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NEXSTAR BROADCASTING GROUP INC

Form 4 June 16, 2009

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

(Print or Type Responses)

(Last)

(City)

1.Title of

Security

(Instr. 3)

1. Name and Address of Reporting Person *

ARMSTRONG D GEOFFREY

(First) (Middle)

1614 WEST 5TH STREET

(Street)

(State)

(Month/Day/Year)

AUSTIN, TX 78703

2. Transaction Date 2A. Deemed

(Zip)

Execution Date, if

2. Issuer Name and Ticker or Trading

Symbol

NEXSTAR BROADCASTING GROUP INC [NXST]

(Month/Day/Year) 06/12/2009

4. If Amendment, Date Original

3. Date of Earliest Transaction

Filed(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or

Code Disposed of (D) (Month/Day/Year) (Instr. 8)

(Instr. 3, 4 and 5)

Code V Amount (D) Price

(A) or

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

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

5. Relationship of Reporting Person(s) to

Issuer

5. Amount of

Securities

Following

Reported

Transaction(s)

(Instr. 3 and 4)

Owned

Beneficially

(Check all applicable)

X_ Director 10% Owner Officer (give title Other (specify

below)

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I)

(Instr. 4) (Instr. 4)

Persons who respond to the collection of SEC 1474 (9-02)

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

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed Derivative (Month/Day/Year) Execution Date, if Conversion Security or Exercise any

5. Number 6. Date Exercisable and Transaction of Derivative Expiration Date (Month/Day/Year) Code Securities

7. Title and Amount of 8. **Underlying Securities** D (Instr. 3 and 4) Se

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	(A D (I (I	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(1	
				Code '	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (right to purchase Class A Common Stock)	\$ 0.82	06/12/2009		A	5	5,000		<u>(1)</u>	06/12/2019	Class A Common Stock	5,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
ARMSTRONG D GEOFFREY 1614 WEST 5TH STREET AUSTIN, TX 78703	X						

Signatures

/s/ Shirley E. Green, as Attorney-in-Fact for Geoff
Armstrong

06/16/2009

**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 option shares will vest and become exercisable 20% per year starting on the first anniversary of the grant date.

Remarks:

This award was made pursuant to the Nexstar Broadcasting Group, Inc. 2003 Long Term Incentive Plan and is exempt from S 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.

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