

Description of Transaction and Public Interest Statement

This Form 312 Application is being filed pursuant to (i) a First Amendment to Asset Purchase Agreement, dated as of November 14, 2013, among Townsquare Radio, LLC (“Townsquare”), on one hand, and Cumulus Media Holdings Inc. (“CMHI”), Cumulus Broadcasting LLC, Cumulus Licensing LLC (“Cumulus Licensing”), Citadel Broadcasting Company, and Radio License Holding CBC, LLC (“RLH”), on the other hand, and (ii) a Facilities Use Agreement, dated as of November 14, 2013, by and among Townsquare, on one hand, and Cumulus Licensing and RLH, on the other hand.

Satellite earth station E050378 is licensed to RLH, an indirect wholly-owned subsidiary of CMHI. The earth station is located in Lansing, Michigan and currently is used in conjunction with the broadcast of the Michigan Talk Network (the “Network”), which provides sports and talk programming to certain radio stations located in Michigan, some, but not all, of which are owned and operated by indirect subsidiaries of CMHI. CMHI stations located in Detroit, Michigan and Grand Rapids, Michigan produce and distribute the Network programming, and make it available to those radio stations which are part of the Network.

Through the filing of this application, RLH has requested Commission consent to assign the license for earth station E050378 to Townsquare. A grant of this application would serve the public interest because it would allow the proposed assignee to continue to operate the earth station and thereby facilitate its broadcasts and the continued distribution of the Network upon consummation of the proposed transaction.