

SINCLAIR BROADCAST GROUP INC

Form 4

February 21, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
BOCHENEK DAVID R

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 ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/16/2007

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
VP & Chief Accounting Officer

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	02/16/2007		M		4,000	A \$ 8.16	4,000 ⁽¹⁾ D
Common Stock	02/16/2007		S		4,000	D \$ 14.1	0 ⁽¹⁾ D
Common Stock	02/16/2007		M		8,000	A \$ 8.81	8,000 ⁽¹⁾ D
Common Stock	02/16/2007		S		5,200	D \$ 14.1	2,800 ⁽¹⁾ D
Common Stock	02/16/2007		S		2,800	D \$ 14.11	0 ⁽¹⁾ D

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Common Stock	02/16/2007	M	5,000	A	\$ 9.25	5,000 ⁽¹⁾	D
Common Stock	02/16/2007	S	5,000	D	\$ 14.11	0 ⁽¹⁾	D
Common Stock	02/16/2007	M	3,000	A	\$ 10.6	3,000 ⁽¹⁾	D
Common Stock	02/16/2007	S	3,000	D	\$ 14.11	0 ⁽¹⁾	D
Common Stock	02/16/2007	M	2,000	A	\$ 11.63	2,000 ⁽¹⁾	D
Common Stock	02/16/2007	S	1,179	D	\$ 14.11	821 ⁽¹⁾	D
Common Stock	02/16/2007	S	721	D	\$ 14.12	100 ⁽¹⁾	D
Common Stock	02/16/2007	S	100	D	\$ 14.13	0 ⁽¹⁾	D
Common Stock	02/16/2007	M	1,000	A	\$ 11.63	1,000 ⁽¹⁾	D
Common Stock	02/16/2007	S	1,000	D	\$ 14.13	0 ⁽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. Amount or Number of Shares
Employee Stock Option	\$ 8.16	02/16/2007		M	4,000	⁽²⁾ 03/06/2013	Common Stock	4,000

(right to
buy)Employee
Stock

Option	\$ 8.81	02/16/2007	M	8,000	<u>(3)</u>	03/11/2011	Common Stock	8,000
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Employee
Stock

Option	\$ 9.25	02/16/2007	M	5,000	<u>(4)</u>	02/28/2010	Common Stock	5,000
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Employee
Stock

Option	\$ 10.6	02/16/2007	M	3,000	<u>(5)</u>	12/16/2012	Common Stock	3,000
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Employee
Stock

Option	\$ 11.63	02/16/2007	M	2,000	<u>(6)</u>	02/28/2012	Common Stock	2,000
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Employee
Stock

Option	\$ 11.63	02/16/2007	M	1,000	<u>(7)</u>	10/20/2012	Common Stock	1,000
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
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BOCHENEK DAVID R
10706 BEAVER DAM ROAD
COCKEYSVILLE, MD 21030

VP & Chief Accounting Officer

Signatures

Lisa A. Olivieri, Esq., on behalf of David R. Bochenek, by Power of
Attorney

02/21/2007

 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. Bochenek also owns: 2,000 shares of Restricted Stock pursuant to the 1999 Long Term Incentive Plan which vests 20% on April 3, 2007 and 2008 and 50% on April 3, 2009; 1,000 shares of Class A Common Stock in street name; 2540.8589 shares of Class A Common

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Stock held in an Employee Stock Purchase Plan; and 1878.728801 shares of Class A Common Stock held in a 401(k) Plan.

- (2) The option vested 25% on March 7, 2003, 2004 and 2005 and 25% on April 21, 2005.
- (3) The option vested 25% on March 12, 2001, 2002, 2003 and 2004.
- (4) The option vested 25% on March 1, 2000, 2001, 2002 and 2003.
- (5) The option vested 25% on December 17, 2002, 2003 and 2004 and 25% on April 21, 2005.
- (6) The option vested 25% on March 1, 2002, 2003, 2004 and 2005.
- (7) The option vested 25% on October 21, 2002, 2003, and 2004 and April 21, 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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