

file

ORIGINAL



Raymond G. Bender

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June 18, 2007

VIA HAND DELIVERY

Marlene H. Dortch, Esquire
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

RECEIVED

JUN 20 2007

Satellite Division
International Bureau

FILED/ACCEPTED

JUN 18 2007

Federal Communications Commission
Office of the Secretary

Re: FCC File Nos. SES-T/C-20061212-02132
SES-T/C-20061213-02165, SES-T/C-20061213-02166,
SES-T/C-20061213-02167, SES-T/C-20061213-02171
SES-T/C-20061213-02173, SES-T/C-20061213-02174
SES-T/C-20061213-02175, SES-T/C-20061213-02178,
SES-T/C-20061213-02180, SES-T/C-20061213-02182,
SES-T/C-20061213-02183, SES-T/C-20061213-02184
SES-T/C-20061213-02186

Dear Ms. Dortch:

Transmitted herewith, on behalf of Thomas H. Lee Equity Fund VI, L.P. ("T.H. Lee") and Bain Capital (CC) IX, L.P. ("Bain," and together with T.H. Lee, the Transferees), is an amendment relating to each of the above-referenced applications for Commission consent to a proposed transfer of control of the earth station authorizations held by subsidiaries of Clear Channel Communications, Inc. ("CCC"), from the present shareholders of CCC to the Transferees. The purpose of this amendment is to submit a new Exhibit E to reflect a revision to the Transferees' proposed post-consummation ownership structure.

Should any question arise with regard to any portion of the amendment relating to Transferee Bain, please communicate with Meredith S. Senter, Jr., at Leventhal Senter & Lerman PLLC. Should any question arise with regard to any portion of the amendment relating to Transferee T.H. Lee, kindly communicate with the undersigned.

Respectfully submitted,

Raymond G. Bender, Jr.

RGB/vll

cc: Meredith S. Senter, Jr., Esquire
Ms. Jeanette Spriggs

AMENDMENT

Thomas H. Lee Equity Fund VI, L.P. (“T.H. Lee”) and Bain Capital (CC) IX, L.P. (“Bain,” and together with T.H. Lee, the “Transferees”) hereby amend the pending FCC Form 312 applications for Commission consent to a transfer of control of the earth station authorizations held by subsidiaries of Clear Channel Communications, Inc. (“CCC”) from the present shareholders of CCC to the Transferees. Specifically, Schedule A, Item A20 is being amended to submit a new Exhibit E, attached hereto, to reflect a revision to the Transferees’ proposed post-consummation ownership structure.

The applications affected by this amendment are the following:

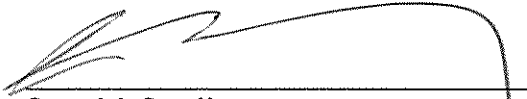
LICENSEE NAME	FCC FILE NUMBER
Ackerley Broadcasting—Fresno LLC	SES-T/C-20061213-02171
Ackerley Broadcasting Operations, LLC	SES-T/C-20061213-02173
Central NY News, Inc.	SES-T/C-20061212-02132
Central NY News, Inc.	SES-T/C-20061213-02174
Citicasters Co.	SES-T/C-20061213-02175
Clear Channel Broadcasting, Inc.	SES-T/C-20061213-02178
Clear Channel Broadcasting Licenses, Inc.	SES-T/C-20061213-02180
Clear Channel Satellite Services	SES-T/C-20061213-02183
Clear Channel Satellite Services	SES-T/C-20061213-02184
Clear Channel Satellite Services	SES-T/C-20061213-02186
Florida Radio Network	SES-T/C-20061213-02182
Kentucky News Network	SES-T/C-20061213-02167
Oklahoma News Network	SES-T/C-20061213-02166
Tennessee Radio Network	SES-T/C-20061213-02165

The undersigned hereby certify that all statements made in this amendment are true, complete and correct to the best of their knowledge and belief.

The undersigned also certify that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of

the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of the conviction for possession or distribution of a controlled substance.

Respectfully submitted,



Scott M. Sperling
Co-President of Thomas H. Lee Advisors, LLC
General Partner of Thomas H. Lee Partners, L.P.
Sole Member of THL Equity Advisors VI, LLC
General Partner of Thomas H. Lee Equity Fund VI, L.P.

Date: June 14, 2007

Ian K. Loring
Managing Director of Bain Capital Investors, LLC
General Partner of Bain Capital Partners (CC) IX, L.P.
General Partner of Bain Capital (CC) IX, L.P.

Date: June __, 2007

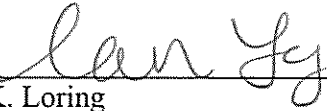
the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of the conviction for possession or distribution of a controlled substance.

Respectfully submitted,

Date: June __, 2007

Scott M. Sperling
Co-President of Thomas H. Lee Advisors, LLC
General Partner of Thomas H. Lee Partners, L.P.
Sole Member of THL Equity Advisors VI, LLC
General Partner of Thomas H. Lee Equity Fund VI, L.P.

Date: June 14, 2007



Ian K. Loring
Managing Director of Bain Capital Investors, LLC
General Partner of Bain Capital Partners (CC) IX, L.P.
General Partner of Bain Capital (CC) IX, L.P.

Exhibit E

Parties to the Application

This application and other concurrently filed transfer of control applications request Commission consent to the transfer of control of Clear Channel Communications, Inc. ("CCC") and its licensee subsidiaries holding broadcast, earth station and private wireless radio authorizations (collectively, the "Transfer Applications"). FCC Form 312 transfer of control applications are being filed concurrently for the earth station licensee subsidiaries of CCC listed on Attachment A hereto.

