

PARTIES TO APPLICATION

The proposed transferee, CMP Susquehanna Corp., is a wholly-owned subsidiary of CMP IPO Corp., which, in turn, is a wholly-owned subsidiary of the ultimate parent entity, Cumulus Media Partners, LLC. The merger will be effectuated by CMP Merger Co., also a wholly-owned subsidiary of CMP Susquehanna Corp., being merged with and into Susquehanna Pfaltzgraff Co. ("SPC"), with SPC being the surviving entity. The officers and directors of CMP Merger Co. will be the officers and directors of SPC following the consummation of the merger. The parties to the application are listed in the following tables.

Ownership Structure of CMP Susquehanna Corp.

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Equity
CMP Susquehanna Corp. 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	Delaware Corporation	Transferee		
Lewis W. Dickey, Jr. 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	CEO, President, Chairman & Director	0%	0%
Martin R. Gausvik 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	Executive Vice President, CFO & Treasurer	0%	0%
Jonathan G. Pinch 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	Executive Vice President & COO	0%	0%
John W. Dickey 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	Executive Vice President	0%	0%
Richard S. Denning 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	Vice President, Secretary & General Counsel	0%	0%

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Equity
CMP IPO Corp. 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	Delaware Corporation	Sole Stockholder	100%	100%

Ownership Structure of CMP IPO Corp.

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Equity
CMP IPO Corp. 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	Delaware Corporation			
Lewis W. Dickey, Jr. 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	CEO, President, Chairman & Director	0%	0%
Martin R. Gausvik 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	Executive Vice President, CFO & Treasurer	0%	0%
Jonathan G. Pinch 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	Executive Vice President & COO	0%	0%
John W. Dickey 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	Executive Vice President	0%	0%
Richard S. Denning 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	Vice President, Secretary & General Counsel	0%	0%
Holcombe T. Green, Jr. c/o Green Capital 3475 Piedmont Road Suite 1600 Atlanta, GA 30305	U.S.	Director	0%	0%
Ian K. Loring Bain Capital Partners LLC 111 Huntington Avenue Boston, MA 02199	U.S.	Director	0%	0%
John Connaughton Bain Capital Partners LLC 111 Huntington Avenue Boston, MA 02199	U.S.	Director	0%	0%

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Equity
David Tolley The Blackstone Group 345 Park Avenue 31st Floor New York, NY 10154	U.S.	Director	0%	0%
Michael Goody The Blackstone Group 345 Park Avenue 31st Floor New York, NY 10154	U.S.	Director	0%	0%
Kent Weldon Thomas H. Lee Partners, L.P. 100 Federal Street 35th Floor Boston, MA 02110	U.S.	Director	0%	0%
Soren Oberg Thomas H. Lee Partners, L.P. 100 Federal Street 35th Floor Boston, MA 02110	U.S.	Director	0%	0%
Cumulus Media Partners, LLC 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	Delaware Limited Liability Company	Sole Stockholder	100%	100%

Ownership Structure of Cumulus Media Partners, LLC

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Equity*
Cumulus Media Partners, LLC 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	Delaware Limited Liability Company			\$1.5 Billion
Cumulus Media Inc. 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	Delaware Corporation	Manager & Member 75 Class B Units ¹ 25 Class C1 Units 25 Class C2 Units 25 Class C3 Units	25%	less than 1%
Bain Funds ² 111 Huntington Avenue Boston, MA 02199	Delaware Limited Partnership	Member 75 Class A Units	25%	less than 1%
Blackstone Funds ³ c/o The Blackstone Group 345 Park Avenue 31st Floor New York, NY 10154	Delaware Limited Partnership	Member 75 Class A Units	25%	less than 1%
THLee Funds ⁴ c/o Thomas H. Lee Partners, L.P., 100 Federal Street 35th Floor Boston, MA 02110	Delaware Limited Partnership	Member 75 Class A Units	25%	less than 1%

* Figures are approximate.

¹ Class A and B units are voting. All other units are non-voting.

² Approximately 25% of the voting and equity of Cumulus Media Partners, LLC ("CMP") will be held by six entities (collectively, the "Bain Funds"), which will be described in greater detail herein.

³ Approximately 25% of the voting and equity of CMP will be held by six entities (collectively, the "Blackstone Funds"), which will be described in greater detail herein.

⁴ Approximately 25% of the voting and equity of CMP will be held by six entities (collectively, the "THLee Funds"), which will be described in greater detail herein.

