

SINCLAIR BROADCAST GROUP INC

Form 4

February 21, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
AMY DAVID B

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

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)  
02/20/2007

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

COCKEYSVILLE, MD 21030

(City) (State) (Zip)

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

**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			
Common Stock	02/20/2007		M	10,000 A \$ 11.63	10,000 <sup>(1)</sup>	D	
Common Stock	02/20/2007		S	988 D \$ 14.94	9,012 <sup>(1)</sup>	D	
Common Stock	02/20/2007		S	100 D \$ 14.93	8,912 <sup>(1)</sup>	D	
Common Stock	02/20/2007		S	600 D \$ 14.92	8,312 <sup>(1)</sup>	D	
Common Stock	02/20/2007		S	2,000 D \$ 14.91	6,312 <sup>(1)</sup>	D	

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Common Stock	02/20/2007	S	3,000	D	\$ 14.88	3,312 <sup>(1)</sup>	D
Common Stock	02/20/2007	S	3,312	D	\$ 14.87	0 <sup>(1)</sup>	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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 11.63	02/20/2007		M	10,000	<sup>(2)</sup> 02/28/2012	Common Stock	10,000	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AMY DAVID B 10706 BEAVER DAM RD COCKEYSVILLE, MD 21030			Executive Vice President & CFO	

## Signatures

Lisa A. Olivieri, Esq., on behalf of David B. Amy, by Power of Attorney 02/21/2002

\*\*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).

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- Mr. Amy also owns: 12,000 shares of Restricted Stock issued pursuant to the 1999 Long Term Incentive Plan which vest 25% on April 3, 2007 and 2008 and 50% on April 3, 2009; 6,400 shares of Class A Common Stock in street name; 17,476.6080 shares of Class A Common Stock held by an Employee Stock Purchase Plan; and 1878.728801 shares of Class A Common Stock held by a 401(k) Plan.
- (1) 2007 and 2008 and 50% on April 3, 2009; 6,400 shares of Class A Common Stock in street name; 17,476.6080 shares of Class A Common Stock held by an Employee Stock Purchase Plan; and 1878.728801 shares of Class A Common Stock held by a 401(k) Plan.
  - (2) The option vested 25% on March 1, 2002, 2003, 2004 and 2005.

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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