The proposed transaction involves a transfer of control of CCC from the present shareholders of CCC to Thomas H. Lee Equity Fund VI, L.P. ("T.H. Lee") and Bain Capital (CC) IX, L.P. ("Bain," and together with T.H. Lee, the "Transferees").¹ At the closing of the transaction (the "Closing"), the transfer of control will be effectuated by the merger of BT Triple Crown Merger Co., Inc. ("MergerCo") with and into CCC, whereupon the separate existence of MergerCo will cease, and the surviving corporation ("Surviving CCC") will continue under the name "Clear Channel Communications, Inc." and under the ultimate control of T.H. Lee and Bain.

Information regarding the officers, directors, and voting stockholders of Surviving CCC is provided in Attachment B hereto.² As reflected in Attachment B, after the Closing, BT Triple Crown Capital Holdings III, Inc. ("New Holdco") indirectly will wholly own Surviving CCC through two intermediate, single member limited liability companies. Clear Channel Capital IV, LLC, a Delaware limited liability company, will control approximately 70% of the voting rights in New Holdco. The two Transferees are the two members of Clear Channel Capital IV, LLC. Thus, each Transferee will have equal control over seventy percent (70%) of the voting rights in New Holdco. The remaining approximately thirty percent (30%) of the voting rights in New Holdco will be held by those current public shareholders of CCC that may elect to roll over a portion of their present interest in CCC into shares of New Holdco. The chart included as Attachment C depicts the proposed control structure of the Surviving CCC.³

Both New Holdco and the Surviving CCC will have initial boards of directors consisting of twelve members. T.H. Lee and Bain will each have a right to appoint four directors to each board. Mark P. Mays and Randall T. Mays, currently officers and

¹ Affiliates of Transferees are in the business of managing capital and investing in a broad range of companies.

² For the convenience of the Commission, information furnished in Attachment B is provided in the same format as provided in response to Item 6(a), Section IV of FCC Form 315.

³ Except as may be otherwise specified, information provided in the Transfer Applications with respect to the Transferees pertains to the control of the Surviving CCC as it will exist as of Closing.

First Amendment to Exhibit E
FCC Form 312, Schedule A, Item A20
June 2007

directors of CCC, also will serve as officers and directors of New Holdco and the Surviving CCC. The remaining two directors of New Holdco and Surviving CCC will be independent directors, one of whom initially will be selected by Highfields Capital Management LP ("HCMLP") and the other director will be initially selected by the nominating committee of New Holdco in consultation with HCMLP and other significant public shareholders, if any. Thereafter, the two independent directors will be selected by the holders of the shares issued as merger consideration to the present public shareholders that may choose to become shareholders in New Holdco post-Closing; provided, that until HCMLP owns less than 5% of the outstanding voting securities of New Holdco issued as merger consideration, New Holdco will nominate one independent director who is selected by HCMLP and will nominate the other independent director after consultation with HCMLP and other significant public shareholders, if any.

The Transferees will have the right to remove any of their designated directors and to designate the replacement for their designated director or directors. The officers of CCC duly appointed as of the date of the Closing will continue in their respective offices. Accordingly, the present CCC officers are reported below.

**Attachment A
Transfer Applications**

Amendments to the FCC Form 312 transfer of control applications are being filed concurrently for the following licensee subsidiaries of Clear Channel Communications, Inc. holding earth station authorizations:

Ackerley Broadcasting Fresno, LLC
Ackerley Broadcasting Operations, LLC
Central NY News, Inc.
Citicasters Co.
Clear Channel Broadcasting, Inc.
Clear Channel Broadcasting Licenses, Inc.
Clear Channel Satellite Services
Florida Radio Networks
Kentucky News Network
Oklahoma News Network
Tennessee Radio Network

First Amendment to Exhibit E
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Attachment B
Clear Channel Communications, Inc. (following merger at the Closing with BT
Triple Crown Merger Co., Inc.)

Line 1 - Name and address of officers, directors and stockholders
 Line 2 - Citizenship
 Line 3 - Positional interest
 Line 4 - Percentage of votes
 Line 5 - Percentage of total assets (debt plus equity)

The Transfer Agreement provides that the officers of the Surviving CCC following the Closing will be the officers of CCC immediately prior to the Closing. The current officers of CCC (as provided by CCC) are listed below.

	(a)	(b)	(c)
1.	Clear Channel Communications, Inc. 2625 S. Memorial Drive Suite A Tulsa, OK 74129	Mark P. Mays 120 Primrose San Antonio, TX 78209	Randall T. Mays 400 Genesco Rd. San Antonio, TX 78209
2.	Texas corporation	U.S.	U.S.
3.	N/A	Director/CEO/COO	Director/President/CFO
4.	N/A	0%	0%
5.	N/A	See Note 1	See Note 1

	(d)	(e)	(f)
1.	Bob Cohen 308 Elizabeth Road San Antonio, TX 78209	John Hogan 30899 Venturer Fair Oaks Ranch, TX	Paul Meyer 200 East Basse Road San Antonio, TX 78209
2.	U.S.	U.S.	U.S.
3.	President Clear Channel International Radio	President/CEO Clear Channel Radio	Global President/COO Clear Channel Outdoor Worldwide
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(g)	(h)	(i)
1.	Don Perry 4 Montique Court San Antonio, TX	Andrew W. Levin 13751 Bluff Villas Court San Antonio, TX 78216	Brian Coleman 219 Ridge Haven Place San Antonio, TX 78209
2.	U.S.	U.S.	U.S.
3.	President/CEO Clear Channel Television	Executive Vice President/Chief Legal Officer/Secretary	Senior Vice President/Treasurer
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

¹ The Transferees interpret Line 5 as seeking information about any parties, whose interests are otherwise non-attributable, who acquire attributable status as a result of operation of the "equity debt plus" rule (47 C.F.R. § 73.3555, Note 2(j)). There are no such parties in any of the reporting entities.