Ownership Structure of Cumulus Media Inc.⁵

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Equity⁶
Cumulus Media Inc. 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	Delaware Corporation			
Lewis W. Dickey, Jr. 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	Chairman, CEO, President & Director	12.1%	12.1%
John W. Dickey 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	Executive Vice President	less than 5%	less than 5%
Richard S. Denning 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	Vice President, Secretary & General Counsel	less than 5%	less than 5%

⁵ The Class A voting stock of Cumulus Media Inc. ("CMI") is publicly-traded and is held by, among others, various investment companies, insurance companies, or other institutional investors. To CMI's knowledge, except as set forth in this table, all of these institutional investors hold less than 20% of CMI's voting stock and none of them has any influence, either directly or indirectly, over the management or operation of CMI or its subsidiaries. Furthermore, with the exception of DBBC, L.L.C. and B.A. Capital Company, L.P., both of which hold less than 5% of CMI's voting stock, none of CMI's officers or directors are associated with any of the institutional investors. All of the Class C voting stock of CMI, which is not publicly traded, is held by Mr. L. Dickey. Each share of Class C voting stock has ten (10) votes.

⁶ This column sets forth information with respect to equity holdings only and does not include debt. The amount of CMI's outstanding debt constantly fluctuates. No party providing debt financing to CMI (or any party under common control with the debt provider) holds an attributable interest in CMI or any party under common control with CMI. Consequently, providing information as to debt holdings would have no bearing on the identification of parties with attributable interests in CMI. To the extent such information relating to debt were included, it would merely reduce the percentages of certain parties in this column in the total equity of CMI.

Name & Address	Citizenship	Positional Interest	Percentage of Votes	Percentage of Equity
Ralph B. Everett 1299 Pennsylvania Avenue, N.W., Tenth Floor Washington, DC 20004	U.S.	Director	less than 5%	less than 5%
Martin R. Gausvik 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	Executive Vice President, CFO & Treasurer	less than 5%	less than 5%
Holcombe T. Green, Jr. c/o Green Capital 3475 Piedmont Road, Suite 1600 Atlanta, GA 30305	U.S.	Director	0%	0%
Jonathan G. Pinch 14 Piedmont 3535 Piedmont Road Suite 1400 Atlanta, GA 30305-4601	U.S.	Executive Vice President & COO	less than 5%	less than 5%
Eric P. Robison ⁷ c/o Vulcan Ventures, Inc. 1482 East Valley Road Suite 216 Montecito, CA 93108	U.S.	Director	0%	0%
Robert H. Sheridan, III 100 North Tryon Street 25 th Floor Charlotte, NC 28255	U.S.	Director	0%	0%

⁷ Eric Robison is Business Development Associate for Vulcan Ventures, Inc. ("Vulcan"). CMI believes that Vulcan and/or its affiliates holds CMI voting stock, but is unaware of the exact number of shares held. CMI believes, however, that the aggregate amount of CMI's outstanding voting stock held by Vulcan and/or its affiliates is less than 5%.

BAIN CAPITAL FUNDS

Approximately 25% of the voting and equity of Cumulus Media Partners, LLC (“CMP”) will be held by the following entities (collectively, the “Bain Funds”) in the amounts indicated:

22.443% by Bain Capital (SQ) VIII, L.P.⁸

2.557% (collectively) by a combination of the following entities (the “BCIP Entities”):

- BCIP Associates III, LLC (1.854%)
- BCIP Associates III-B, LLC (0.057%)
- BCIP T Associates III, LLC (0.618%)
- BCIP T Associates III-B, LLC (0.019%)
- BCIP Associates-G (0.009%)

Information concerning the ownership of these entities appears below.

Bain Capital (SQ) VIII, L.P., a Delaware limited partnership and proposed member of CMP, has the following general and limited partners:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Bain Capital Partners (SQ) VIII, L.P.	111 Huntington Avenue, Boston, MA 02199	General Partner	100%	Less than 1%	U.S. (Delaware L.P.)
Insulated Limited Partners		Insulated Limited Partners	0%	Greater than 99%	

Bain Capital Partners (SQ) VIII, L.P., a Delaware limited partnership, is the general partner of Bain Capital (SQ) VIII, L.P. It has the following general and limited partners:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Bain Capital Investors, LLC	111 Huntington Avenue, Boston, MA 02199	General Partner	100%	Less than 1%	U.S. (Delaware LLC)
Insulated Limited Partners		Insulated Limited Partners	0%	Greater than 99%	

⁸ The voting and equity of CMP to be held by Bain Capital (SQ) VIII, L.P. and the BCIP Entities is subject to change. Regardless of any changes, the sum of the percentages of (a) Bain Capital (SQ) VIII, L.P. and each of the BCIP Entities will continue to total approximately 25% of the voting and equity of CMP, and (b) each of the BCIP Entities will continue to total approximately 2.557% of the voting and equity of CMP.

