

CUMULUS MEDIA INC  
Form 8-K  
November 10, 2014

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

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934  
Date of report (Date of earliest event reported): November 10, 2014

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CUMULUS MEDIA INC.

(Exact name of registrant as specified in its charter)

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|---|--|--|
| Delaware<br>(State or other jurisdiction<br>of incorporation)                                 | 000-24525<br>(Commission<br>File Number) | 36-4159663<br>(IRS employer<br>Identification No.) |
| 3280 Peachtree Road, N.W., Suite 2300, Atlanta GA<br>(Address of principal executive offices) |  | 30305<br>(Zip Code)                                |
| Registrant's telephone number, including area code (404) 949-0700<br>n/a                      |  |  |

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

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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 2.02 — Results of Operations and Financial Condition.

On November 10, 2014, Cumulus Media Inc. ("we") issued a press release announcing operating results for the three and nine months ended September 30, 2014. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

This information is furnished pursuant to Item 2.02 of Form 8-K and shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section, unless we specifically incorporate it by reference in a document filed under the Securities Act of 1933 or the Securities Exchange Act of 1934.

Item 9.01 — Financial Statements and Exhibits.

(d) Exhibits.

| Number | Exhibit                                |
|--------|--|
| 99.1   | Press release, dated November 10, 2014 |

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**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: November 10, 2014

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Exhibit Index

| Number | Exhibit                                |
|--------|--|
| 99.1   | Press release, dated November 10, 2014 |