

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

UNITED STATES OF AMERICA,

Plaintiff,

v.

CUMULUS MEDIA INC., and CITADEL
BROADCASTING CORPORATION,

Defendants.

CASE NO.: 1: 11-cv-01619 EGS
JUDGE: EMMET G. SULLIVAN

**CERTIFICATE OF COMPLIANCE WITH PROVISIONS
OF THE ANTITRUST PROCEDURES AND PENALTIES ACT**

Plaintiff United States of America, by the undersigned attorneys, hereby certifies that, in compliance with the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h), the following procedures have been followed in preparation for the entry of the final judgment in the above-captioned matter herein:

1. The Complaint, proposed Final Judgment, and Stipulation, by which the parties have agreed to the Court's entry of the Final Judgment following compliance with the APPA, were filed with the Court on September 8, 2011. The United States also filed its Competitive Impact Statement ("CIS") with the Court on September 8, 2011.
2. Pursuant to 15 U.S.C. § 16(b), the Stipulation, proposed Final Judgment, and Competitive Impact Statement were published in the *Federal Register* on September 14, 2011, *see* 76 Fed. Reg. 56,797 (2011).

3. Pursuant to 15 U.S.C. § 16(b), a summary of the terms of the proposed Final Judgment was published in the *Washington Post*, a newspaper of general circulation in the District of Columbia for seven days, beginning on September 12, 2011 through September 16, 2011, and on September 19 and September 20, 2011.
4. Pursuant to 15 U.S.C. § 16(b), copies of the Stipulation, proposed Final Judgment, and Competitive Impact Statement were furnished to all persons requesting them and made available on the Antitrust Division's Internet site.
5. As noted in the CIS, there were no determinative materials or documents within the meaning of 15 U.S.C. § 16(b) that the United States considered in formulating the proposed Final Judgment, so none were furnished to any person pursuant to 15 U.S.C. § 16(b) or listed pursuant to 15 U.S.C. § 16(c).
6. As required by 15 U.S.C. § 16(g), the defendants jointly filed with the Court their respective descriptions of written or oral communications by or on behalf of the defendants, or any other person, with any officer or employee of the United States concerning the proposed Final Judgment, on September 22, 2011.
7. The sixty-day comment period prescribed by 15 U.S.C. § 16(b) and (d) for the receipt and consideration of written comments, during which the proposed Final Judgment could not be entered, commenced on September 14, 2011, and ended on November 19, 2011. During that period, the United States did not receive any comments on the proposed settlement.

8. The parties have now satisfied all the requirements of the Antitrust Procedures and Penalties Act, 15 U.S.C. § 16(b)-(h), as a condition for entering the proposed Final Judgment, and it is now appropriate for the Court to make the necessary public interest determination required by 15 U.S.C. § 16(e) and to enter the proposed Final Judgment.

Dated: November 28, 2011

Respectfully submitted,

/s/ Mark A. Merva
Mark A. Merva
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CERTIFICATE OF SERVICE

I, Mark A. Merva, of the Antitrust Division of the United States Department of Justice,
do hereby certify that true copies of the foregoing Certificate of Compliance With
Provisions of the Antitrust Procedures and Penalties Act were served by electronic mail
this 28th day of November, 2011, to the following:

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/s/ Mark A. Merva
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