**First Amendment to Exhibit E
FCC Form 312, Schedule A, Item A20
June 2007**

	(j)	(k)	(l)
1.	Charles G. Dan, III 503 Circle St. San Antonio, TX 78209	Bill Hamersly 9543 Legend Isle Dr. San Antonio, TX 78250	Herbert W. Hill, Jr. 401 Eldon San Antonio, TX 78209
2.	U.S.	U.S.	U.S.
3.	Senior Vice President/Real Estate	Senior Vice President/Human Resources	Senior Vice President/CAO/ Assistant Secretary
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(m)	(n)	(o)
1.	Kathryn Mays Johnson 528 Terrell Road San Antonio, TX 78209	Jessica Marventano 2419 North Lincoln Street Arlington, VA 22207	Randy Palmer 13914 Blenheim Ridge San Antonio, TX 78321
2.	U.S.	U.S.	U.S.
3.	Senior Vice President/Corporate Relations	Senior Vice President/Government Affairs	Senior Vice President/Investor Relations
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(p)	(q)	(r)
1.	Stephanie Rosales 9531 Shining Elm San Antonio, TX 78254	John T. Tippit 404 Charles Rd. San Antonio, TX 78209	David E. Wilson 2603 Quail Knoll San Antonio, TX 78231
2.	U.S.	U.S.	U.S.
3.	Senior Vice President/Corporate Accounting and Regulatory Compliance	Senior Vice President/Strategic Development	Senior Vice President/Chief Information Officer
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(s)	(t)	(u)
1.	Scott Bick 13811 Ridge Arm San Antonio, TX 78230	Dirk Eller 680 E. Basse Road, # 134 San Antonio, TX 78209	Chris Harrington 24823 Shining Arrow San Antonio, TX 78209
2.	U.S.	U.S.	U.S.
3.	Vice President/Domestic Tax	Vice President/Corporate Development	Vice President/International Tax
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(v)	(w)	(x)
1.	Ace Horan 74 Sable Heights San Antonio, TX 78258	Paul Peterson 6202 Welles Brook Dr. San Antonio, TX 78240	Joe Shannon 914 Foxton Drive San Antonio, TX
2.	U.S.	U.S.	U.S.
3.	Vice President/Financial Systems	Vice President/Corporate Services	Vice President/Chief Technology Officer
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

**First Amendment to Exhibit E
FCC Form 312, Schedule A, Item A20
June 2007**

	(y)	(z)	(aa)
1.	Mary Stich 2602 Friar Tuck San Antonio, TX 78209	Hamlet T. Newsom, Jr. 6 Rock Ridge San Antonio, TX 78209	Lisa Dollinger 2100 Robinhood Trail Austin, TX 78703
2.	U.S.	U.S.	U.S.
3.	Vice President/Associate General Counsel	Assistant Secretary	Chief Communications Officer
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(bb)	(cc)	(dd)
1.	Scott M. Sperling 100 Federal Street 35th Floor Boston, MA 02110	Richard J. Bressler 100 Federal Street 35th Floor Boston, MA 02110	Kent R. Weldon 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	U.S.
3.	Director	Director	Director
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(ee)	(ff)	(gg)
1.	Charles A. Brizius 100 Federal Street 35th Floor Boston, MA 02110	Stephen W. Barnes c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	John P. Connaughton c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	U.S.	U.S.
3.	Director	Director	Director
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(hh)	(ii)	(jj)
1.	Ian K. Loring c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Edward J. Han c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	HCMLP Designated Director ²
2.	U.S.	U.S.	U.S.
3.	Director	Director	Director
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

² This director will be a United States citizen and will be designated at Closing. This director will be initially selected by the nominating committee of New Holdco in consultation with HCMLP and other significant public shareholders, if any, that may elect to roll over a portion of their present interest in CCC into shares of New Holdco. Thereafter, this director will be selected by the holders of the shares issued as merger consideration to the present public shareholders that may choose to become shareholders in New Holdco post-Closing; provided, that until HCMLP owns less than 5% of the outstanding voting securities of New Holdco issued as merger consideration, New Holdco will nominate a candidate who is selected by HCMLP.

**First Amendment to Exhibit E
FCC Form 312, Schedule A, Item A20
June 2007**

	(kk)	(ll)	(mm)
1.	Shareholder Elected Director ³	L. Lowry Mays 500 Alameda Cir. San Antonio, TX 78212	Clear Channel Capital I, LLC c/o Ropes & Gray One International Place Boston, MA 02110 Attn: David C. Chapin
2.	U.S.	U.S.	Delaware Limited Liability Company
3.	Director	Chairman Emeritus	Sole Shareholder
4.	0%	0%	100%
5.	See Note 1	See Note 1	See Note 1

³ This director will be initially selected by the nominating committee of New Holdco in consultation with HCMLP and other significant public shareholders, if any. Thereafter, this director will be selected by the holders of the shares issued as merger consideration to the present public shareholders that may choose to become shareholders in New Holdco post-Closing; provided, that until HCMLP own less than 5% of the outstanding voting securities of New Holdco issued as merger consideration, New Holdco will nominate the candidate to fill this seat on the board after consultation with HCMLP and other significant public shareholders, if any.

**First Amendment to Exhibit E
FCC Form 312, Schedule A, Item A20
June 2007**

- Line 1 - Name and address of officers, directors and stockholders
 Line 2 - Citizenship
 Line 3 - Positional interest
 Line 4 - Percentage of votes
 Line 5 - Percentage of total assets (debt plus equity)

Clear Channel Capital I, LLC

	(a)	(b)
1.	Clear Channel Capital I, LLC c/o Ropes & Gray One International Place Boston, MA 02110 Attn: David C. Chapin	Clear Channel Capital II, LLC c/o Ropes & Gray One International Place Boston, MA 02110 Attn: David C. Chapin
2.	Delaware Limited Liability Company	Delaware Limited Liability Company
3.	N/A	Sole Member
4.	N/A	100.00%
5.	N/A	See Note 1

Clear Channel Capital II, LLC

	(a)	(b)
1.	Clear Channel Capital II, LLC c/o Ropes & Gray One International Place Boston, MA 02110 Attn: David C. Chapin	BT Triple Crown Capital Holdings III, Inc. c/o Ropes & Gray One International Place Boston, MA 02110 Attn: David C. Chapin
2.	Delaware Limited Liability Company	Delaware Corporation
3.	N/A	Sole Member
4.	N/A	100.00%
5.	N/A	See Note 1

First Amendment to Exhibit E
FCC Form 312, Schedule A, Item A20
June 2007

Line 1 - Name and address of officers, directors and stockholders
 Line 2 - Citizenship
 Line 3 - Positional interest
 Line 4 - Percentage of votes
 Line 5 - Percentage of total assets (debt plus equity)

BT Triple Crown Capital Holdings III, Inc.