BCIP Associates III, LLC, BCIP Associates III-B, LLC, BCIP T Associates III, LLC, and BCIP T Associates III-B, LLC, proposed members of CMP, are Delaware limited liability companies solely owned, respectively, by the following entities: BCIP Associates III (“Associates III”); BCIP Associates III-B (“Associates III-B”), BCIP Trust Associates III (“Trust Associates III”); and BCIP Trust Associates III-B (“Trust Associates III-B”).⁹ The partners of each of Associates III, Associates III-B, Trust Associates III, and Trust Associates III-B are:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Bain Capital Investors, LLC	111 Huntington Avenue, Boston, MA 02199	Managing General Partner	100%	Less than 1%	U.S. (Delaware LLC)
Insulated Partners ¹⁰		Insulated Partners	0%	Greater than 99%	

BCIP Associates-G is a Delaware partnership. Its partners are:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Bain Capital Investors, LLC	111 Huntington Avenue, Boston, MA 02199	Managing General Partner	100%	Less than 1%	U.S. (Delaware LLC)
Insulated Partners ¹¹		Insulated Partners	0%	Greater than 99%	

Each individual member of Bain Capital Investors, LLC (“BCI”) holds no more than a 20% equity interest in that entity. As noted in the charts above, BCI holds an equity percentage of less than 1% in the funds which, in the aggregate, will hold a 25% interest in CMP. Thus, the equity percentages of individual members in BCI each represent a small fraction of 1% of the total equity in CMP.

⁹ Associates III, Associates III-B, Trust Associates III, and Trust Associates III-B are Cayman Island partnerships. Even assuming that the aggregate investment of Associates III, Associates III-B, Trust Associates III, and Trust Associates III-B through the BCIP Entities (amounting to less than 2.557% of CMP’s equity) is treated in its entirety as foreign investment, the collective foreign investment in CMP is less than 25% and therefore complies with Section 310(b)(4) of the Communications Act. See Algreg Cellular Engineering, 12 FCC Rcd 8148 (1997), ¶ 55.

¹⁰ At closing, the partners of Associates III, Associates III-B, Trust Associates III, and Trust Associates III-B other than Bain Capital Investors, LLC will be insulated from the CMP investment pursuant to FCC rules, and thus are not considered to hold an attributable interest in CMP.

¹¹ At closing, the partners of BCIP Associates-G will be insulated from the CMP investment pursuant to FCC rules, and thus are not considered to hold an attributable interest in CMP.

The individuals listed below in Table 1 are managing directors of Bain Capital Partners, LLC (which is the management company to Bain Capital (SQ) VIII, L.P.) and members and managing directors of BCI, in each case as of February 1, 2006. Investment and disposition decisions by BCI (solely with respect to Bain Capital (SQ) VIII, L.P.'s investment in CMP) will be made by a majority vote of the members and managing directors of BCI listed in Table 1 below (as modified from time to time to reflect admissions and resignations), each of whom will have a single vote, which equates currently to a voting interest with respect to such investment of approximately 7.14% of the total vote:

Table 1.

NAME	POSITIONAL INTEREST	CITIZENSHIP
Andrew B. Balson	Member	U.S.
Steven W. Barnes	Member	U.S.
Joshua Bekenstein	Member	U.S.
Edward W. Conard	Member	U.S.
John P. Connaughton,	Member	U.S.
Paul B. Edgerley	Member	U.S.
S. Jordan Hitch	Member	U.S.
Matthew S. Levin	Member	U.S.
Ian K. Loring	Member	U.S.
Philip H. Loughlin IV	Member	U.S.
Mark E. Nunnally	Member	U.S.
Stephen G. Pagliuca	Member	U.S.
Michael Ward	Member	U.S.
Stephen M. Zide	Member	U.S.

Table 2 lists all of the members of BCI as of February 13, 2006 (including those listed on Table 1). The ones who are asterisked, although not insulated by the entity's limited liability company agreement, do not participate in the investment and disposition decisions of BCI with respect to Bain Capital (SQ) VIII, L.P.'s investment in CMP.

