

**COMPREHENSIVE EXHIBIT**

This application is one of several concurrently-filed applications on FCC Form 314 (the “Applications”) requesting Commission consent to implement the joint plan of reorganization of iHeartMedia, Inc. (“iHeart”) and certain of its direct and indirect subsidiaries and affiliates (the “Debtor Affiliates”) pursuant to Chapter 11 of the United States Bankruptcy Code (as amended, modified and supplemented from time to time, the “Plan”). In accordance with the Plan, iHeart and the Debtor Affiliates, which are currently operating as debtors in possession, will emerge from bankruptcy (the “Reorganization”). The Debtor Affiliates (whose Chapter 11 cases are being jointly administered with the iHeart case by the United States Bankruptcy Court, Southern District of Texas (the “Bankruptcy Court”)) include all of the indirect iHeart subsidiaries which hold FCC broadcast licenses. These subsidiaries (the “License Subsidiaries”) are:

AMFM Broadcasting Licenses, LLC

AMFM Radio Licenses, LLC

AMFM Texas Licenses, LLC

Capstar TX, LLC

CC Licenses, LLC

Citicasters Licenses, Inc.

Clear Channel Broadcasting Licenses, Inc.

Applications are being filed concurrently for Commission consent to the assignment of the licenses held by the respective License Subsidiaries from the applicable License Subsidiary, as debtor in possession, to that same License Subsidiary as a non-debtor in possession following its emergence from bankruptcy. Each of the Applications is being filed on FCC Form 314 because, as detailed further below, the consummation of the Plan will result in a major change of control of iHeart, the indirect parent of each of the License Subsidiaries.<sup>1</sup>

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<sup>1</sup> Also being filed concurrently is an application on Form 315 for consent to the transfer of control of Los Angeles Broadcasting Partners, LLC (“LABP”), the licensee of radio station KLAC(AM), Los Angeles, California, in connection with implementation of the Plan. LABP has not filed a Chapter 11 case and is not a debtor in possession. However, the controlling member of LABP, AMFM Broadcasting, Inc., is a Debtor Affiliate. Accordingly, the Form 315 application for KLAC(AM) seeks consent to the transfer of control of LABP from AMFM Broadcasting, Inc., as debtor in possession, to that same entity as a non-debtor in possession following consummation of the Plan.

In addition, various applications on FCC Forms 312 and 603 for Commission consent to the Reorganization are being filed with respect to non-Part 73 licenses held by certain of the License Subsidiaries, as well as for five

## I. BACKGROUND

On March 14 and 15, 2018, iHeart and the Debtor Affiliates filed voluntary petitions for relief under Chapter 11 of Title 11 of the United States Code in the Bankruptcy Court.<sup>2</sup> Since the filing of the petitions, iHeart and the Debtor Affiliates have continued to manage their properties and operate their businesses as “debtors in possession” under the jurisdiction of the Bankruptcy Court.<sup>3</sup> On April 28, 2018, iHeart and the Debtor Affiliates filed the initial version of the Plan and a related Disclosure Statement (the “Disclosure Statement”) with the Bankruptcy Court. Amended Plans were filed on August 5, 2018, August 23, 2018, August 28, 2018, September 12, 2018, September 18, 2018, and September 20, 2018, and amended Disclosure Statements were filed on June 21, 2018, August 23, 2018, August 28, 2018, September 12, 2018, September 18, 2018, and September 20, 2018.<sup>4</sup> The most recent versions of the Plan and Disclosure Statement that have, as of the date of this filing, been submitted to the Bankruptcy Court are being supplied in Exhibit 5 of each Application.

## II. POST-EMERGENCE STRUCTURE AND PARTIES TO THE APPLICATION

Under the Plan, certain existing debt of iHeart will be retired. In satisfaction of such debt, post-emergence iHeart (“Reorganized iHeart”) will issue to certain current debtholders, equity holders and other creditors: (i) common stock in Reorganized iHeart, which may be either fully voting Class A Common Stock and/or limited voting Class B Common Stock (the latter of which will have no rights to vote on Reorganized iHeart’s directors and is intended to be non-attributable for purposes of the FCC’s media ownership and attribution rules and policies), and/or (ii) Special Warrants, which will be exercisable for common stock of Reorganized iHeart subject to certain conditions, including compliance with the Communications Act of 1934, as amended (the “Communications Act”) and the FCC’s rules (the common stock and the Special Warrants, collectively, the “New Securities”).<sup>5</sup>

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indirect iHeart subsidiaries that hold exclusively non-Part 73 licenses: Premiere Networks, Inc., iHeartMedia + Entertainment, Inc., Oklahoma News Network, Tennessee Radio Network, and TTNW Networks, LLC.

<sup>2</sup> *In re iHeartMedia, Inc., et al.*, Case No. 18-31274 (MI) (Bankr. S.D. Tex.) and jointly administered cases.

