

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): August 6, 2003

SAGA COMMUNICATIONS, INC.  
(Exact Name of Registrant as Specified in its Charter)

Delaware (State or other jurisdiction of incorporation)	1-11588 (Commission File Number)	38-3042953 (IRS Employer Identification No.)
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73 Kercheval Avenue, Grosse Pointe Farms, MI (Address of Principal Executive Offices)	48236 (Zip Code)
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Registrant's telephone number, including area code: (313) 886-7070

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits

99.1 Press Release dated August 6, 2003.

ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

Pursuant to Item 12 of Form 8-K, Disclosure of Results of Operations and Financial Condition, Saga Communications, Inc., hereby furnishes a press release, issued on August 6, 2003, disclosing material non-public information regarding its results of operations for the quarter ended June 30, 2003. The press release is also available on the Company's website, which is [www.sagacommunications.com](http://www.sagacommunications.com).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SAGA COMMUNICATIONS, INC.

Date: August 6, 2003

By: /s/ SAMUEL D. BUSH

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Samuel D. Bush  
Senior Vice President,  
Chief Financial Officer and Treasurer

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press Release dated August 6, 2003

Saga Communications, Inc. Reports 2nd Quarter  
Net Revenue increase of 6.8% and Net Income increase of 15.4%

CONTACT:  
Samuel D. Bush  
313/886-7070

Grosse Pointe Farms, MI -- August 6, 2003 -- Saga Communications, Inc. (AMEX-SGA) today announced its second quarter operating results. For the quarter ended June 30, 2003, net revenue increased 6.8% over the comparable period in 2002 to approximately \$31.8 million. Net income for the quarter increased 15.4% to approximately \$4.2 million (\$.20 per share on a fully diluted basis). Net income for the quarter includes a gain of \$357 thousand primarily due to the sale of WKO-AM in conjunction with the acquisition of WODB-FM in Columbus, OH. Without this gain net income for the quarter increased 5.7%. Station operating income (net operating revenue less station operating expense) increased 3.6% to approximately \$11.3 million for the quarter. Free cash flow (defined as net income plus depreciation, amortization and deferred taxes less capital expenditures) for the quarter increased 4.1% to approximately \$5.2 million.

On a same station basis for the quarter, net revenue increased .3% to approximately \$29.3 million and station operating income (net operating revenue less station operating expense) increased 2.1% to approximately \$11.0 million for the quarter.

For the six months ended June 30, 2003, net revenue increased 7.9% (1.0% on a same station basis) over the comparable period in 2002 to approximately \$57.9 million. Net income for the six-month period increased 7.6% to approximately \$5.9 million (\$.28 per share on a fully diluted basis). Station operating income increased 2.4% (1.2% on a same station basis) to approximately \$18.6 million. Free cash flow (defined as net income plus depreciation, amortization and deferred taxes less capital expenditures) for the six month period increased .5% to approximately \$6.6 million.

Capital expenditures were approximately \$1.7 million in the second quarter with approximately \$815 thousand being spent as a result of acquisitions. For the first quarter total capital expenditures were approximately \$2.5 million with approximately \$1 million being acquisition oriented.

Station operating income and free cash flow are generally recognized by the broadcasting industry as measures of performance and are used by analysts who report on the industry to provide meaningful comparisons between broadcasting groups, as well as an indicator of their market value. Station operating income and free cash flow are not measures of liquidity or of performance in accordance with generally accepted accounting principles (GAAP), and should be viewed as a supplement to and not as a substitute for the results of operations presented on a GAAP basis.

The attached Selected Supplemental Financial Data table discloses "as reported", "same station" and "pro forma" information by segment. The "as reported" amounts reflect our historical financial results and include the results of operations for stations that we did not own for the entire comparable period. The "same station" amounts reflect only the results of operations for stations that we owned for the entire comparable period. The "pro forma" amounts assume the 2003 and 2002 acquisitions occurred as of January 1, 2002.

Additionally, Saga is releasing its financial expectations for the year 2003. With the adoption of Regulation FD by the Securities and Exchange Commission, the Company is providing guidance in order to widely disseminate the Company's outlook for the remainder of 2003. This guidance is based on the economic and market conditions as of August 6, 2003. The Company can give no assurance as to whether these conditions will continue, or if they change, how such changes may affect the Company's current expectations. While Saga may from time to time issue updated guidance, it assumes no obligation to do so.

For the quarter ending September 30, 2003, the Company expects net revenues of approximately \$31.0 - \$32.0 million and station operating income of approximately \$11.5 - \$12.5 million. For the year ending 2003, the Company expects both net revenue and station operating income on a pro forma basis to be flat to up 2%.