	(a)	(b)	(c)
1.	BT Triple Crown Capital Holdings III, Inc. c/o Ropes & Gray One International Place Boston, MA 02110 Attn: David C. Chapin	Mark P. Mays 120 Primrose San Antonio, TX 78209	Randall T. Mays 400 Genesco Rd. San Antonio, TX 78209
2.	Delaware Corporation	U.S.	U.S.
3.	N/A	Director/CEO/COO	Director/President/CFO
4.	N/A	0%	0%
5.	N/A	See Note 1	See Note 1

	(d)	(e)	(f)
1.	Bob Cohen 308 Elizabeth Road San Antonio, TX 78209	John Hogan 30899 Venturer Fair Oaks Ranch, TX	Paul Meyer 200 East Basse Road San Antonio, TX 78209
2.	U.S.	U.S.	U.S.
3.	President Clear Channel International Radio	President/CEO Clear Channel Radio	Global President/COO Clear Channel Outdoor Worldwide
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(g)	(h)	(i)
1.	Don Perry 4 Montique Court San Antonio, TX	Andrew W. Levin 13751 Bluff Villas Court San Antonio, TX 78216	Brian Coleman 219 Ridge Haven Place San Antonio, TX 78209
2.	U.S.	U.S.	U.S.
3.	President/CEO Clear Channel Television	Executive Vice President/Chief Legal Officer/Secretary	Senior Vice President/Treasurer
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(j)	(k)	(l)
1.	Charles G. Dan, III 503 Circle St. San Antonio, TX 78209	Bill Hamersly 9543 Legend Isle Dr. San Antonio, TX 78250	Herbert W. Hill, Jr. 401 Eldon San Antonio, TX 78209
2.	U.S.	U.S.	U.S.
3.	Senior Vice President/Real Estate	Senior Vice President/Human Resources	Senior Vice President/CAO/Assistant Secretary
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

**First Amendment to Exhibit E
FCC Form 312, Schedule A, Item A20
June 2007**

	(m)	(n)	(o)
1.	Kathryn Mays Johnson 528 Terrell Road San Antonio, TX 78209	Jessica Marventano 2419 North Lincoln Street Arlington, VA 22207	Randy Palmer 13914 Blenheim Ridge San Antonio, TX 78321
2.	U.S.	U.S.	U.S.
3.	Senior Vice President/Corporate Relations	Senior Vice President/Government Affairs	Senior Vice President/Investor Relations
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(p)	(q)	(r)
1.	Stephanie Rosales 9531 Shining Elm San Antonio, TX 78254	John T. Tippit 404 Charles Rd. San Antonio, TX 78209	David E. Wilson 2603 Quail Knoll San Antonio, TX 78231
2.	U.S.	U.S.	U.S.
3.	Senior Vice President/Corporate Accounting and Regulatory Compliance	Senior Vice President/Strategic Development	Senior Vice President/Chief Information Officer
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(s)	(t)	(u)
1.	Scott Bick 13811 Ridge Arm San Antonio, TX 78230	Dirk Eller 680 E. Basse Road, # 134 San Antonio, TX 78209	Chris Harrington 24823 Shining Arrow San Antonio, TX 78209
2.	U.S.	U.S.	U.S.
3.	Vice President/Domestic Tax	Vice President/Corporate Development	Vice President/International Tax
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(v)	(w)	(x)
1.	Ace Horan 74 Sable Heights San Antonio, TX 78258	Paul Peterson 6202 Welles Brook Dr. San Antonio, TX 78240	Joe Shannon 914 Foxton Drive San Antonio, TX
2.	U.S.	U.S.	U.S.
3.	Vice President/Financial Systems	Vice President/Corporate Services	Vice President/Chief Technology Officer
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(y)	(z)	(aa)
1.	Mary Stich 2602 Friar Tuck San Antonio, TX 78209	Hamlet T. Newsom, Jr. 6 Rock Ridge San Antonio, TX 78209	Lisa Dollinger 2100 Robinhood Trail Austin, TX 78703
2.	U.S.	U.S.	U.S.
3.	Vice President/Associate General Counsel	Assistant Secretary	Chief Communications Officer
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

**First Amendment to Exhibit E
FCC Form 312, Schedule A, Item A20
June 2007**

	(bb)	(cc)	(dd)
1.	Scott M. Sperling 100 Federal Street 35th Floor Boston, MA 02110	Richard J. Bressler 100 Federal Street 35th Floor Boston, MA 02110	Kent R. Weldon 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	U.S.
3.	Director	Director	Director
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(ee)	(ff)	(gg)
1.	Charles A. Brizius 100 Federal Street 35th Floor Boston, MA 02110	Stephen W. Barnes c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	John P. Connaughton c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	U.S.	U.S.
3.	Director	Director	Director
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(hh)	(ii)	(jj)
1.	Ian K. Loring c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Edward J. Han c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	HCMLP Designated Director See Note 2
2.	U.S.	U.S.	U.S.
3.	Director	Director	Director
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(kk)	(ll)	(mm)
1.	Shareholder Elected Director See Note 3	L. Lowry Mays 500 Alameda Cir. San Antonio, TX 78212	Clear Channel Capital IV, LLC c/o Ropes & Gray One International Place Boston, MA 02110 Attn: David C. Chapin
2.	U.S.	U.S.	Delaware Limited Liability Company
3.	Director	Chairman Emeritus	Shareholder
4.	0%	0%	Approximately 70% ⁴
5.	See Note 1	See Note 1	See Note 1

⁴ The remaining approximately thirty percent (30%) of the stock of New Holdco will be held by those current public shareholders of CCC that elect to roll over a portion of their present interest in CCC into shares of New Holdco.