Table 2.

NAME AND ADDRESS ¹²	POSITIONAL INTEREST	CITIZENSHIP
Ajay Agarwal*	Member	U.S.
Richard C. Albright*	Member	U.S.
Dewey J. Awad*	Member	U.S.

¹² Address is c/o Bain Capital Investors, LLC, 111 Huntington Avenue, Boston, MA 02199 unless otherwise indicated.

Andrew B. Balson	Member	U.S.
Steven W. Barnes	Member	U.S.
Joshua Bekenstein	Member	U.S.
Michael Bevacqua*	Member	U.S.
Ulrich Biffar*	Member	Germany ¹³
Philip J. Carter*	Member	U.S.
Edward W. Conard	Member	U.S.
John P. Connaughton	Member	U.S.
Stuart Davies*	Member	U.S.
Paul B. Edgerley	Member	U.S.
Diane J. Exter*	Member	U.S.
Domenic J. Ferrante*	Member	U.S.
Michael F. Goss	Member	U.S.
Ferdinando Grimaldi*	Member	Italy ¹⁴
James H. Hildebrandt*	Member	Canada ¹⁵
S. Jordan Hitch	Member	U.S.

¹³ Mr. Biffar, a non-insulated member of BCI, is a German citizen. Given that Mr. Biffar does not have a controlling interest in BCI, and that BCI will have only a small percentage of the interest held by the underlying investment funds, the interest to be held by Mr. Biffar is consistent with Section 310(b)(4) of the Communications Act. See Algreg Cellular Engineering, 12 FCC Rcd 8148 (1997), ¶ 55.

¹⁴ Mr. Grimaldi, a non-insulated member of BCI, is an Italian citizen. Given that Mr. Grimaldi does not have a controlling interest in BCI, and that BCI will have only a small percentage of the interest held by the underlying investment funds, the interest to be held by Mr. Grimaldi is consistent with Section 310(b)(4) of the Communications Act. See Algreg Cellular Engineering, 12 FCC Rcd 8148 (1997), ¶ 55.

¹⁵ Mr. Hildebrandt, a non-insulated member of BCI, is a Canadian citizen. Given that Mr. Hildebrandt does not have a controlling interest in BCI, and that BCI will have only a small percentage of the interest held by the underlying investment funds, the interest to be held by Mr. Hildebrandt is consistent with Section 310(b)(4) of the Communications Act. See Algreg Cellular Engineering, 12 FCC Rcd 8148 (1997), ¶ 55.

Jingsheng Huang*	Member	China ¹⁶
James F. Kellogg, III*	Member	U.S.
Michael A. Krupka*	Member	U.S.
Jonathan S. Lavine*	Member	U.S.
Matthew S. Levin	Member	U.S.
Ian K. Loring	Member	U.S.
Philip H. Loughlin IV	Member	U.S.
Matthew P. McPherron*	Member	U.S.
Anand More*	Member	India ¹⁷
Kristin W. Mugford*	Member	U.S.
James J. Nahirny*	Member	U.S.
Mark E. Nunnelly	Member	U.S.
Benjamin Nye*	Member	U.S.
Stephen G. Pagliuca	Member	U.S.
William E. Pappendick IV*	Member	U.S.
Michel Plantevin*	Member	France ¹⁸
Dwight M. Poler*	Member	U.S.
Peter W. Riehl*	Member	U.S.
Douglas J. Rudisch*	Member	U.S.

¹⁶ Mr. Huang, a non-insulated member of BCI, is a Chinese citizen. Given that Mr. Huang does not have a controlling interest in BCI, and that BCI will have only a small percentage of the interest held by the underlying investment funds, the interest to be held by Mr. Huang is consistent with Section 310(b)(4) of the Communications Act. See *Algreg Cellular Engineering*, 12 FCC Rcd 8148 (1997), ¶ 55.

¹⁷ Mr. More, a non-insulated member of BCI, is an Indian citizen. Given that Mr. More does not have a controlling interest in BCI, and that BCI will have only a small percentage of the interest held by the underlying investment funds, the interest to be held by Mr. More is consistent with Section 310(b)(4) of the Communications Act. See *Algreg Cellular Engineering*, 12 FCC Rcd 8148 (1997), ¶ 55.

