

CUMULUS MEDIA INC  
Form 8-K  
May 02, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 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) May 2, 2012 (April 30, 2012)

**CUMULUS MEDIA INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**000-24525**  
(Commission  
File Number)

**36-4159663**  
(IRS employer  
Identification No.)

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**3280 Peachtree Road, N.W., Suite 2300, Atlanta GA**  
(Address of principal executive offices)

**30305**  
(Zip Code)

**Registrant's telephone number, including area code (404) 949-0700**

**n/a**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Over Events.**

On April 30, 2012, Cumulus Media Inc. (the Company ) issued a press release announcing the sale of 55 radio stations in 11 non-strategic markets to Townsquare Media, LLC in exchange for 10 radio stations in two separate markets, plus \$116 million in cash. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits.

<b>Number</b>	<b>Exhibit</b>
99.1	Press release dated April 30, 2012

**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.

CUMULUS MEDIA INC.

By: /s/ J.P. Hannan  
Name: J.P. Hannan  
Title: Senior Vice President, Treasurer  
and Chief Financial Officer

Date: May 2, 2012

**EXHIBIT INDEX**

<b>Number</b>	<b>Exhibit</b>
99.1	Press release dated April 30, 2012