

**PARTIES TO TRANSFEREE**

As explained in Exhibit 5 (Changes in Interests), this application and eleven other contemporaneously filed applications seek Commission consent to the transfer of control of certain broadcast licensee subsidiaries (the “*ABC Licensees*”), pursuant to an Agreement and Plan of Merger (the “*Merger Agreement*”). The post-merger ownership structure of the ABC Licensees is depicted at Attachment 2-C to Exhibit 5.

Upon consummation of the merger contemplated by the Merger Agreement, the ultimate parent of the ABC Licensees will be a publicly held corporation (“*ParentCo*”). ParentCo will have one class of common stock outstanding. Approximately 52% of the stock of ParentCo will be held by the shareholders of The Walt Disney Company at the time of the merger, and approximately 48% of the stock of ParentCo will be held by the shareholders of Citadel Broadcasting Corporation at the time of the merger. Based upon current reported holdings of The Walt Disney Company and Citadel Broadcasting Corporation, no person or entity will hold an attributable ownership interest in ParentCo, except as follows:

**I. Forstmann Partnerships**

Four partnerships under the control of Theodore J. Forstmann (the “*Forstmann Partnerships*”) will own approximately 32% of ParentCo. The four partnerships are: Forstmann Little & Co. Subordinated Debt and Equity Management Buyout Partnership-VII, L.P. (“*MBO VII*”); Forstmann Little & Co. Subordinated Debt and Equity Management Buyout Partnership-VIII, L.P. (“*MBO VIII*”); Forstmann Little & Co. Equity Partnership-VI, L.P. (“*Equity VI*”); and Forstmann Little & Co. Equity Partnership-VII, L.P. (“*Equity VII*”). The Forstmann Partnerships are private investment firms and each is a Delaware limited partnership. The address of the principal office of each of the Forstmann Partnerships is c/o Forstmann Little & Co., 767 Fifth Avenue, New York, New York 10153. The Forstmann Partnerships’ ownership of ParentCo will be as follows:

	<b>% of Votes</b>	<b>% of Total Assets of ParentCo (Equity Plus Debt)</b>
MBO VII	Approx. 9%	~4.91%
MBO VIII	Approx. 4%	~2.06%
Equity VI	Approx. 14%	~7.82%
Equity VII	Approx. 5%	~2.51%

The Forstmann Partnerships have been structured so that their limited partners have no involvement in the Forstmann Partnerships’ investment activity or the Forstmann Partnerships’

activities with respect to the companies in which the Forstmann Partnerships own interests. As such, these interests conform with the insulation criteria in the Commission’s *Review of the Commission’s Regulations Governing Attribution of Broadcast and Cable/MDS Interests*, 14 FCC Rcd 12559 (1999).

FLC XXXIII Partnership, L.P., a New York limited partnership (“*FLC XXXIII*”), is the sole general partner of MBO VII and MBO VIII. FLC XXXII Partnership, L.P. (“*FLC XXXII*”), a New York limited partnership, is the sole general partner of Equity VI and Equity VII. Both FLC XXXII and FLC XXXIII are governed in the same way, and share the same general partners. The general partners and their respective interests are as follows:

<b>Name and Address</b>	<b>% of Votes</b>	<b>% of Total Assets of FLC XXXIII and FLC XXII (Equity Plus Debt)</b>	<b>Citizenship</b>
Theodore J. Forstmann, c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	83.3%	< 5%	U.S.
Winston W. Hutchins, c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	16.7%	< 5%	U.S.

One of these two general partners, Theodore J. Forstmann, is the Senior Partner. Under the partnership agreements governing these partnerships, the management of the business and affairs of the partnerships is vested exclusively in the Senior Partner. The Senior Partner in turn has the right to delegate to any other general partner those duties and responsibilities as he in his discretion determines. No general partner may take any action to commit a partnership on any transaction without the approval of the Senior Partner. In the event of the resignation, filing of a petition in bankruptcy by or against, death or incompetency of, the Senior Partner, a successor Senior Partner will be selected by a vote of 66 2/3% of the percentage interests of the general partners. These partnerships are not governed by a formal management board or other formal structure; they are managed in an informal way in accordance with the terms set forth above. Thus, Theodore J. Forstmann controls both FLC XXXII and FLC XXXIII and, through FLC XXXII and FLC XXXIII, each of the Forstmann Partnerships.

**II. Officers And Directors Of ParentCo**

Listed below are the presently contemplated officers and directors of ParentCo, who are identical to the current officers and directors of Citadel Broadcasting Corporation. None has any attributable broadcast interest other than his or her interest in ParentCo, except that (i) Michael A. Miles is a director of Time Warner Inc., and (ii) Kate Brown is Senior Vice President of Time Warner Inc., which is the ultimate parent company of SuperStation, Inc., licensee of WTBS(TV), Facility ID 64033, Atlanta, Georgia.