¹⁸ Mr. Plantevin, a non-insulated member of BCI, is a French citizen. Given that Mr. Plantevin does not have a controlling interest in BCI, and that BCI will have only a small percentage of the interest held by the underlying investment funds, the interest to be held by Mr. Plantevin is consistent with Section 310(b)(4) of the Communications Act. See *Algreg Cellular Engineering*, 12 FCC Rcd 8148 (1997), ¶ 55.

S. Walid Sarkis*	Member	France ¹⁹
Jeffrey M. Schwartz*	Member	U.S.
Michael Ward	Member	U.S.
Jonathan Zhu*	Member	China ²⁰
Stephen M. Zide	Member	U.S.

¹⁹ Mr. Sarkis, a non-insulated member of BCI, is a French citizen. Given that Mr. Sarkis does not have a controlling interest in BCI, and that BCI will have only a small percentage of the interest held by the underlying investment funds, the interest to be held by Mr. Sarkis is consistent with Section 310(b)(4) of the Communications Act. See Algreg Cellular Engineering, 12 FCC Rcd 8148 (1997), ¶ 55.

²⁰ Mr. Zhu, a non-insulated member of BCI, is a Chinese citizen. Given that Mr. Zhu does not have a controlling interest in BCI, and that BCI will have only a small percentage of the interest held by the underlying investment funds, the interest to be held by Mr. Zhu is consistent with Section 310(b)(4) of the Communications Act. See Algreg Cellular Engineering, 12 FCC Rcd 8148 (1997), ¶ 55.

BLACKSTONE FUNDS

Approximately 25% of the voting and equity of Cumulus Media Partners, LLC (“CMP”) will be held by the following entities (collectively, the “Blackstone Funds”) in the amounts indicated:

- Blackstone FC Capital Partners IV L.P. (5.876%)
- Blackstone FC Communications Partners L.P. (17.625%)
- Blackstone FC Capital Partners IV-A L.P. (0.093%)
- Blackstone Family Investment Partnership IV-A L.P. (0.263%)
- Blackstone Participation Partnership IV L.P. (0.018%)
- Blackstone Family Communications Partnership I L.P. (1.125%)

Information concerning the ownership of these entities appears below.

Blackstone FC Capital Partners IV L.P., a Delaware limited partnership, has the following general and limited partners:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Blackstone Management Associates IV L.L.C.	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	General Partner	100%	1%	U.S. (Delaware LLC)
Insulated Limited Partners		Insulated Limited Partners	0%	99%	

Blackstone FC Communications Partners L.P., a Delaware limited partnership, has the following general and limited partners:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Blackstone Communications Management Associates I L.L.C.	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	General Partner	100%	1%	U.S. (Delaware LLC)
Insulated Limited Partners		Insulated Limited Partners	0%	99%	

Blackstone FC Capital Partners IV-A L.P., a Delaware limited partnership, has the following general and limited partners:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Blackstone Management Associates IV L.L.C.	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	General Partner	100%	1%	U.S. (Delaware LLC)
Insulated Limited Partners		Insulated Limited Partners	0%	99%	

Blackstone Family Investment Partnership IV-A L.P., a Delaware limited partnership, has the following general and limited partners:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Blackstone Management Associates IV L.L.C.	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	General Partner	100%	1%	U.S. (Delaware LLC)
Insulated Limited Partners ²¹		Insulated Limited Partners	0%	99%	

Blackstone Participation Partnership IV L.P., a Delaware limited partnership, has the following general and limited partners:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Blackstone Management Associates IV L.L.C.	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	General Partner	100%	0%	U.S. (Delaware LLC)
Insulated Limited Partners		Insulated Limited Partners	0%	100%	

Blackstone Family Communications Partnership I L.P., a Delaware limited partnership, has the following general and limited partners:

²¹ At closing, the limited partners of Blackstone Family Investment Partnership IV-A L.P. will be insulated from the CMP investment pursuant to FCC rules, and thus are not considered to hold an attributable interest in CMP.

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Blackstone Communications Management Associates I L.L.C.	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	General Partner	100%	1%	U.S. (Delaware LLC)
Insulated Limited Partners ²²		Insulated Limited Partners	0%	99%	

Blackstone Management Associates IV L.L.C. (“BMA IV”) and Blackstone Communications Management Associates I L.L.C. (“BCMA I”), one of which is the general partner of each of the above-listed funds, are Delaware limited liability companies. Both have identical ownership structures. The members of BMA IV and BCMA I are listed below.

