

NEXSTAR BROADCASTING GROUP INC
 Form 4/A
 May 01, 2012

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 *
SOOK PERRY A

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)
05/26/2011

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

(Street)
IRVING, TX 75039

4. If Amendment, Date Original Filed(Month/Day/Year)
05/27/2011

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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Class A Common Stock | 05/26/2011 | | P | | 100 | A | \$ 6.82 378,219 | I | See Footnote (1) |
| Class A Common Stock | 05/26/2011 | | P | | 100 | A | \$ 6.84 378,319 | I | See Footnote (1) |
| Class A Common Stock | 05/26/2011 | | P | | 100 | A | \$ 6.85 378,419 | I | See Footnote (1) |

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| | | | | | | | | | |
|----------------------------|------------|--|---|-------|---|-------------|---------|---|------------------------|
| Class A Common Stock | 05/26/2011 | | P | 300 | A | \$ 6.86 | 378,719 | I | See Footnote (1) |
| Class A Common Stock | 05/26/2011 | | P | 1,900 | A | \$ 6.87 | 380,619 | I | See Footnote (1) |
| Class A Common Stock | 05/26/2011 | | P | 400 | A | \$ 6.88 | 381,019 | I | See Footnote (1) |
| Class A Common Stock | 05/26/2011 | | P | 400 | A | \$ 6.89 | 381,419 | I | See Footnote (1) |
| Class A Common Stock | 05/26/2011 | | P | 2,141 | A | \$ 6.9 | 383,560 | I | See Footnote (1) |
| Class A Common Stock | 05/26/2011 | | P | 900 | A | \$ 6.92 | 384,460 | I | See Footnote (1) |
| Class A Common Stock | 05/26/2011 | | P | 645 | A | \$ 6.93 | 385,105 | I | See Footnote (1) |
| Class A Common Stock | 05/26/2011 | | P | 100 | A | \$ 6.935 | 385,205 | I | See Footnote (1) |
| Class A Common Stock | 05/26/2011 | | P | 714 | A | \$ 6.94 | 385,919 | I | See Footnote (1) |
| Class A Common Stock | 05/26/2011 | | P | 2,200 | A | \$ 6.95 | 388,119 | I | See Footnote (1) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 | 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 |
|---|--|---|---|--------------------------------------|---|--|---|---|---|
|---|--|---|---|--------------------------------------|---|--|---|---|---|

Disposed
of (D)
(Instr. 3,
4, and 5)

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 |
| SOOK PERRY A C/O NEXSTAR BROADCASTING GROUP, INC. 5215 N. O'CONNOR BLVD., SUITE 1400 IRVING, TX 75039 | X | | CEO & President | |

Signatures

/s/ Shirley Green, Attorney-in-Fact for Perry A.
Sook

05/01/2012

__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) The shares of Class A Common Stock were purchased by PS Sook Ltd., which Mr. Sook and his spouse are the beneficial owners.

Remarks:

A previous purchase of Mr. Sook's included an error and was amended. This amendment is simply to update the securities ow
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Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays
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