<b>Name/ Address</b>	<b>Gender/ (Ethnicity)</b>	<b>Race/ (Citizenship)</b>	<b>Positional Interest</b>	<b>% of Votes</b>	<b>% of Total Assets of ParentCo (Equity Plus Debt)</b>
Farid Suleman, c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	Male (Not Hispanic or Latino)	White (U.S.)	Chief Executive Officer, Chairman of the Board	< 1%	< 1%
Judith A. Ellis, c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	Female (Not Hispanic or Latino)	White (U.S.)	Chief Operating Officer	<1%	<1%
Patricia Stratford, c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	Female (Not Hispanic or Latino)	Asian	Acting Chief Financial Officer	<1%	<1%
Sandra J. Horbach, c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	Female (Not Hispanic or Latino)	White (U.S.)	Vice President, Assistant Secretary, and Director	<1%	<1%

<b>Name/ Address</b>	<b>Gender/ (Ethnicity)</b>	<b>Race/ (Citizenship)</b>	<b>Positional Interest</b>	<b>% of Votes</b>	<b>% of Total Assets of ParentCo (Equity Plus Debt)</b>
Kate Brown, c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	Female (Not Hispanic or Latino)	White (U.S.)	Director	<1%	<1%
David W. Checketts, c/o Citadel Broadcasting Company, 7201 W. Lake Mead Blvd., Suite 400, Las Vegas, NV 89128	Male (Not Hispanic or Latino)	White (U.S.)	Director	<1%	<1%
J. Anthony Forstmann,* c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	Male (Not Hispanic or Latino)	White (U.S.)	Director	<1%	<1%
Theodore J. Forstmann,* c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	Male (Not Hispanic or Latino)	White (U.S.)	Director	<1%	<1%
Michael A. Miles, c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	Male (Not Hispanic or Latino)	White (U.S.)	Director	<1%	<1%

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\* Theodore J. Forstmann and J. Anthony Forstmann are brothers.

<b>Name/ Address</b>	<b>Gender/ (Ethnicity)</b>	<b>Race/ (Citizenship)</b>	<b>Positional Interest</b>	<b>% of Votes</b>	<b>% of Total Assets of ParentCo (Equity Plus Debt)</b>
Charles P. Rose, Jr., c/o Citadel Broadcasting Company, 7201 W. Lake Mead Blvd., Suite 400, Las Vegas, NV 89128	Male (Not Hispanic or Latino)	White (U.S.)	Director	<1%	<1%
Herbert J. Siegel, c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	Male (Not Hispanic or Latino)	White (U.S.)	Director	<1%	<1%

**IV. Officers And Directors Of Subsidiaries of ParentCo**

As depicted on Attachment 2-C to Exhibit 5 to this application, ParentCo will have a number of subsidiaries. The parties have not yet determined conclusively who will be the officers and directors of the subsidiaries, but it is contemplated that they will include the following, each of whom is currently an officer or director of Citadel Broadcasting Company. None has any attributable broadcast interests other than as disclosed herein.

<b>Name/ Address</b>	<b>Gender/ (Ethnicity)</b>	<b>Race/ (Citizenship)</b>	<b>Positional Interest</b>	<b>% of Votes</b>	<b>% of Total Assets of ParentCo Subsidiaries (Equity Plus Debt)</b>
Farid Suleman, c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	Male (Not Hispanic or Latino)	White (U.S.)	Chief Executive Officer, Chairman of the Board	<1%	<1%

<b>Name/ Address</b>	<b>Gender/ (Ethnicity)</b>	<b>Race/ (Citizenship)</b>	<b>Positional Interest</b>	<b>% of Votes</b>	<b>% of Total Assets of ParentCo Subsidiaries (Equity Plus Debt)</b>
Judith A. Ellis, c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	Female (Not Hispanic or Latino)	White (U.S.)	Chief Operating Officer	<1%	<1%
Patricia Stratford, c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	Female (Not Hispanic or Latino)	Asian	Acting Chief Financial Officer	<1%	<1%
Sandra J. Horbach, c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	Female (Not Hispanic or Latino)	White (U.S.)	Vice President, Assistant Secretary and Director	<1%	<1%
Theodore J. Forstmann, c/o Forstmann Little & Co., 767 Fifth Avenue, New York, NY 10153	Male (Not Hispanic or Latino)	White (U.S.)	Director	<1%	<1%