

SINCLAIR BROADCAST GROUP INC  
 Form 4/A  
 May 31, 2007

**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 \*  
**KEITH DANIEL C**

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)  
**102 W PENNSYLVANIA AVE, STE 501**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**03/27/2007**

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

**TOWSON, MD 21204**

4. If Amendment, Date Original Filed(Month/Day/Year)  
**03/29/2007**

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 or Price   |  |                                   |
| Common Stock                    | 03/27/2007                           |  | M                              |   | 5,000 A \$ 9.81   | 5,000 <sup>(1)</sup>                                     | D                                 |
| Common Stock                    | 03/27/2007                           |  | S                              |   | 5,000 D \$ 15.65  | 0 <sup>(1)</sup>   | D                                 |
| Common Stock                    | 03/27/2007                           |  | M                              |   | 5,000 A \$ 11.07  | 5,000 <sup>(1)</sup>                                     | D                                 |
| Common Stock                    | 03/27/2007                           |  | S                              |   | 5,000 D \$ 15.65  | 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy)                | \$ 9.81  | 03/27/2007                           |  | M                              | 5,000   | <sup>(2)</sup> 08/07/2013                                | Common Stock  | 5,000                         |
| Stock Option (right to buy)                | \$ 11.07   | 03/27/2007                           |  | M                              | 5,000   | <sup>(3)</sup> 05/13/2014                                | Common Stock  | 5,000                         |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| KEITH DANIEL C<br>102 W PENNSYLVANIA AVE<br>STE 501<br>TOWSON, MD 21204 |               | X         |         |       |

## Signatures

Clinton R. Black, IV, on behalf of Daniel C. Keith, by Power of Attorney

05/31/2007

\*\*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. Keith also owns 4,000 shares of Common Stock.

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- (2) The option vested 25% on August 7, 2003 and 2004 and 50% on April 21, 2005.
- (3) The option vested 25% on May 13, 2004 and 75% on April 21, 2005.

**Remarks:**

This amendment is being filed to correct Section 5 of Table I. Footnote #1 was inaccurate. Reporting Person owns no Restriction.

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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