

SINCLAIR BROADCAST GROUP INC
Form 4
June 12, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SMITH FREDERICK G

2. Issuer Name and Ticker or Trading Symbol
SINCLAIR BROADCAST GROUP INC [SBGI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
10706 BEAVER DAM RD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/10/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice President

COCKEYSVILLE, MD 21030

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Class A Common Stock	06/10/2008		P		500 A \$ 7.89	390,735 ⁽¹⁾	D
Class A Common Stock	06/10/2008		P		200 A \$ 7.895	390,935 ⁽¹⁾	D
Class A Common Stock	06/10/2008		P		100 A \$ 7.9125	391,035 ⁽¹⁾	D
Class A Common	06/10/2008		P		100 A \$ 7.925	391,135 ⁽¹⁾	D

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Stock								
Class A Common Stock	06/10/2008	P	100	A	\$ 7.9225	391,235 <u>(1)</u>	D	
Class A Common Stock	06/10/2008	P	800	A	\$ 7.9	392,035 <u>(1)</u>	D	
Class A Common Stock	06/10/2008	P	1,100	A	\$ 7.91	393,135 <u>(1)</u>	D	
Class A Common Stock	06/10/2008	P	600	A	\$ 7.92	393,735 <u>(1)</u>	D	
Class A Common Stock	06/10/2008	P	100	A	\$ 7.9325	393,835 <u>(1)</u>	D	
Class A Common Stock	06/10/2008	P	800	A	\$ 7.94	394,635 <u>(1)</u>	D	
Class A Common Stock	06/10/2008	P	800	A	\$ 7.95	395,435 <u>(1)</u>	D	
Class A Common Stock	06/10/2008	P	300	A	\$ 7.96	395,735 <u>(1)</u>	D	
Class A Common Stock	06/10/2008	P	400	A	\$ 7.975	396,135 <u>(1)</u>	D	
Class A Common Stock	06/10/2008	P	1,200	A	\$ 7.97	397,335 <u>(1)</u>	D	
Class A Common Stock	06/10/2008	P	2,046	A	\$ 7.98	399,381 <u>(1)</u>	D	
Class A Common Stock	06/10/2008	P	3,400	A	\$ 7.99	402,781 <u>(1)</u>	D	
Class A Common Stock	06/10/2008	P	100	A	\$ 7.9925	402,881 <u>(1)</u>	D	
Class A Common Stock	06/10/2008	P	100	A	\$ 7.995	402,981 <u>(1)</u>	D	

Class A
Common Stock 06/10/2008 P 7,254 A \$ 8 410,235 ⁽¹⁾ D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH FREDERICK G 10706 BEAVER DAM RD COCKEYSVILLE, MD 21030	X	X	Vice President	

Signatures

Clinton R. Black, IV, Esquire, on behalf of Frederick G. Smith, by Power of Attorney

06/12/2008

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Mr. Smith also directly owns 6,957,673 shares of Class B Common Stock, and 4,319,905,464 shares of Common Stock held by a 401(k) Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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