

NEXSTAR BROADCASTING GROUP INC

Form 4/A

August 11, 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 *
DEVINE MATTHEW E

2. Issuer Name **and** Ticker or Trading
Symbol
NEXSTAR BROADCASTING
GROUP INC [NXST]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O NEXSTAR BROADCASTING
GROUP, INC., 5215 N. O'CONNOR
BLVD., SUITE 1400

3. Date of Earliest Transaction
(Month/Day/Year)
08/07/2008

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
CFO & Executive Vice President

(Street)
IRVING, TX 75039

4. If Amendment, Date Original
Filed(Month/Day/Year)
08/11/2008

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	08/07/2008	08/07/2008	P		3,200	A	\$ 3.198	495,700	D
Class A Common Stock	08/07/2008	08/07/2008	P		3,200	A	\$ 3.482	498,900	D
Class A Common Stock	08/07/2008	08/07/2008	P		900	A	\$ 3.421	499,800	D

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Class A Common Stock	08/07/2008	08/07/2008	P	800	A	\$ 3.392	500,600	D
Class A Common Stock	08/07/2008	08/07/2008	P	400	A	\$ 3.341	501,000	D
Class A Common Stock	08/07/2008	08/07/2008	P	400	A	\$ 3.481	501,400	D
Class A Common Stock	08/07/2008	08/07/2008	P	300	A	\$ 3.556	501,700	D
Class A Common Stock	08/07/2008	08/07/2008	P	100	A	\$ 3.14	501,800	D
Class A Common Stock	08/07/2008	08/07/2008	P	100	A	\$ 3.207	501,900	D
Class A Common Stock	08/07/2008	08/07/2008	P	100	A	\$ 3.235	502,000	D
Class A Common Stock	08/07/2008	08/07/2008	P	100	A	\$ 3.236	502,100	D
Class A Common Stock	08/07/2008	08/07/2008	P	100	A	\$ 3.27	502,200	D
Class A Common Stock	08/07/2008	08/07/2008	P	100	A	\$ 3.287	502,300	D
Class A Common Stock	08/07/2008	08/07/2008	P	100	A	\$ 3.411	502,400	D
Class A Common Stock	08/07/2008	08/07/2008	P	100	A	\$ 3.636	502,500	D

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

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SEC 1474
(9-02)

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

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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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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
DEVINE MATTHEW E C/O NEXSTAR BROADCASTING GROUP, INC. 5215 N. O'CONNOR BLVD., SUITE 1400 IRVING, TX 75039	CFO & Executive Vice President

Signatures

/s/ Matthew E.
Devine 08/11/2008

**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).

Remarks:

The total amount of shares of Class A Common Stock includes previously acquired 30,000 shares of restricted Class A Comm
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