

NBC Affiliation Agreement
First Amendment
GRAY MEDIA GROUP, INC.
December 23, 2023

The following represents the terms to which Gray Media Group, Inc., (“Gray”) and the NBC Television Network, a division of NBCUniversal Media, LLC (“NBC”), agree to amend and extend the affiliation agreement (i.e., the NBC Affiliation Agreement Proposal dated July 24, 2018, as amended) (the “Agreement”), effective as of December 31, 2023, regarding the NBC affiliation of Gray’s stations referenced therein in each of their respective designated market areas, as defined by Nielsen (“DMA”), each a “Station.” Except as modified herein, the Agreement shall remain in full force and effect.

The following sections are deleted and replaced as indicated below:

Term: Commencing 3:00 A.M. New York City time on **December 31, 2023** and terminating 12:01 A.M. on **January 1, 2026**, subject to the attached side letter between NBC and Gray dated January 1, 2024.

Inventory Management Plan: Participation per the IMP agreement at the total annual rate of \$2,788,492 (the “IMP Fee”). The IMP Fee is payable on a monthly basis, by the end of each month, and allocated to each Station as indicated on Schedule II.

News Sharing: Reference is made and the parties acknowledge Affiliate’s participation as set forth in the NBC News Channel Binding Term Sheet dated April 1, 2021, between NBC, News Channel and Affiliate, per the terms thereof and subject to continuation of the Affiliation granted herein.

Olympic Contribution: Reference is made and the parties acknowledge Affiliate’s participation as set forth in the 2022-2024 Olympic Amendment and agree that the terms thereof will be incorporated herein through December 31, 2024, and thereafter per the terms agreed to by the NBC Affiliate Board and NBC, if any, and subject to continuation of the Affiliation granted herein.

Promotion: Each Station agrees to participate in the Swap programs and all GRP requirements as set forth in the underlying Agreement shall be waived.

The following new section is hereby added:

Local Sports Preemptions: Stations’ annual Preemption Baskets in Prime Time and Sports shall be as set forth in the Agreement, except, that in the event a Station obtains local broadcast rights to MLB, NBA, WNBA, and/or NHL games (including adjacent pre- and post- game shows, the “Pro Games”) in the regionally applicable Station

DMA, the parties agree that such Station's Preemption Baskets shall be increased to the Preemption Basket numbers in total set forth in the attached PGP Schedule ("Pro Game Preemptions") for each calendar year hereunder solely for the purpose of airing such Pro Games; provided, that Station will not exercise the foregoing Local Sports Preemptions with respect to any NBC live and premiere entertainment programs and major sports programs (i.e. NFL, Olympics, Big 10, Indy 500, Notre Dame, Kentucky Derby, Preakness, French Open, PGA Tour, U.S. Open, Open Championship & Ryder Cup). Station shall make good any Pro Game Preemptions within 14 calendar days in a manner consistent with current preemptions and makegoods.

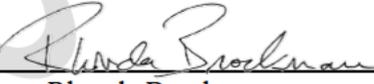
Schedule III is hereby amended to add the following to the second paragraph:

2024 - [REDACTED] per subscriber and [REDACTED]
2025 - [REDACTED] per subscriber and [REDACTED]

Upon full execution hereof, all terms herein shall be binding upon the parties. In the event of any inconsistency or discrepancy between the terms of this NBC Affiliation Agreement First Amendment Proposal, and the underlying Agreement, the terms of this NBC Affiliation Agreement First Amendment Proposal shall govern. If you are in agreement with the above terms and conditions, please indicate your acceptance by signing in the space provided below.

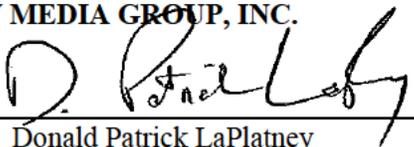
Very truly yours,

NBC TELEVISION NETWORK,
a division of NBCUniversal Media, LLC

By: 
Name: Rhonda Brockmann
Title: Executive Vice President, Business & Legal Affairs
Date: 12/26/2023

ACCEPTED AND AGREED:

GRAY MEDIA GROUP, INC.

By: 
Name: Donald Patrick LaPlatney
Title: President and Co-CEO
Date: December 23, 2023

SCHEDULE II

INVENTORY MANAGEMENT PLAN (IMP) FEES

WALB	Albany, GA
KALB-TV	Alexandria, LA
KTUU-TV	Anchorage, AK
WAGT-CD	Augusta-Aiken, GA
WVVA	Bluefield-Beckley-Oak Hill
KCWY-DT	Casper,-Riverton, WY
WSAZ-TV	Charleston-Huntington, WV
WVIR-TV	Charlottesville
KGWN.2	Cheyenne-Scottsbluff, WY/NE
WIS	Columbia, SC
KWQC-TV	Davenport-R.Island-Moline, IA/IL
WRGX-LD	Dothan, AL
KBJR	Duluth-Superior
WFIE	Evansville, IN
KTVF	Fairbanks, AK
KVLY-TV	Fargo-Valley City, ND
WPTA-D2	Ft. Wayne
KKCO	Grand Junction-Montrose, CO
WITN-TV	Greenville-N.Bern-Washngtn, NC
WSVW-D2	Harrisonburg, VA
KSNB	Hastings-Lincoln-Kearny, NE
WDAM-TV	Hattiesburg-Laurel, MS
KHNL	Honolulu, HI
WAFF	Huntsville-Decatur (Flor), AL
WLBT	Jackson, MS
KAIT-D2	Jonesboro, AR
KATH-LD KSCT-LP	Juneau-Douglas, AK Sitka, AK
WEAU-TV	La Crosse-Eau Claire, WI
KPLC	Lake Charles, LA
WILX-TV	Lansing, MI
KGNS-TV	Laredo, TX
WAVE	Louisville, KY
KCBD	Lubbock, TX
WMTV	Madison, WI
KMNF-LD	Mankato, MN (St. James)
WLUC-TV	Marquette, MI
WMC-TV	Memphis, TN
KFYR-TV	Minot-Bismark-Dickinson, ND
WSFA	Montgomery-Selma, AL
WMBF-TV	Myrtle Beach-Florence, SC
WSMV-TV	Nashville, TN
KNOP-TV	North Platte, NE