First Amendment to Exhibit E
FCC Form 312, Schedule A, Item A20
June 2007

Line 1 - Name and address of officers, directors and stockholders
 Line 2 - Citizenship
 Line 3 - Positional interest
 Line 4 - Percentage of votes
 Line 5 - Percentage of total assets (debt plus equity)

Clear Channel Capital IV, LLC⁵

	(a)	(b)	(c)
1.	Clear Channel Capital IV, LLC c/o Ropes & Gray One International Place Boston, MA 02110 Attn: David C. Chapin	Scott M. Sperling 100 Federal Street 35th Floor Boston, MA 02110	Richard J. Bressler 100 Federal Street 35th Floor Boston, MA 02110
2.	Delaware Limited Liability Company	U.S.	U.S.
3.	N/A	Member, Board of Managers	Member, Board of Managers
4.	N/A	0%	0%
5.	N/A	See Note 1	See Note 1

	(d)	(e)	(f)
1.	Kent R. Weldon 100 Federal Street 35th Floor Boston, MA 02110	Charles A. Brizius 100 Federal Street 35th Floor Boston, MA 02110	Stephen W. Barnes c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	U.S.	U.S.
3.	Member, Board of Managers	Member, Board of Managers	Member, Board of Managers
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(g)	(h)	(i)
1.	John P. Connaughton c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Ian K. Loring c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Edward J. Han c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	U.S.	U.S.
3.	Member, Board of Managers	Member, Board of Managers	Member, Board of Managers
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

⁵ An eight-member board of managers will govern Clear Channel Capital IV, LLC. Each manager will have one vote. Bain will appoint four members to the board and T.H. Lee will appoint four members. Any action by the board of managers will require a majority vote of those managers present and at least one vote from a Bain representative and one vote from a T.H. Lee representative.

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	(j)	(k)
1.	Bain Capital (CC) IX, L.P. c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Thomas H. Lee Equity Fund VI, L.P. c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	Delaware Limited Liability Company	Delaware Limited Partnership
3.	Member	Member
4.	50%	50%
5.	See Note 1	See Note 1

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Line 1 - Name and address of officers, directors and stockholders
 Line 2 - Citizenship
 Line 3 - Positional interest
 Line 4 - Percentage of votes
 Line 5 - Percentage of total assets (debt plus equity)

Bain Capital (CC) IX, L.P.

	(a)	(b)	(c)
1.	Bain Capital (CC) IX, L.P. c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Bain Capital Partners (CC) IX, L.P. c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Insulated Limited Partners ⁶
2.	Delaware Limited Partnership (to be formed)	Delaware Limited Partnership	
3.	N/A	General Partner	Insulated Limited Partners
4.	N/A	100.00%	0.00%
5.	N/A	See Note 1	See Note 1

Bain Capital Partners (CC) IX, L.P.

	(a)	(b)	(c)
1.	Bain Capital Partners (CC) IX, L.P. c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Bain Capital Investors, LLC c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Limited Partners ⁷
2.	Delaware Limited Partnership (to be formed)	Delaware Limited Liability Company	
3.	N/A	General Partner	Limited Partners
4.	N/A	100.00%	0.00%
5.	N/A	See Note 1	See Note 1

⁶ The insulated limited partners of Bain Capital (CC) IX, L.P. will hold over 99% of the equity of this entity.

⁷ The limited partners of Bain Capital Partners (CC) IX, L.P. will be the individuals identified as managing directors or members of Bain Capital Investors, LLC, related entities such as family trusts established by such individuals, and investment funds created for the benefit of employees of affiliates of Bain Capital Investors, LLC.

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- Line 1 - Name and address of officers, directors and stockholders
 Line 2 - Citizenship
 Line 3 - Positional interest
 Line 4 - Percentage of votes
 Line 5 - Percentage of total assets (debt plus equity)

Bain Capital Investors, LLC

	(a)	(b)	(c)
1.	Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Andrew B. Balson c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Stephen W. Barnes c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	Delaware Limited Liability Company	U.S.	U.S.
3.	N/A	Managing Director, Member	Managing Director, Member
4.	N/A	7.14% ⁸	7.14%
5.	N/A	See Note 1	See Note 1

	(d)	(e)	(f)
1.	Joshua Bekenstein c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Edward W. Conard c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	John P. Connaughton c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	U.S.	U.S.
3.	Managing Director, Member	Managing Director, Member	Managing Director, Member
4.	7.14%	7.14%	7.14%
5.	See Note 1	See Note 1	See Note 1

	(g)	(h)	(i)
1.	Paul B. Edgerly c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	S. Jordan Hitch c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Matthew S. Levin c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	U.S.	U.S.
3.	Managing Director, Member	Managing Director, Member	Managing Director, Member
4.	7.14%	7.14%	7.14%
5.	See Note 1	See Note 1	See Note 1

⁸ Investment and disposition decisions by Bain Capital Investors, LLC are made by a majority vote of the 14 managing directors (as modified from time to time to reflect admissions and resignations), each of whom has a single vote, which equates currently to a voting interest with respect to such investment or disposition decisions of approximately 7.14 percent of the total vote.

