

RUTISHAUSER LUCY
Form 4
February 14, 2011

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 *
RUTISHAUSER LUCY

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)
02/10/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Corp. Finance & Treasurer

COCKEYSVILLE, MD 21203

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 (A) or (D) Price		
Class A Common Stock	02/10/2011		S		2,500 D \$ 11.68	32,770 <u>(1)</u>	D
Class A Common Stock	02/10/2011		S		2,000 D \$ 11.63	30,770 <u>(1)</u>	D
Class A Common Stock	02/10/2011		S		2,000 D \$ 11.6194 <u>(2) (3)</u>	28,770 <u>(1)</u>	D
Class A Common	02/10/2011		M		4,000 A \$ 8.16	4,000 <u>(1)</u>	D

Stock

Class A
Common Stock 02/10/2011 S 2,000 D \$ 11.663
(2) (4) 2,000 (1) D

Class A
Common Stock 02/10/2011 S 2,000 D \$ 11.664
(2) (5) 0 (1) D

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

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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	\$ 8.16	02/10/2011		M	4,000	03/07/2003 03/07/2013	Common Stock	4,000	

Reporting Owners

Reporting Owner Name / Address	Relationships
RUTISHAUSER LUCY 10706 BEAVER DAM RD COCKEYSVILLE, MD 21203	Director 10% Owner Officer Corp. Finance & Treasurer

Signatures

Clinton R. Black, IV, Esquire on behalf of Lucy Rutishauser, by Power of Attorney 02/14/2011

**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 Reporting Person also directly owns 212.47 shares of Class A Common Stock, 3880.964 shares of Common Stock held in an Employee Stock Purchase Plan, and 1949.47379 shares of Common Stock held in a 401K Plan.
- (2) The sale price is a weighted average for the sale reported. The Reporting Person undertakes to provide, upon request by the Commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (3) The range of prices for the sale was \$11.62-\$11.61.
- (4) The range of prices for the sale was \$11.68-\$11.63.
- (5) The range of prices for the sale was \$11.67-\$11.66.

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.