*NOTE: Control of the Blackstone Funds is exercised by the two founding members of the Blackstone Funds, Peter G. Peterson and Stephen A. Schwarzman. As founding members, Messrs. Peterson and Schwarzman have full voting rights with respect to any and all matters presented to shareholders and cannot be removed or replaced. Other members of BMA IV and BCMA I are selected, and may be removed, by Messrs. Peterson and Schwarzman. Therefore, the members of BMA IV and BCMA I other than Messrs. Peterson and Schwarzman, although not insulated by the entities’ LLC agreements, have no voting rights in Blackstone’s investment and disposition decisions.

Each individual partner of BMA IV and BCMA I, other than Messrs. Peterson and Schwarzman, holds no more than a 10% equity interest in the entity. As noted in the charts above, BMA IV and BCMA I hold equity percentages of 1% or less in the funds which, in the aggregate, will hold a 25% interest in CMP. Thus, the equity percentages of individual members in BMA IV and BCMA I each represent a small fraction of 1% of the total equity in CMP.

²² At closing, the limited partners of Blackstone Family Communications Partnership I L.P. will be insulated from the CMP investment pursuant to FCC rules, and thus are not considered to hold an attributable interest in CMP.

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Peter G. Peterson	c/o The Blackstone Group, 345 Park Avenue, New York NY 10154	Founding Member	50% (see note above)	See note above	U.S.
Stephen A. Schwarzman	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Founding Member	50% (see note above)	See note above	U.S.
J. Tomilson Hill	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
Joseph Baratta II	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
David S. Blitzer	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
Michael S. Chae	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
Chinh Chu	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
David I. Foley	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
Robert L. Friedman	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
Lawrence H. Guffey	c/o The Blackstone Group, 345 Park Avenue, New	Member	0% (see note above)	See note above	U.S.

	York, NY 10154				
Marcus Group	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	Cayman Islands ²³
Hamilton E. James	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
Prakash A. Melwani	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
Garrett Moran	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
Hanns Ostmeier	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	Germany ²⁴
James Quella	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.

²³ Marcus Group, a non-insulated member of BMA IV and BCMA I, is a Cayman Islands corporation. Given that Marcus Group does not have a controlling interest in either entity, and that each entity will have only a small percentage of the interest held by the underlying investment funds, the applicant submits that the interest to be held by Marcus Group is consistent with the restrictions on alien ownership set forth in Section 310(b) of the Communications Act. See, e.g., *Algreg Cellular Engineering*, 12 FCC Rcd 8148 (1997), ¶ 55. Specifically, Marcus Group holds less than a five percent interest in the general partner, which holds a one percent interest in the Blackstone Funds, which hold a 25% interest in CMP. Thus, the foreign ownership in CMP resulting from Marcus Group's interest will be approximately 0.0125% (5% X 1% X 25%).

²⁴ Mr. Ostmeier, a non-insulated member of BMA IV and BCMA I, is a German citizen. Given that Mr. Ostmeier does not have a controlling interest in either entity, and that each entity will have only a small percentage of the interest held by the underlying investment funds, the applicant submits that the interest to be held by Mr. Ostmeier is consistent with the restrictions on alien ownership set forth in Section 310(b) of the Communications Act. See, e.g., *Algreg Cellular Engineering*, 12 FCC Rcd 8148 (1997), ¶ 55. Specifically, Mr. Ostmeier holds less than a five percent interest in the general partner, which holds a one percent interest in the Blackstone Funds, which hold a 25% interest in CMP. Thus, the foreign ownership in CMP resulting from Mr. Ostmeier's interest will be approximately 0.0125% (5% X 1% X 25%).

Kenneth C. Whitney	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
Neil P. Simpkins	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	Britain ²⁵
James A. Quella 2005 Family Trust – James A. Quella, Settlor, and Allan C. Bell, Esq., Trustee	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
E&E Associates L.P.	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
Z&T Associates L.L.C.	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.

²⁵ Mr. Simpkins, a non-insulated member of BMA IV and BCMA I, is a British citizen. Given that Mr. Simpkins does not have a controlling interest in either entity, and that each entity will have only a small percentage of the interest held by the underlying investment funds, the applicant submits that the interest to be held by Mr. Simpkins is consistent with the restrictions on alien ownership set forth in Section 310(b) of the Communications Act. See, e.g., Algreg Cellular Engineering, 12 FCC Rcd 8148 (1997), ¶ 55. Specifically, Mr. Simpkins holds less than a five percent interest in the general partner, which holds a one percent interest in the Blackstone Funds, which hold a 25% interest in CMP. Thus, the foreign ownership in CMP resulting from Mr. Simpkins' interest will be approximately 0.0125% (5% X 1% X 25%).

