

SMITH FREDERICK G
Form 4
April 02, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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)
03/29/2007

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	(D)	Price		
Class B Common Stock	03/29/2007		S		4,578	D	\$ 15.55	207,580 ⁽¹⁾ I	See footnote. ⁽²⁾
Class B Common Stock	03/29/2007		S		10,603	D	\$ 15.5906	196,977 ⁽¹⁾ I	See footnote. ⁽²⁾
Class B Common Stock	03/29/2007		S		3,580	D	\$ 15.5917	193,397 ⁽¹⁾ I	See footnote. ⁽²⁾
Class B Common	03/29/2007		S		1,200	D	\$ 15.6	192,197 ⁽¹⁾ I	See footnote.

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Stock									(2)
Class B Common Stock	03/29/2007	S	3,900	D	\$ 15.6005	188,297 (1)	I		See footnote. (2)
Class B Common Stock	03/29/2007	S	5,000	D	\$ 15.6048	183,297 (1)	I		See footnote. (2)
Class B Common Stock	03/29/2007	S	1,000	D	\$ 15.605	182,297 (1)	I		See footnote. (2)
Class B Common Stock	03/29/2007	S	3,100	D	\$ 15.6094	179,197 (1)	I		See footnote. (2)
Class B Common Stock	03/29/2007	S	3,500	D	\$ 15.6229	175,697 (1)	I		See footnote. (2)
Class B Common Stock	03/29/2007	S	5,378	D	\$ 15.63	170,319 (1)	I		See footnote. (2)
Class B Common Stock	03/29/2007	S	5,000	D	\$ 15.6436	165,319 (1)	I		See footnote. (2)

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)

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 Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

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

Lisa A. Olivieri, Esquire, on behalf of Frederick G. Smith, by Power of Attorney

04/02/2007

__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 300,146 shares of Class A Common Stock.
 - (2) Shares are held in a trust f/b/o family members.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.