

SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20459  
 FORM S-8  
 REGISTRATION STATEMENT  
 under  
 THE SECURITIES ACT OF 1933

SAGA COMMUNICATIONS, INC.  
 (Exact name of registrant as specified in its charter)

Delaware 38-3042953  
 (State or other jurisdiction (I.R.S. Employer  
 of incorporation or organization) Identification No.)

73 Kercheval Avenue, Grosse Point Farms, Michigan 48236

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 (Address of principal executive offices, including zip code)

SAGA COMMUNICATIONS, INC. 1992 STOCK OPTION PLAN  
 (Full title of plan)

Christine M. Marx  
 Edwards & Angell  
 150 John F. Kennedy Parkway  
 Short Hills, New Jersey 07078  
 (Name and address of agent for service)

(973) 376-7700

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 (Telephone number, including area code, of agent for service)

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 Calculation of Registration Fee  
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Title of Securities to be Registered	Amount to be Registered	Proposed maximum Offering Price Per Unit (1)	Proposed Maximum Aggregate Offering Price (1)	Amount of Registration Fee
Class A Common Stock	682,031 shares	\$23.125	\$15,771,966	\$4,652.73
Class B Common Stock(2)	150,000 shares	23.125	3,468,750	1,023.28
Class A Common Stock issuable upon conversion of Class B Common Stock (2)	150,000 shares	-0-	-0-	-0-
Total				\$5,676.01

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 (1) This calculation is made solely for the purpose of determining the amount of the Registration Fee and is based upon a price of \$23.125 per share, which was the closing price of the Company's Class A Common Stock reported on May 1, 1998.

(2) The Class B Common Stock is convertible, at the option of the holder, into an equal number of shares of Class A Common Stock.

Part I, Items 1-2; Part II, Items 3-7 and 9. This Registration Statement relates to 682,031 additional shares of Saga Communications, Inc. (the "Company") Class A Common Stock, 150,000 additional shares of the Company's Class B Common Stock and 150,000 additional shares of the Company's Class A Common Stock issuable upon conversion of the additional Class B Common Stock that may be issued pursuant to the Saga Communications, Inc. 1992 Stock Option Plan (the "Plan") in accordance with the amendment to the Plan adopted by the Company's Board of Directors on October 13, 1997, and by the Company's stockholders on December 16, 1997. The contents of the Company's Registration Statements on Form S-8/S-3 (Registration Nos. 33-59424 and 33-79366) relating to the Plan are hereby incorporated by reference herein.

23(a)  
23(b)

Consent of Ernst & Young LLP  
Consent of Edwards & Angell (included in Exhibit 5)

SIGNATURES AND AMENDMENTS

Each person whose signature appears below hereby constitutes and appoints the President, the Chief Financial Officer or the Secretary of the Registrant, or any one of them, acting alone, as his true and lawful attorney-in-fact, with full power and authority to execute in the name, place and stead of each such person in any and all capacities and to file, an amendment or amendments to the Registration Statement (and all exhibits thereto) and any documents relating thereto, which amendment may make such changes in the Registration Statement as said officer or officers so acting deem(s) advisable.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Grosse Pointe Farms, State of Michigan on May 5, 1998.

SAGA COMMUNICATIONS, INC.

By/s/ Edward K. Christian

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Edward K. Christian  
President

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities indicated on May 5, 1998.

Signatures	Title
/s/Edward K. Christian ----- Edward K. Christian	President, Chief Executive Officer and Chairman of the Board
/s/Samuel D. Bush ----- Samuel D. Bush	Vice President, Chief Financial Officer
/s/Catherine Bobinski ----- Catherine Bobinski	Corporate Controller and Chief Accounting Officer
/s/Kristin Allen ----- Kristin Allen	Director
/s/Donald Alt ----- Donald Alt	Director
/s/Jonathan Firestone ----- Jonathan Firestone	Director
/s/Joseph P. Misiewicz ----- Joseph P. Misiewicz	Director
/s/Gary Stevens ----- Gary Stevens	Director

EDWARDS & ANGELL

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A Partnership Including Professional Corporations  
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COUNSELLORS AT LAW  
since 1894

150 JOHN F. KENNEDY PARKWAY  
SHORT HILLS, NJ 07078-2701  
(973) 376-7700  
FAX (973) 376-3380

CHRISTINE M. MARX  
Partner in Charge

Exhibit 5

May 5, 1998

Saga Communications, Inc.  
73 Kercheval Avenue  
Grosse Pointe Farms, Michigan 48236

Re: Saga Communications, Inc. 1992 Stock Option Plan

Ladies and Gentlemen:

We are furnishing this opinion in connection with the filing by Saga Communications, Inc. (the "Company") of a Registration Statement on Form S-8 (the "Registration Statement") with the Securities and Exchange Commission (the "Commission") relating to the issuance by the Company of up to 832,031 shares of Class A Common Stock, \$.01 par value, and 150,000 shares of Class B Common Stock, \$.01 par value (collectively, the "Common Stock"), pursuant to the Company's 1992 Stock Option Plan (the "Plan"), and the registration thereof with the Commission.

We have served as counsel for the Company and, as such, are familiar with all corporate proceedings since its organization. In connection with this opinion, we have examined such corporate records, certificates and other documents, and reviewed such questions of law, as we have deemed necessary or appropriate in order to express the opinions contained herein.

Based upon such examination, it is our opinion that:

1. The shares of Common Stock being registered by the Registration Statement, when issued and paid for as contemplated by the Plan, assuming due execution of the certificates therefor, will be validly issued, fully paid and non-assessable.

We hereby consent to the use of this opinion as an Exhibit to the Registration Statement and to the use of this opinion in connection with the Registration Statement and all amendments thereto.

Very truly yours,

EDWARDS & ANGELL

By: /s/ Christine M. Marx

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Christine M. Marx  
Partner

Exhibit 23(a)--Consent of Independent Auditors

We consent to the incorporation by reference in the Registration Statement pertaining to the registration of additional shares issuable under the Saga Communications, Inc. 1992 Stock Option Plan of our report dated February 13, 1998, with respect to the financial statements and schedules of Saga Communications, Inc. included in its Annual Report (Form 10-K) for the year ended December 31, 1997, filed with the Securities and Exchange Commission.

/s/ Ernst & Young LLP

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ERNST & YOUNG LLP

Detroit, Michigan  
May 5, 1998