

Purpose of Amendment

The following Sections of this application (the “Application”) are being amended to reflect the following:

Section II, Question 6: A revised Exhibit 4 (Description of Transaction) is being submitted to replace the existing Exhibit. Exhibit 4 has been revised to reflect (i) a change in the name of Cadet Holding Corporation, a direct wholly-owned subsidiary of Cumulus Media Inc. (“CMI”), to Cumulus Media Holdings Inc.; and (ii) the newly-acquired right of UBS Securities LLC to syndicate up to \$125 million of CMI Class A Common Stock to third parties in accordance with an Amended and Restated Investment Agreement.

Section II, Question 6: An Amended and Restated Investment Agreement, dated as of April 22, 2011, is being submitted to replace the original Investment Agreement, which was included in Exhibit 4 (Agreements). A revised Exhibit 4 is being submitted to update the former Exhibit.

Section III, Question 5: A revised Exhibit 11A (Agreements for Transfer of Control) is being submitted to replace the existing Exhibit. Exhibit 11A has been revised to reflect the change in the name of Cadet Holding Corporation to Cumulus Media Holdings Inc. A revised Exhibit 11C (Request for “Permit-But-Disclose” Status) also is being substituted in lieu of the Exhibit currently on file.

The other portions of the Application remain unchanged.