James Peterson Trust under The Peter G. Peterson 1997 Family Trust – Joan Ganz Cooney, Trustee	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
Holly Peterson Trust under The Peter G. Peterson 1997 Family Trust – Joan Ganz Cooney, Trustee	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
David Peterson Trust – Joan Ganz Cooney, Trustee	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
Michael Peterson Trust under the Peter G. Peterson 1997 Family Trust – Joan Ganz Cooney, Trustee	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
The Robert L. Friedman 2003 Long-Term Trust dated as of November 22, 2003 F/B/O Andrew Friedman – Barbara L. Friedman, Trustee	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
The Robert L. Friedman 2003 Long-Term Trust dated as of November 22, 2003 F/B/O Lisa Savitz – Barbara L. Friedman, Trustee	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.

Melwani Family Long-Term Trust – Prakash L. Melwani, Trustee	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
The James Tomilson Hill III 2003 Long-Term Trust – Janine Wolf Hill, Trustee	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member (BMA IV only)	0% (see note above)	See note above	U.S.
The Hamilton E. James 2003 Children's Trust Agreement – Hamilton E. James and David R. James, Trustees	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
BG/BLK-1, Ltd	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.
The S&J 1998 L.L.C.	c/o The Blackstone Group, 345 Park Avenue, New York, NY 10154	Member	0% (see note above)	See note above	U.S.

Each of E&E Associates L.P., The Robert L. Friedman 2003 Long-Term Trust FBO Lisa Savitz, The Robert L. Friedman 2003 Long-Term Trust FBO Andrew Friedman, The David Peterson Trust, Melwani Family Long-Term Trust, Holly Peterson Trust under the Peter G. Peterson 1997 Family Trust, James Peterson Trust under the Peter G. Peterson 1997 Family Trust, Michael Peterson Trust under the Peter G. Peterson 1997 Family Trust, Z&T Associates, LLC, James Tomilson Hill III 2003 Long-Term Trust, Hamilton E. James Trust, James A. Quella 2005 Family Trust, BG/BLK-1, Ltd, Marcus Group, and The S&J 1998 L.L.C. is a member of BMA IV and/or BCMA I. These partnerships and trusts were formed for estate, tax and other family planning purposes by the members of the LLCs and further information will be provided upon request.

THLEE FUNDS

Approximately 25% of the voting and equity of Cumulus Media Partners, LLC (“CMP”) will be held by the following entities (collectively, the “THLee Funds”) in the amounts indicated:

- Thomas H. Lee Equity Fund V, L.P. (19.197%)
- Thomas H. Lee Parallel Fund V, L.P. (4.981%)
- Thomas H. Lee Equity (Cayman) Fund V, L.P. (0.265%)
- Thomas H. Lee Investors Limited Partnership (0.162%)

Information concerning the ownership of these entities appears below.

Thomas H. Lee Equity Fund V, L.P., a Delaware limited partnership and proposed member of CMP, has the following general and limited partners:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
THL Equity Advisors V, LLC	C/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	General Partner	100%	Less than 1%	U.S. (Delaware LLC)
Insulated Limited Partners		Insulated Limited Partners	0%	Greater than 99%	

Thomas H. Lee Parallel Fund V, L.P., a Delaware limited partnership and proposed member of CMP, has the following general and limited partners:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
THL Equity Advisors V, LLC	C/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	General Partner	100%	Less than 1%	U.S. (Delaware LLC)
Insulated Limited Partners		Insulated Limited Partners	0%	Greater than 99%	

Thomas H. Lee Equity (Cayman) Fund V, L.P., a Delaware limited partnership and proposed member of CMP, has the following general and limited partners:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
THL Equity Advisors V, LLC	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	General Partner	100%	Less than 1%	U.S. (Delaware LLC)
Insulated Limited Partners		Insulated Limited Partners	0%	Greater than 99%	

THL Equity Advisors V, LLC (“Advisors V”), a Delaware limited liability company, is the general partner of Thomas H. Lee Equity Fund V, L.P., Thomas H. Lee Parallel Fund V, L.P., and Thomas H. Lee Equity (Cayman) Fund V, L.P. The sole member of Advisors V is:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Thomas H. Lee Partners, L.P.	100 Federal Street, 35 th Floor, Boston, MA 02110	Member	100%	100%	U.S. (Delaware LP)

