

CUMULUS MEDIA INC  
Form 8-K  
February 25, 2019

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): February 25, 2019

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CUMULUS MEDIA INC.  
(Exact name of registrant as specified in its charter)

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|   |                                |  |
|---|--------------------------------|--|
| Delaware  | 000-38108                      | 36-4159663                                 |
| (State or other jurisdiction<br>of incorporation) | (Commission<br>File<br>Number) | (IRS<br>employer<br>Identification<br>No.) |

|   |               |
|---|---------------|
| 3280 Peachtree Road,<br>N.W., Suite 2200, Atlanta<br>GA | 30305         |
| (Address of principal<br>executive offices)             | (Zip<br>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))
- Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

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If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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Item 2.02 - Results of Operations and Financial Condition.

On February 25, 2019, Cumulus Media Inc. ("we") issued a press release announcing preliminary operating results for the three months and year ended December 31, 2018. 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.

Exhibits.

Number Exhibit

99.1 Press release, dated February 25, 2019



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/ John Abbot

Name: John Abbot

Title: Executive Vice President, Treasurer and Chief Financial Officer

Date: February 25, 2019