On July 29, 2003 the Company completed a new senior secured credit facility with The Bank of New York, as Administrative Agent, Union Bank of California, N.A., as Syndication Agent, and Fleet National Bank, as Documentation Agent. The new facility is structured as a \$200 million revolving revolver with an initial borrowing of \$109,100,000 used to pay indebtedness under the previous credit facility. The maturity date of the Agreement is July 29, 2010 with the initial interest rate of 1.50% over 6 month LIBOR. The Company expects to incur a write-off of unamortized debt issuance costs of approximately \$1.3 million due to this refinancing during the third quarter of 2003.

Saga Communications, Inc. is a broadcasting company whose business is devoted to acquiring, developing and operating broadcast properties. The Company owns or operates broadcast properties in 23 markets, including 46 FM and 25 AM radio stations, 2 state radio networks, 1 farm radio network, 4 television stations and 3 low power television stations. For additional information contact us at 313/886-7070 or on our website at [www.sagacommunications.com](http://www.sagacommunications.com).

Saga's second quarter results conference call will be on Thursday, August 7 at 9AM. The dial in number for domestic calls is 888/273-9887. For international callers the number is 612/332-0632. The call can be replayed for 7 days by calling domestically 800/475-6701 or internationally 320/365-3844 and referring to access code 690722.

This press release contains certain forward-looking statements that are based upon current expectations and involve certain risks and uncertainties within the meaning of the U.S. Private Securities Litigation Reform Act of 1995. Words such as "believes", "expects", "anticipates", "guidance" and similar expressions are intended to identify forward-looking statements. Key risks are described in the reports Saga Communications, Inc. periodically files with the U.S. Securities and Exchange Commission. Readers should note that these statements may be impacted by several factors, including national and local economic changes and changes in the radio and television broadcast industry in general, as well as Saga's actual performance. Results may vary from those stated herein and Saga undertakes no obligation to update the information contained here.

SAGA COMMUNICATIONS, INC.  
 SELECTED CONSOLIDATED FINANCIAL DATA  
 FOR THE THREE AND SIX MONTH PERIODS  
 ENDED JUNE 30, 2003 AND 2002  
 (AMOUNTS IN 000'S EXCEPT PER SHARE DATA)

	THREE MONTHS ENDED JUNE 30,		SIX MONTHS ENDED JUNE 30,	
	2003	2002	2003	2002
<b>OPERATING RESULTS</b>				
Net revenue	\$ 31,790	\$ 29,763	\$ 57,931	\$ 53,691
Station operating expense (excluding depreciation, amortization, corporate general and administrative)	20,497	18,864	39,310	35,497
Station operating income (*)	11,293	10,899	18,621	18,194
Corporate general and administrative	1,896	1,542	3,141	2,834
Depreciation	1,671	1,534	3,390	2,975
Amortization	120	125	210	250
Operating profit	7,606	7,698	11,880	12,135
Interest expense	1,157	1,367	2,692	2,708
Other (income) expense	(357)	10	(365)	3
Income before income tax	6,806	6,321	9,553	9,424
Income tax provision	2,577	2,656	3,675	3,959
Net income	\$ 4,229	\$ 3,665	\$ 5,878	\$ 5,465
<b>Earnings per share:</b>				
Basic	\$ .20	\$ .18	\$ .28	\$ .27
Diluted	\$ .20	\$ .17	\$ .28	\$ .26
Weighted average common shares	20,815	20,585	20,810	20,550
Weighted average common shares and common equivalents	21,354	21,250	21,309	21,152
<b>FREE CASH FLOW</b>				
Net Income	\$ 4,229	\$ 3,665	\$ 5,878	\$ 5,465
Plus: Depreciation and amortization	1,791	1,659	3,600	3,225
Deferred tax provision	896	876	1,335	1,306
Less: Capital expenditures	(1,682)	(1,174)	(4,203)	(3,417)
Free cash flow	\$ 5,234	\$ 5,026	\$ 6,610	\$ 6,579
<b>BALANCE SHEET DATA</b>				
Working capital			\$ 19,455	\$ 18,089
Net fixed assets			60,709	57,263
Net intangible and other assets			145,896	119,788
Total assets			237,814	211,033
Long term debt (including current portion of \$98 and \$4,552, respectively)			109,489	105,276
Stockholders' equity			99,482	81,948

(\*) Excluding depreciation, amortization, and corporate general and administrative

SAGA COMMUNICATIONS, INC.  
 SELECTED SUPPLEMENTAL FINANCIAL DATA  
 FOR THE SIX MONTHS ENDED  
 JUNE 30, 2003 AND 2002  
 (AMOUNTS IN 000'S EXCEPT PER SHARE DATA)  
 (UNAUDITED)

