

FOURTH AMENDMENT TO NEWS PRODUCTION AGREEMENT

This **FOURTH AMENDMENT TO NEWS PRODUCTION AGREEMENT** ("**Fourth Amendment**") is entered into as of September 1, 2018 (the "**Effective Date**"), between Gray Television Group, Inc. dba WILX-TV ("**Gray**") and Scripps Broadcasting Holdings, LLC (successor to Journal Broadcast Group, Inc.) ("**Scripps**") and hereby amends the News Production Agreement between Gray and Scripps dated as of May 20, 2010, as amended (the "**Agreement**").

WHEREAS, the parties entered into the Agreement effective as of May 20, 2010;

WHEREAS, by an Addendum dated as of June 9, 2011, the parties amended the Agreement to extend its Term, to provide for news programming in high definition format, and to make certain other changes as set forth therein;

WHEREAS, by a Second Addendum to News Production Agreement dated as of November 5, 2013, the parties amended the Agreement to further extend the Term, to provide for upgraded graphics and weather, and to make certain other changes as set forth therein;

WHEREAS, by a Third Amendment to News Production Agreement, dated as of October 1, 2015, the parties amended the Agreement to extend the Term to expire December 31, 2019, and to make certain other changes as set forth therein;

WHEREAS, the parties desire to further amend the Agreement to provide that effective as of October 1, 2018, Gray shall provide a weekday newscast at 6:30 p.m. instead of the 5:30 p.m. newscast and to make certain other changes, all on the terms and conditions set forth herein.

For good and valuable consideration, the sufficiency of which is hereby mutually acknowledged, the parties hereby agree to amend the Agreement as follows:

1. **6:30 PM NEWS:** Effective as of October 1, 2018, Section 1(b) of the Agreement regarding the 5:30 p.m. newscast is deleted in its entirety and replace with the following regarding a new newscast at 6:30 p.m.:

b) a thirty (30) minute video-news program [REDACTED]
[REDACTED] to air on WSYM-TV from 6:30 p.m. to 7:00 p.m., Monday through Friday; and

2. **EXCLUSIVITY:** Effective as of October 1, 2018, the last sentence of Section 3 of the Agreement is deleted in its entirety and replace with the following:

WILX shall not broadcast any newscast from 7:00 a.m. to 9:00 a.m. Monday through Friday, from 6:30 p.m. to 7:00 p.m. Monday through Friday, or from 10:00 p.m. to 11:00 p.m. Monday through Sunday during the Term of this Agreement.

3. **COMPENSATION:** [REDACTED]

4: ADVERTISING SHARE: [REDACTED]

5. MISCELLANEOUS: The Agreement, as amended by this Fourth Amendment, constitutes the entire agreement of the parties relating to the subject matter of the Agreement, and supersedes all prior agreements or understandings, both written and oral, relating to the subject matter of the Agreement, and may be modified only in a writing signed by both parties. Except as expressly modified by this Fourth Amendment, each and every term and condition set forth in the Agreement, and each party's rights and obligations set forth in the Agreement, will remain in full force and effect in accordance with its terms. In the event of a conflict between any term or condition set forth in this Fourth Amendment and any term or condition of the Agreement, the terms and conditions of this Fourth Amendment will govern and prevail.

IN WITNESS WHEREOF, the parties have caused this Fourth Amendment to be executed as of the Effective Date.

GRAY TELEVISION GROUP, INC.

SCRIPPS BROADCASTING HOLDINGS, LLC

By: DPetersmark 9-6-18
Name: Deborah Petersmark
Title: Vice President & General Manager

By: [Signature]
Name: Gary Baxter
Title: Vice President & General Manager