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	(j)	(k)	(l)
1.	Ian K. Loring c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Philip H. Loughlin IV c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Mark E. Nunnally c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	U.S.	U.S.
3.	Managing Director, Member	Managing Director, Member	Managing Director, Member
4.	7.14%	7.14%	7.14%
5.	See Note 1	See Note 1	See Note 1

	(m)	(n)	(o)
1.	Stephen G. Pagliuca c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Michael Ward c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Stephen M. Zide c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	U.S.	U.S.
3.	Managing Director, Member	Managing Director, Member	Managing Director, Member
4.	7.14%	7.14%	7.14%
5.	See Note 1	See Note 1	See Note 1

The following members of Bain Capital Investors, LLC, although not insulated by the entity's limited liability company agreement, will not participate in the investment and disposition decisions of Bain Capital Investors, LLC.

	(p)	(q)	(r)
1.	Ajay Agarwal c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Richard C. Albright c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Dewey J. Awad c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	U.S.	U.S.
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(s)	(t)	(u)
1.	Michael Bevacqua c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Ulrich Biffar c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Philip J. Carter c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	Germany ⁹	U.S.
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

⁹ Mr. Biffar will be insulated with respect to Bain Capital Investors, LLC's investment in the Surviving CCC. He will have no material involvement, directly or indirectly, in the management or operation of the media-related activities of Bain Capital Investors, LLC.

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	(v)	(w)	(x)
1.	Stuart Davies c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Diane J. Exter c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Domenic J. Ferrante c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	U.S.	U.S.
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(y)	(z)	(aa)
1.	Michael F. Goss c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	James F. Kellogg, III c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Ferdinando Grimaldi c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	U.S.	Italy ¹⁰
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(bb)	(cc)	(dd)
1.	James H. Hildebrandt c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Jingsheng Huang c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Michael A. Krupka c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	Canada ¹¹	China ¹²	U.S.
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(ee)	(ff)	(gg)
1.	Jonathan S. Lavine c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Matthew P. McPherron c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Anand More c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	U.S.	U.S.
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

¹⁰ Mr. Grimaldi will be insulated with respect to Bain Capital Investors, LLC's investment in the Surviving CCC. He will have no material involvement, directly or indirectly, in the management or operation of the media-related activities of Bain Capital Investors, LLC.

¹¹ Mr. Hildebrandt will be insulated with respect to Bain Capital Investors, LLC's investment in the Surviving CCC. He will have no material involvement, directly or indirectly, in the management or operation of the media-related activities of Bain Capital Investors, LLC.

¹² Mr. Huang will be insulated with respect to Bain Capital Investors, LLC's investment in the Surviving CCC. He will have no material involvement, directly or indirectly, in the management or operation of the media-related activities of Bain Capital Investors, LLC.

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	(hh)	(ii)	(jj)
1.	Kristin W. Mugford c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	James J. Nahirny c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Benjamin Nye c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	U.S.	U.S.
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(kk)	(ll)	(mm)
1.	William E. Pappendick IV c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Michel Plantevin c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Dwight M. Poler c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	France ¹³	U.S.
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(nn)	(oo)	(pp)
1.	Peter W. Riehl c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Douglas J. Rudisch c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	S. Walid Sarkis c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	U.S.	U.S.
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(qq)	(rr)	(ss)
1.	Jeffrey M. Schwartz c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Junichi Shiroshita c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119	Yuji Sugimoto c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.	Japan ¹⁴	Japan ¹⁵
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

¹³ Mr. Plantevin will be insulated with respect to Bain Capital Investors, LLC's investment in the Surviving CCC. He will have no material involvement, directly or indirectly, in the management or operation of the media-related activities of Bain Capital Investors, LLC.

¹⁴ Mr. Shiroshita will be insulated with respect to Bain Capital Investors, LLC's investment in the Surviving CCC. He will have no material involvement, directly or indirectly, in the management or operation of the media-related activities of Bain Capital Investors, LLC.

¹⁵ Mr. Sugimoto will be insulated with respect to Bain Capital Investors, LLC's investment in the Surviving CCC. He will have no material involvement, directly or indirectly, in the management or operation of the media-related activities of Bain Capital Investors, LLC.

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(tt)	
1.	Jonathan Zhu c/o Bain Capital Investors, LLC 111 Huntington Avenue Boston, MA 02119
2.	U.S.
3.	Member
4.	0.00%
5.	See Note 1

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- Line 1 - Name and address of officers, directors and stockholders
 Line 2 - Citizenship
 Line 3 - Positional interest
 Line 4 - Percentage of votes
 Line 5 - Percentage of total assets (debt plus equity)

Thomas H. Lee Equity Fund VI, L.P.

	(a)	(b)	(c)
1.	Thomas H. Lee Equity Fund VI, L.P. c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	THL Equity Advisors VI, LLC c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Insulated Limited Partners ¹⁶
2.	Delaware Limited Partnership	Delaware LLC	
3.	N/A	General Partner	Insulated Limited Partners
4.	N/A	100.00%	0.00%
5.	N/A	See Note 1	See Note 1

THL Equity Advisors VI, LLC

	(a)	(b)
1.	THL Equity Advisors VI, LLC c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Thomas H. Lee Partners, L.P. 100 Federal Street 35th Floor Boston, MA 02110
2.	Delaware Limited Liability Company	Delaware Limited Partnership
3.	N/A	Sole Member
4.	N/A	100.00%
5.	N/A	See Note 1

¹⁶ The insulated limited partners of Thomas H. Lee Equity Fund VI, L.P. will hold over 99% of the equity of this entity.