WOWT-TV	Omaha, NE	
KYOU-TV (D2)	Ottumwa, IA-Kirksville, MO	
WJHG-TV	Panama City, FL	
WTAP-TV	Parkersburg, WV	
WEEK	Peoria-Bloomington, IL	
WWPI	Presque Isle, ME (Ft. Kent)	
WGEM-TV	Quincy-Hannibal-Keokuk	
WWBT	Richmond-Petersburg, VA	
KTTC	Rochester-Mason City-Austin	
KTIV	Sioux City	
KDLT-TV	Sioux Falls (Mitchell), SD	
WNDU-TV	South Bend-Elkhart, IN	
KYTV	Springfield, MO	
WECT	Wilmington, NC	

CONFIDENTIAL

PGP Schedule

Station	Market	Pro Game Prime Time / Sports Preemption Baskets
WAVE	Louisville, KY	30 / 30 hours
WMC-TV	Memphis, TN	36 / 24 hours
WSMV-TV	Nashville, TN	30 / 30 hours
WALB	Albany, GA	21 / 21 hours
KALB-TV	Alexandria, LA	21 / 21 hours
WAGT-CD	Augusta-Aiken, GA	21 / 21 hours
KCWY-DT	Casper,-Riverton, WY	21 / 21 hours
WSAZ-TV	Charleston-Huntington, WV	21 / 21 hours
KGWN.2	Cheyenne-Scottsbluff, WY	21 / 21 hours
WIS	Columbia, SC	21 / 21 hours
KWQC-TV	Davenport-R.Island-Moline, IA/IL	21 / 21 hours
WRGX-LD	Dothan, AL	21 / 21 hours
KBJR	Duluth-Superior	21 / 21 hours
WFIE	Evansville, IN	21 / 21 hours
KVLY-TV	Fargo-Valley City, ND	21 / 21 hours
WPTA	Ft. Wayne	21 / 21 hours
KKCO	Grand Junction-Montrose, CO	21 / 21 hours
WITN-TV	Greenville-N.Bern-Washngtn, NC	21 / 21 hours
KSNB	Hastings-Lincoln-Kearny, NE	21 / 21 hours
WDAM-TV	Hattiesburg-Laurel, MS	21 / 21 hours
WAFF	Huntsville-Decatur (Flor), AL	21 / 21 hours
WLBT	Jackson, MS	21 / 21 hours
KAIT-D2	Jonesboro, AR	21 / 21 hours
WEAU-TV	La Crosse-Eau Claire, WI	21 / 21 hours
KPLC	Lake Charles, LA	21 / 21 hours
WILX-TV	Lansing, MI	21 / 21 hours
KGNS-TV	Laredo, TX	21 / 21 hours
KCBD	Lubbock, TX	21 / 21 hours
WMTV	Madison, WI	21 / 21 hours
KMNF-LD	Mankato, MN (St. James)	21 / 21 hours
WLUC-TV	Marquette, MI	21 / 21 hours
KFYR-TV	Minot-Bismarck-Dickinson, ND	21 / 21 hours

Station	Market	Pro Game Prime Time / Sports Preemption Baskets
WSFA	Montgomery-Selma, AL	21 / 21 hours
WMBF-TV	Myrtle Beach-Florence, SC	21 / 21 hours
WOWT-TV	Omaha, NE	21 / 21 hours
KYOU-TV (D2)	Ottumwa, IA-Kirksville, MO	21 / 21 hours
WJHG-TV	Panama City, FL	21 / 21 hours
WTAP-TV	Parkersburg, WV	21 / 21 hours
WEEK	Peoria-Bloomington, IL	21 / 21 hours
WGEM-TV	Quincy-Hannibal-Keokuk	21 / 21 hours
WWBT	Richmond-Petersburg, VA	21 / 21 hours
KTTC	Rochester-Mason City-Austin	21 / 21 hours
KTIV	Sioux City	21 / 21 hours
KDLT-TV	Sioux Falls (Mitchell), SD	21 / 21 hours
KYTV	Springfield, MO	21 / 21 hours
WECT	Wilmington, NC	21 / 21 hours
KTUU-TV	Anchorage, AK	21 / 21 hours
WVVA	Bluefield-Beckley-Oak Hill	21 / 21 hours
WVIR-TV	Charlottesville	21 / 21 hours
KTVF	Fairbanks, AK	21 / 21 hours
WSVW-D2	Harrisonburg, VA	21 / 21 hours
KHNL	Honolulu, HI	21 / 21 hours
KATH-LD KSCT-LP	Juneau-Douglas, AK Sitka, AK	21 / 21 hours
KNOP-TV	North Platte, NE	21 / 21 hours
WWPI	Presque Isle, ME (Ft. Kent)	21 / 21 hours
WNDU-TV	South Bend-Elkhart, IN	21 / 21 hours