

SAGA COMMUNICATIONS INC

Form 4

December 20, 2016

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
TOWERVIEW LLC

2. Issuer Name **and** Ticker or Trading
Symbol
SAGA COMMUNICATIONS INC
[SGA]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
460 PARK AVENUE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/19/2016

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

NEW YORK, NY 10022

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
X 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 or Disposed of (D) (Instr. 3, 4 and 5) (A) or (D)	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)
Class A Common Stock	12/19/2016		S	1,000 D \$ 50.55	1,260,000	D	
Class A Common Stock	12/19/2016		S	1,000 D \$ 50.6	1,259,000	D	
Class A Common Stock	12/19/2016		S	1,000 D \$ 50.65	1,258,000	D	
Class A Common	12/19/2016		S	1,000 D \$ 50.7	1,257,000	D	

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Stock

Class A Common Stock	12/19/2016	S	1,000	D	\$ 50.75	1,256,000	D
Class A Common Stock	12/19/2016	S	451	D	\$ 50.8	1,255,549	D
Class A Common Stock	12/20/2016	S	1,480	D	\$ 50.8	1,254,069	D
Class A Common Stock	12/20/2016	S	6,800	D	\$ 50.85	1,247,269	D
Class A Common Stock	12/20/2016	S	1,500	D	\$ 50.9	1,245,769	D
Class A Common Stock	12/20/2016	S	500	D	\$ 50.925	1,245,269	D
Class A Common Stock	12/20/2016	S	2,077	D	\$ 50.95	1,243,192	D
Class A Common Stock	12/20/2016	S	300	D	\$ 50.975	1,242,892	D
Class A Common Stock	12/20/2016	S	1,000	D	\$ 51	1,241,892	D
Class A Common Stock	12/20/2016	S	1,000	D	\$ 51.05	1,240,892	D

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

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SEC 1474
(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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned
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Security

Acquired
(A) or
Disposed
of (D)
(Instr. 3,
4, and 5)

Follow
Report
Trans
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TOWERVIEW LLC 460 PARK AVENUE NEW YORK, NY 10022		X		
TISCH DANIEL R 460 PARK AVENUE NEW YORK, NY 10022		X		

Signatures

Daniel R. Tisch 12/20/2016
 **Signature of Date
 Reporting Person

Daniel R. Tisch 12/20/2016
 **Signature of Date
 Reporting Person

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).

Remarks:

1. In addition to TowerView LLC this Form 4 is being jointly filed by Daniel R. Tisch, who is General Member of, and has the right to vote as TowerView LLC and may be deemed to have a pecuniary interest in securities owned by it.

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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