

CUNNINGHAM WILLIAM A  
 Form 4/A  
 December 22, 2005

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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**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 \*  
 CUNNINGHAM WILLIAM A

2. Issuer Name and Ticker or Trading Symbol  
 LIN TV CORP [TVL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O LIN TV CORP, FOUR RICHMOND SQUARE

(Street)

PROVIDENCE, RI 02906

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/22/2005

4. If Amendment, Date Original Filed (Month/Day/Year)  
 12/22/2005

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 VP, Controller

6. Individual or Joint/Group Filing (Check Applicable Line)  
 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**

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	(D)	Price
Common Stock (restricted)	12/22/2005		A		27,835	A	\$ 0 36,724
						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)**

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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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount
Stock Options	\$ 0 <sup>(1)</sup>	12/22/2005		M		8,929	07/20/1999 07/20/2008	Class A Common Stock	8
Stock Options	\$ 0 <sup>(1)</sup>	12/22/2005		M		15,000	03/18/2005 03/18/2014	Class A Common Stock	15
Stock Options	\$ 0 <sup>(1)</sup>	12/22/2005		M		4,762	12/15/1999 12/15/2008	Class A Common Stock	4
Stock Options	\$ 0 <sup>(1)</sup>	12/22/2005		M		9,814.2857	09/30/1999 09/30/2008	Class A Common Stock	9,814.2857
Stock Options	\$ 0 <sup>(1)</sup>	12/22/2005		M		30,000	05/02/2003 05/02/2012	Class A Common Stock	30
Stock Options	\$ 0 <sup>(1)</sup>	12/22/2005		M		15,000	05/02/2004 05/02/2013	Class A Common Stock	15

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CUNNINGHAM WILLIAM A C/O LIN TV CORP FOUR RICHMOND SQUARE PROVIDENCE, RI 02906			VP, Controller	

## Signatures

/s/ Peter E. Maloney, Attorney-in-fact for William A. Cunningham  
 12/22/2005  
 \*\*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)

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Pursuant to the Company's exchange offer to exchange existing stock options for restricted stock on a 3 to 1 ratio, Executive surrendered a total of 83,505.2857 options in receipt for a grant of 27,835 shares of restricted stock. The restricted stock received vests in five equal annual installments from July 2006 to July 2010.

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.