Other accrued expenses	4,874	5,083
Federal and state income taxes	1,312	1,911
Current portion of program broadcast obligations	12,301	9,648
Deferred revenue	2,606	3,216
Total current liabilities	54,635	47,717
Long-term debt	833,073	832,867
Program broadcast obligations, less current portion	1,617	356
Deferred income taxes	194,422	184,440
Long-term deferred revenue	101	450
Accrued pension costs	41,826	39,051
Other	869	972
Total liabilities	1,126,543	1,105,853
Commitments and contingencies (Notes 6 and 9)		
Stockholders' equity:		
Common stock, no par value; authorized 100,000,000 shares, issued 57,010,132 shares and 56,503,759 shares, respectively	482,793	480,773
Class A common stock, no par value; authorized 15,000,000 shares, issued 7,331,574 shares	15,321	15,321
Accumulated deficit	(256,201)	(269,288)
Accumulated other comprehensive loss, net of income tax benefit		