CONSOLIDATED (In thousands of dollars)	AS-REPORTED SIX MONTHS ENDED JUNE 30,		SAME STATION SIX MONTHS ENDED JUNE 30,		PRO FORMA(1) SIX MONTHS ENDED JUNE 30,	
	2003	2002	2003	2002	2003	2002
Net operating revenue	\$57,931	\$53,691	\$53,528	\$53,016	\$57,931	\$56,478
Station operating expense	39,310	35,497	35,338	35,040	39,310	37,712
Station operating income	18,621	18,194	18,190	17,976	18,621	18,766
Corporate general and administrative	3,141	2,834	3,141	2,834	3,141	2,932
Depreciation	3,390	2,975	3,196	2,963	3,390	3,118
Amortization	210	250	180	250	210	250
Operating profit	11,880	12,135	\$11,673	\$11,929	11,880	12,466
Interest expense	2,692	2,708			2,692	2,804
Other (income) expense	(365)	3			(365)	3
Income tax provision	3,675	3,959			3,675	4,058
Net income	\$ 5,878	\$ 5,465			\$ 5,878	\$ 5,601
Earnings per share:						
Basic	\$ 0.28	\$ 0.27			\$ 0.28	\$ 0.27
Diluted	\$ 0.28	\$ 0.26			\$ 0.28	\$ 0.26

RADIO SEGMENT (In thousands of dollars)	AS-REPORTED SIX MONTHS ENDED JUNE 30,		SAME STATION SIX MONTHS ENDED JUNE 30,		PRO FORMA(1) SIX MONTHS ENDED JUNE 30,	
	2003	2002	2003	2002	2003	2002
Net operating revenue	\$52,200	\$47,931	\$47,797	\$47,256	\$52,200	\$50,718
Station operating expense	34,606	30,931	30,634	30,474	34,606	33,146
Station operating income	17,594	17,000	17,163	16,782	17,594	17,572
Depreciation	2,515	2,168	2,321	2,156	2,515	2,311
Amortization	203	238	173	238	203	238
Operating profit	\$14,876	\$14,594	\$14,669	\$14,388	\$14,876	\$15,023

TELEVISION SEGMENT (In thousands of dollars)	AS-REPORTED SIX MONTHS ENDED JUNE 30,		SAME STATION SIX MONTHS ENDED JUNE 30,		PRO FORMA(1) SIX MONTHS ENDED JUNE 30,	
	2003	2002	2003	2002	2003	2002
Net operating revenue	\$ 5,731	\$ 5,760	\$ 5,731	\$ 5,760	\$ 5,731	\$ 5,760
Station operating expense	4,704	4,566	4,704	4,566	4,704	4,566
Station operating income	1,027	1,194	1,027	1,194	1,027	1,194
Depreciation	776	708	776	708	776	708
Amortization	7	12	7	12	7	12
Operating profit (loss)	\$ 244	\$ 474	\$ 244	\$ 474	\$ 244	\$ 474

(1) Pro Forma results assume all acquisitions occurred as of January 1, 2002.

SAGA COMMUNICATIONS, INC.  
 SELECTED SUPPLEMENTAL FINANCIAL DATA  
 FOR THE THREE MONTHS ENDED  
 JUNE 30, 2003 AND 2002  
 (AMOUNTS IN 000'S EXCEPT PER SHARE DATA)  
 (UNAUDITED)

CONSOLIDATED (In thousands of dollars)	AS-REPORTED THREE MONTHS ENDED JUNE 30,		SAME STATION THREE MONTHS ENDED JUNE 30,		PRO FORMA (1) THREE MONTHS ENDED JUNE 30,	
	2003	2002	2003	2002	2003	2002
Net operating revenue	\$31,790	\$29,763	\$29,280	\$29,204	\$31,790	\$31,096
Station operating expense	20,497	18,864	18,328	18,480	20,497	19,971
Station operating income	11,293	10,899	10,952	10,724	11,293	11,125
Corporate general and administrative	1,896	1,542	1,896	1,542	1,896	1,615
Depreciation	1,671	1,534	1,577	1,522	1,671	1,594
Amortization	120	125	90	125	120	125
Operating profit	7,606	7,698	\$7,389	\$7,535	7,606	7,791
Interest expense	1,157	1,367			1,157	1,439
Other (income) expense	(357)	10			(357)	10
Income tax provision	2,577	2,656			2,577	2,665
Net income	\$4,229	\$3,665			\$4,229	\$3,677
Earnings per share:						
Basic	\$0.20	\$0.18			\$0.20	\$0.18
Diluted	\$0.20	\$0.17			\$0.20	\$0.17

RADIO SEGMENT (In thousands of dollars)	AS-REPORTED THREE MONTHS ENDED JUNE 30,		SAME STATION THREE MONTHS ENDED JUNE 30,		PRO FORMA (1) THREE MONTHS ENDED JUNE 30,	
	2003	2002	2003	2002	2003	2002
Net operating revenue	\$28,675	\$26,758	\$26,165	\$26,199	\$28,675	\$28,091
Station operating expense	18,077	16,454	15,908	16,070	18,077	17,561
Station operating income	10,598	10,304	10,257	10,129	10,598	10,530
Depreciation	1,234	1,130	1,140	1,118	1,234	1,190
Amortization	117	119	87	119	117	119
Operating profit	\$9,247	\$9,055	\$9,030	\$8,892	\$9,247	\$9,221

