

SINCLAIR BROADCAST GROUP INC

Form 4

March 29, 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 *
FABER BARRY

2. Issuer Name **and** Ticker or Trading
Symbol

**SINCLAIR BROADCAST GROUP
INC [SBBI]**

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)

03/27/2007

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Vice President General Counsel

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

COCKEYSVILLE, MD 21203

(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
Common Stock	03/27/2007		M		5,000	A	\$ 8.16
					5,000 ⁽¹⁾	D	
Common Stock	03/27/2007		S		4,980	D	\$ 15.64
					20 ⁽¹⁾	D	
Common Stock	03/27/2007		S		20	D	\$ 15.65
					0 ⁽¹⁾	D	
Common Stock	03/27/2007		M		5,000	A	\$ 11.63
					5,000 ⁽¹⁾	D	
Common Stock	03/27/2007		S		5,000	D	\$ 15.65
					0 ⁽¹⁾	D	

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Common Stock	03/27/2007	M	10,000	A	\$ 12.3	10,000 ⁽¹⁾	D
Common Stock	03/27/2007	S	480	D	\$ 15.65	9,520 ⁽¹⁾	D
Common Stock	03/27/2007	S	500	D	\$ 15.6525	9,020 ⁽¹⁾	D
Common Stock	03/27/2007	S	9,020	D	\$ 15.66	0 ⁽¹⁾	D
Common Stock	03/27/2007	M	5,000	A	\$ 15.055	5,000 ⁽¹⁾	D
Common Stock	03/27/2007	S	85	D	\$ 15.66	4,915 ⁽¹⁾	D
Common Stock	03/27/2007	S	2,800	D	\$ 15.67	2,115 ⁽¹⁾	D
Common Stock	03/27/2007	S	2,115	D	\$ 15.68	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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 8.16	03/27/2007		M	5,000	⁽²⁾ 03/07/2013	Common Stock 5,000
Employee Stock Option (right to	\$ 11.63	03/27/2007		M	5,000	⁽³⁾ 03/01/2012	Common Stock 5,000

buy)

Employee

Stock

Option \$ 12.3 03/27/2007

M

10,000

(4)

03/29/2014

Common
Stock

10,000

(right to

buy)

Employee

Stock

Option \$ 15.055 03/27/2007

M

5,000

(5)

09/03/2007

Common
Stock

5,000

(right to

buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FABER BARRY 10706 BEAVER DAM ROAD COCKEYSVILLE, MD 21203			Vice President General Counsel	

Signatures

Lisa A. Olivieri, Esquire, on behalf of Barry Faber, by Power of Attorney

03/29/2007

__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).

Mr. Faber also owns: 5,000 shares of Restricted Stock; 1,900 shares of Class A Common Stock held in street name; 3,801.2207 shares of

(1) Class A Common Stock held by an Employee Stock Purchase Plan; and 1,759.562261 shares of Class A Common Stock held by a 401(k) Plan.

(2) The option vested 25% on March 7, 2003, 2004, 2005 and 25% on April 21, 2005.

(3) The option vested 25% on March 1, 2002, 2003, 2004 and 2005.

(4) The option vested 25% on March 29, 2004 and 2005 and 50% on April 21, 2005.

(5) The option vested 25% on January 19, 1998, 1999, 2000 and 2001.

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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