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Line 1 - Name and address of officers, directors and stockholders

Line 2 - Citizenship

Line 3 - Positional interest

Line 4 - Percentage of votes

Line 5 - Percentage of total assets (debt plus equity)

Thomas H. Lee Partners, L.P.¹⁷

	(a)	(b)	(c)
1.	Thomas H. Lee Partners, L.P. 100 Federal Street 35th Floor Boston, MA 02110	Thomas H. Lee Advisors, LLC c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Scott A. Schoen c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	Delaware Limited Partnership	Delaware Limited Liability Company	U.S.
3.	N/A	General Partner	Limited Partner; Managing Director of General Partner. <i>See Note 18</i>
4.	N/A	100.00%	0.00%
5.	N/A	<i>See Note 1</i>	<i>See Note 1</i>

	(d)	(e)	(f)
1.	Anthony J. DiNovi c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Scott M. Sperling c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Thomas M. Hagerty c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	U.S.
3.	Limited Partner; Managing Director of General Partner. <i>See Note 18</i>	Limited Partner; Managing Director of General Partner. <i>See Note 18</i>	Limited Partner; Managing Director of General Partner. <i>See Note 18</i>
4.	0.00%	0.00%	0.00%
5.	<i>See Note 1</i>	<i>See Note 1</i>	<i>See Note 1</i>

¹⁷ The limited partners of Thomas H. Lee Partners, L.P. ("THL Partners") also include trusts or family limited partnerships established as estate planning vehicles of individuals who are limited partners of THL Partners.

¹⁸ This individual limited partner of THL Partners is one of ten Managing Directors who collectively govern Thomas H. Lee Advisors, LLC, the general partner of THL Partners. The limited partners of THL Partners, other than the ten Managing Directors, have no voting rights under the limited partnership agreement of THL Partners.

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	(g)	(h)	(i)
1.	Seth W. Lawry c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Kent R. Weldon c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Todd M. Abbrecht c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	U.S.
3.	Limited Partner; Managing Director of General Partner. <i>See Note 18</i>	Limited Partner; Managing Director of General Partner. <i>See Note 18</i>	Limited Partner; Managing Director of General Partner. <i>See Note 18</i>
4.	0.00%	0.00%	0.00%
5.	<i>See Note 1</i>	<i>See Note 1</i>	<i>See Note 1</i>

	(j)	(k)	(l)
1.	Charles A. Brizius c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Scott L. Jaeckel c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Soren L. Oberg c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	Canada ¹⁹
3.	Limited Partner; Managing Director of General Partner. <i>See Note 18</i>	Limited Partner; Managing Director of General Partner. <i>See Note 18</i>	Limited Partner; Managing Director of General Partner. <i>See Note 18</i>
4.	0.00%	0.00%	0.00%
5.	<i>See Note 1</i>	<i>See Note 1</i>	<i>See Note 1</i>

	(m)	(n)	(o)
1.	George R. Taylor c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Richard J. Bressler c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Gregory A. White c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	U.S.
3.	Limited Partner	Limited Partner	Limited Partner
4.	0.00%	0.00%	0.00%
5.	<i>See Note 1</i>	<i>See Note 1</i>	<i>See Note 1</i>

¹⁹ Mr. Oberg will be insulated with respect to the THL Partners investment in the Surviving CCC. He will have no material involvement, directly or indirectly, in the management or operation of the media-related activities of THL Partners.

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	(p)	(q)	(r)
1.	Joshua M. Nelson c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Jeff T. Swenson c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Ganesh B. Rao c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	U.S.
3.	Limited Partner	Limited Partner	Limited Partner
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(s)	(t)	(u)
1.	James C. Carlisle c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Joseph F. Pesce c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Charles P. Holden c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	U.S.
3.	Limited Partner	Limited Partner	Limited Partner
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(v)	(w)	(x)
1.	Joshua Bresler c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Jeremy Tan c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Putnam Investments, LLC c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	Republic of Singapore ²⁰	Delaware Limited Liability Company
3.	Limited Partner	Limited Partner	Limited Partner
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

²⁰ Mr. Tan will be insulated with respect to the THL Partners investment in the Surviving CCC. He will have no material involvement, directly or indirectly, in the management or operation of the media-related activities of THL Partners.

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	(y)	(z)	(aa)
1.	Warren C. Smith, Jr. c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Thomas H. Lee c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	David V. Harkins c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	U.S.
3.	Limited Partner ²¹	Limited Partner ²²	Limited Partner ²³
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(bb)	(cc)
1.	C. Hunter Boll c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Terrence M. Mullen c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.
3.	Limited Partner ²⁴	Limited Partner ²⁵
4.	0.00%	0.00%
5.	See Note 1	See Note 1

²¹ Mr. Smith does not participate in the investments of Thomas H. Lee Equity Fund VI, L.P. through THL Partners.

²² Mr. Lee does not participate in the investments of Thomas H. Lee Equity Fund VI, L.P. through THL Partners.

²³ Mr. Harkins does not participate in the investments of Thomas H. Lee Equity Fund VI, L.P. through THL Partners.

²⁴ Mr. Boll does not participate in the investments of Thomas H. Lee Equity Fund VI, L.P. through THL Partners.

²⁵ Mr. Mullen does not participate in the investments of Thomas H. Lee Equity Fund VI, L.P. through THL Partners.

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- Line 1 - Name and address of officers, directors and stockholders
 Line 2 - Citizenship
 Line 3 - Positional interest
 Line 4 - Percentage of votes
 Line 5 - Percentage of total assets (debt plus equity)

Thomas H. Lee Advisors, LLC²⁶

	(a)	(b)	(c)
1.	Thomas H. Lee Advisors, LLC c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Scott A. Schoen c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Anthony J. DiNovi c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	Delaware Limited Liability Company	U.S.	U.S.
3.	N/A	Managing Director and Co-President	Managing Director and Co-President
4.	N/A	10%	10%
5.	N/A	See Note 1	See Note 1

	(d)	(e)	(f)
1.	Scott M. Sperling c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Thomas M. Hagerty c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Seth W. Lawry c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	U.S.
3.	Managing Director and Co-President	Managing Director	Managing Director
4.	10%	10%	10%
5.	See Note 1	See Note 1	See Note 1

	(g)	(h)	(i)
1.	Kent R. Weldon c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Todd M. Abbrecht c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Charles A. Brizius c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	U.S.
3.	Managing Director	Managing Director	Managing Director
4.	10%	10%	10%
5.	See Note 1	See Note 1	See Note 1

²⁶ Thomas H. Lee Advisors, LLC is governed by a majority vote of its ten Managing Directors, each of whom has a single vote, with certain categories of major decisions requiring a two-thirds majority and the concurrence of two of the three Co-Presidents. The members of Thomas H. Lee Advisors, LLC also include trusts and family limited partnerships established as estate planning vehicles of individuals who are members of Thomas H. Lee Advisors, LLC. The ten Managing Directors of Thomas H. Lee Advisors, LLC collectively own 67.2 percent of the equity of Thomas H. Lee Advisors, LLC, but each such Managing Director owns less than 10 percent of such equity.