*NOTE: **Thomas H. Lee Partners, L.P.** (“THLee LP”), a Delaware limited partnership and sole member of Advisors V, is controlled by its general partner, **Thomas H. Lee Advisors, LLC** (“THLee Advisors”). THLee Advisors is governed by a group of six Principal Managing Directors: Thomas H. Lee, Anthony J. DiNovi, David V. Harkins, Scott M. Sperling, Scott A. Schoen, and Thomas M. Hagerty. Any action taken by THLee Advisors as General Partner of THLee LP (which ultimately acts as the general partner of the THL Funds) requires a two-thirds vote of the Principal Managing Directors. The limited partnership agreement of THLee LP names the six Principal Managing Directors because they are senior partners of the firm; these individuals cannot be removed or replaced. Therefore, the limited partners of THLee LP other than the Principal Managing Directors, although not insulated by the entity’s limited partnership agreement, have no voting rights in THLee’s investment and disposition decisions.

Each individual partner of THLee LP holds no more than a 12% equity interest in the partnership. As noted in the charts above, THLee LP holds an equity percentage of 1% or less in the funds which, in the aggregate, will hold a 25% interest in CMP. Thus, the equity percentages of individual partners in THLee LP each represent a small fraction of 1% of the total equity in CMP.

The general and limited partners of THLee LP are listed below:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Thomas H. Lee Advisors, LLC	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	General Partner	100% (see note above)	See note above	U.S. (Delaware LLC)
Scott A. Schoen	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Anthony J. DiNovi	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Scott M. Sperling	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Thomas H. Hagerty	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Thomas H. Lee	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
David V. Harkins	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.

C. Hunter Boll	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Boll Limited Partnership	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
DiNovi Family Limited Partnership II	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Hagerty Family Limited Partnership	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Seth W. Lawry	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Lawry Family Limited Partnership	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Warren C. Smith, Jr.	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.

Smith Family Limited Partnership	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Sperling Family Limited Partnership III	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Schoen Family Limited Partnership	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Schoen Family Limited Partnership II	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Kent Weldon	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Weldon Limited Partnership	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Todd Albrecht	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.

Charles Brizius	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Soren Oberg	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Scott Jaeckel	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
George Taylor	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Limited Partner	0% (see note above)	See note above	U.S.
Putnam Investments, LLC	c/o Putnam Investments, One Post Office Square, Boston, MA 02109	Limited Partner	0% (see note above)	See note above	U.S. (Delaware LLC)

As noted above, THLee Advisors, the general partner of THLee LP, is governed by the following six Principal Managing Directors. Any action taken by THLee Advisors as General Partner of THLee LP requires a two-thirds vote of these individuals.

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Scott A. Schoen	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Principal Managing Director	16.66%	16.66%	U.S.

Anthony J. DiNovi	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Principal Managing Director	16.66%	16.66%	U.S.
Scott M. Sperling	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Principal Managing Director	16.66%	16.66%	U.S.
Thomas H. Hagerty	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Principal Managing Director	16.66%	16.66%	U.S.
Thomas H. Lee	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Principal Managing Director	16.66%	16.66%	U.S.
David V. Harkins	c/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Principal Managing Director	16.66%	16.66%	U.S.

Thomas H. Lee Investors Limited Partnership (“THL Investors LP”), a Delaware limited partnership and a proposed member of CMP, has the following general and limited partners:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
THL Investment Management Corp.	C/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	General Partner	100%	Less than 1%	U.S. (Delaware Corp.)
Insulated Limited Partners ²⁶		Insulated Limited Partners	0%	Greater than 99%	

THL Investment Management Corp., the general partner of THL Investors LP, has the following sole director and shareholder:

NAME	ADDRESS	POSITIONAL INTEREST	PERCENTAGE OF VOTES	PERCENTAGE OF EQUITY	CITIZENSHIP
Thomas H. Lee	C/o Thomas H. Lee Partners, L.P., 100 Federal Street, 35 th Floor, Boston, MA 02110	Sole Director and Shareholder	100%	100%	U.S.

²⁶ At closing, the limited partners of THL Investors LP will be insulated from the CMP investment pursuant to FCC rules, and thus are not considered to hold an attributable interest in CMP.