TELEVISION SEGMENT (In thousands of dollars)	AS-REPORTED THREE MONTHS ENDED JUNE 30,		SAME STATION THREE MONTHS ENDED JUNE 30,		PRO FORMA (1) THREE MONTHS ENDED JUNE 30,	
	2003	2002	2003	2002	2003	2002
Net operating revenue	\$3,115	\$3,005	\$3,115	\$3,005	\$3,115	\$3,005
Station operating expense	2,420	2,410	2,420	2,410	2,420	2,410
Station operating income	695	595	695	595	695	595
Depreciation	388	354	388	354	388	354
Amortization	3	6	3	6	3	6
Operating profit (loss)	\$304	\$235	\$304	\$235	\$304	\$235

(1) Pro Forma results assume all acquisitions occurred as of January 1, 2002.

SAGA COMMUNICATIONS, INC.  
 SELECTED SUPPLEMENTAL FINANCIAL DATA  
 FOR THE SIX MONTHS ENDED  
 JUNE 30, 2003 AND 2002  
 (AMOUNTS IN 000'S EXCEPT PER SHARE DATA)  
 (UNAUDITED)

CONSOLIDATED (In thousands of dollars)	PRO FORMA (1) THREE MONTHS ENDED MARCH 31,		PRO FORMA (1) THREE MONTHS ENDED JUNE 30,		PRO FORMA (1) THREE MONTHS ENDED SEPTEMBER 30,	PRO FORMA (1) THREE MONTHS ENDED DECEMBER 31,
	2003	2002	2003	2002	2002	2002
Net operating revenue	\$26,141	\$25,382	\$31,790	\$31,096	\$30,790	\$31,756
Station operating expense	18,813	17,741	20,497	19,971	18,644	20,389
Broadcast cash flow	7,328	7,641	11,293	11,125	12,146	11,367
Corporate general and administrative	1,245	1,317	1,896	1,615	1,584	1,702
Depreciation	1,719	1,524	1,671	1,594	1,598	1,518
Amortization	90	125	120	125	125	124
Operating profit	4,274	4,675	7,606	7,791	8,839	8,023
Interest expense	1,535	1,365	1,157	1,439	1,416	1,459
Other (income) expense	(8)	(7)	(357)	10	(150)	306
Income tax provision	1,098	1,393	2,577	2,665	3,181	2,147
Net income	\$1,649	\$1,924	\$4,229	\$3,677	\$4,392	\$4,111
Earnings per share:						
Basic	\$0.08	\$0.09	\$0.20	\$0.18	\$0.21	\$0.20
Diluted	\$0.08	\$0.09	\$0.20	\$0.17	\$0.21	\$0.19

RADIO SEGMENT (In thousands of dollars)	PRO FORMA (1) THREE MONTHS ENDED MARCH 31,		PRO FORMA (1) THREE MONTHS ENDED JUNE 30,		PRO FORMA (1) THREE MONTHS ENDED SEPTEMBER 30,	PRO FORMA (1) THREE MONTHS ENDED DECEMBER 31,
	2003	2002	2003	2002	2002	2002
Net operating revenue	\$23,525	\$22,627	\$28,675	\$28,091	\$27,650	\$28,246
Station operating expense	16,529	15,585	18,077	17,561	16,360	18,023
Broadcast cash flow	6,996	7,042	10,598	10,530	11,290	10,223
Depreciation	1,281	1,121	1,234	1,190	1,195	1,099
Amortization	86	119	117	119	119	118
Operating profit	\$5,629	\$5,802	\$9,247	\$9,221	\$9,976	\$9,006

TELEVISION SEGMENT (In thousands of dollars)	PRO FORMA (1) THREE MONTHS ENDED MARCH 31,		PRO FORMA (1) THREE MONTHS ENDED JUNE 30,		PRO FORMA (1) THREE MONTHS ENDED SEPTEMBER 30,	PRO FORMA (1) THREE MONTHS ENDED DECEMBER 31,
	2003	2002	2003	2002	2002	2002
Net operating revenue	\$2,616	\$2,755	\$3,115	\$3,005	\$3,140	\$3,510
Station operating expense	2,284	2,156	2,420	2,410	2,284	2,366
Broadcast cash flow	332	599	695	595	856	1,144
Depreciation	388	354	388	354	354	370
Amortization	4	6	3	6	6	6
Operating profit	(\$60)	\$239	\$304	\$235	\$496	\$768

(1) Pro Forma results assume all acquisitions occurred as of January 1, 2002.