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	(j)	(k)	(l)
1.	Scott L. Jaeckel c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Soren L. Oberg c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	George R. Taylor c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	Canada ²⁷	U.S.
3.	Managing Director	Managing Director	Member
4.	10%	10%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(m)	(n)	(o)
1.	Richard J. Bressler c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Gregory A. White c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Joshua M. Nelson c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	U.S.
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(p)	(q)	(r)
1.	Jeff T. Swenson c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Ganesh B. Rao c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	James C. Carlisle c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	U.S.
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(s)	(t)	(u)
1.	Joseph F. Pesce c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Charles P. Holden c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Joshua Bresler c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	U.S.
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

²⁷ Mr. Oberg will be insulated with respect to Thomas H. Lee Advisors, LLC's investment in the Surviving CCC. He will have no material involvement, directly or indirectly, in the management or operation of the media-related activities of Thomas H. Lee Advisors, LLC.

**First Amendment to Exhibit E
FCC Form 312, Schedule A, Item A20
June 2007**

	(v)	(w)	(x)
1.	Jeremy Tan c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Putnam Investments, LLC c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	Thomas H. Lee c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	Republic of Singapore ²⁸	Delaware Limited Liability Company	U.S.
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(y)	(z)	(aa)
1.	Warren C. Smith, Jr. c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	David V. Harkins c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110	C. Hunter Boll c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.	U.S.	U.S.
3.	Member	Member	Member
4.	0.00%	0.00%	0.00%
5.	See Note 1	See Note 1	See Note 1

	(bb)
1.	Terrence M. Mullen c/o Thomas H. Lee Partners 100 Federal Street 35th Floor Boston, MA 02110
2.	U.S.
3.	Member
4.	0.00%
5.	See Note 1

²⁸ Mr. Tan will be insulated with respect to Thomas H. Lee Advisors, LLC's investment in the Surviving CCC. He will have no material involvement, directly or indirectly, in the management or operation of the media-related activities of Thomas H. Lee Advisors, LLC.

First Amendment to Exhibit E
FCC Form 312, Schedule A, Item A20
June 2007

- Line 1 - Name and address of officers, directors and stockholders
 Line 2 - Citizenship
 Line 3 - Positional interest
 Line 4 - Percentage of votes
 Line 5 - Percentage of total assets (debt plus equity)

Highfields Capital Management LP²⁹

	(a)	(b)	(c)
1.	Highfields Capital Management LP c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116	Highfields GP, LLC c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116	Michael Bernstein c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116
2.	Delaware Limited Partnership	Delaware Limited Liability Company	U.S.
3.	N/A	Sole general partner	Limited Partner
4.	N/A	100%	0%
5.	N/A	See Note 1	See Note 1

	(d)	(e)	(f)
1.	Matthew Sidman c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116	Matthew Botein c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116	Joseph Flanagan c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116
2.	U.S.	U.S.	U.S.
3.	Limited Partner	Limited Partner	Limited Partner
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

²⁹ HCMLP is the investment manager of several funds that each will hold less than five percent (5%) of the voting stock of New Holdco. Information is provided on HCMLP in the event its rights described in Note 2 could be deemed to cause HCMLP to be treated as a party to the Transfer Applications.

**First Amendment to Exhibit E
FCC Form 312, Schedule A, Item A20
June 2007**

	(g)	(h)	(i)
1.	Joseph Montesano c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116	Joseph Mazzella c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116	Daniel Farb c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116
2.	U.S.	U.S.	Canada ³⁰
3.	Limited Partner	Limited Partner	Limited Partner
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(j)	(k)	(l)
1.	Jennifer Stier c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116	Shakeeb Alam c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116	Elena Piliptchek c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116
2.	U.S.	U.S.	U.S.
3.	Limited Partner	Limited Partner	Limited Partner
4.	0%	0%	0%
5.	See Note 1	See Note 1	See Note 1

	(m)
1.	Kristin Marcus c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116
2.	U.S.
3.	Limited Partner
4.	0%
5.	See Note 1

³⁰ Mr. Farb will have no material involvement with respect to decisions involving HCMLP's and HGPLLC's investment in New Holdco.

**First Amendment to Exhibit E
FCC Form 312, Schedule A, Item A20
June 2007**

- Line 1 - Name and address of officers, directors and stockholders
 Line 2 - Citizenship
 Line 3 - Positional interest
 Line 4 - Percentage of votes
 Line 5 - Percentage of total assets (debt plus equity)

Highfields GP, LLC

	(a)	(b)	(c)
1.	Highfields GP, LLC c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116	Jonathon Jacobson c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116	Richard Grubman c/o Joseph F. Mazzella General Counsel John Hancock Tower 200 Clarendon Street 59th Floor Boston, MA 02116
2.	Delaware Limited Liability Company	U.S.	U.S.
3.	N/A	Managing Member	Managing Member
4.	N/A	See Note 31	See Note 31
5.	N/A	See Note 1	See Note 1

³¹ Messrs. Jacobson and Grubman are the only members of Highfields GP, LLC ("HG PLLC"), and they each exercise negative control of HG PLLC.

ATTACHMENT C

**CLEAR CHANNEL COMMUNICATIONS, INC.
Post-Closing Voting Interests**