<sup>3</sup> On March 19, 2018, each of the License Subsidiaries filed applications on FCC Form 316 requesting Commission consent to the involuntary assignment of their respective broadcast licenses from the applicable License Subsidiary to that same entity as debtor in possession. *See* lead file numbers BALH-20180319ABB, BALH-20180319ACS, BAL-20180319ADB, BALH-20180319AGO, BALH-20180319ASU, BALH-20180319BAR, and BAL-20180319BHP. *See also* File No. BTC-20180319BAQ (involuntary transfer of control of LABP from AMFM Broadcasting, Inc. to AMFM Broadcasting, Inc., as debtor in possession). These *pro forma* applications were granted on April 11 and April 12, 2018.

<sup>4</sup> On September 20, 2018, the Bankruptcy Court issued an order approving the adequacy of the Disclosure Statement.

<sup>5</sup> Although the Class B Common Stock and the Special Warrants will have certain approval rights over fundamental corporate matters, such rights will be consistent with Commission precedent which permits holders of non-voting securities to hold such approval rights without potentially triggering attribution. *See, e.g., Shareholders of Hispanic*

Upon consummation of the Plan, all current equity interests in iHeart will be cancelled and Reorganized iHeart will issue the New Securities as prescribed in the Plan. Immediately following consummation of the Plan, substantially all of Reorganized iHeart's voting stock will be held by new shareholders. Accordingly, the Plan contemplates a substantial change in ownership and control of iHeart and the License Subsidiaries, and FCC consent to effectuation of the Plan is being sought on "long form" applications.

**Attachment A** hereto contains diagrams depicting the vertical chain of ownership of iHeart downstream to the License Subsidiaries before and after the Reorganization. As demonstrated in those diagrams, the pre-Reorganization and post-Reorganization vertical structures from iHeart to the License Subsidiaries are identical with the exception of one substitution of an intermediate subsidiary (Clear Channel Holdings, Inc.) with another (Radio NewCo). After the Reorganization, iHeart and the Debtor Affiliates, including the License Subsidiaries, will also no longer be debtors in possession.

The Plan provides for an "Equity Allocation Mechanism" to ensure that only parties which have been identified in the assignee sections of the Applications as attributable parties (the "Attributable Entities") will be issued Class A Common Stock (which has full voting rights) in an amount equal to five percent or more of the outstanding Class A Common Stock as of the consummation of the Plan, in order to comply with the FCC's requirements for disclosure of such Attributable Entities in long form assignment and transfer of control applications. To the extent that other parties may be eligible to receive New Securities of Reorganized iHeart in an amount that would meet or exceed five percent of Reorganized iHeart's Class A Common Stock or would otherwise confer an attributable interest in Reorganized iHeart, such parties will receive amounts of either Class B Common Stock, or Special Warrants exercisable for common stock, that will result in their receipt of less than five percent of the total amount of Class A Common Stock.<sup>6</sup> Both the Class B Common Stock and the Special Warrants will (a) carry only those rights that the Commission has previously found to confer non-attributable interests, and (b) be convertible (in the case of the Class B Common Stock) or exercisable (in the case of the Special Warrants) only in the event that such exercise or conversion would be consistent with the Communications Act and the FCC's rules. Accordingly, no entities other than the Attributable Entities will receive Class A Common Stock of Reorganized iHeart in an amount that would result in such entities holding an attributable interest in Reorganized iHeart.

Upon consummation of the Plan, the board of directors of Reorganized iHeart will consist of nine voting members. They will be selected by a seven-member Board Selection Committee consisting of six members appointed by senior creditors and one member appointed by iHeart's current equity sponsors. Each officer and director will possess the requisite qualifications to hold an attributable interest in a broadcast licensee, and will not hold an attributable interest in

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*Broadcasting Corporation and Univision Communications, Inc.*, 18 FCC Rcd 18834, 18849-18850 (2003); *Paxson Management Corporation and Lowell W. Paxson*, 22 FCC Rcd 22224, 22231-32 (2007).

<sup>6</sup> To the extent that an entity entitled to receive Class A Common Stock is subject to the twenty percent attribution benchmark for certain types of "passive investors" under Note 2(b) to Section 73.3555(b) of the Commission's rules, it will receive amounts of either Class B Common Stock, or Special Warrants exercisable for common stock, that will result in its receipt of less than twenty percent of the total amount of Class A Common Stock.

any other broadcast licensee that would cause a violation of the media ownership rules when combined with an attributable interest in Reorganized iHeart.

As of the filing of these Applications, iHeart anticipates that only one entity—Mould Fountain Funding, LLC (“Mould”)—will hold an attributable percentage of iHeart’s Class A Common Stock upon consummation of the Plan.<sup>7</sup> Thus, the Attributable Entities in these Applications are (i) iHeart, (ii) the License Subsidiaries, (iii) the other iHeart subsidiaries in the proposed post-Reorganization chain of ownership of a License Subsidiary, (iv) Mould and its 100% parent, Liberty Media Corporation, and (v) the officers and directors of the entities described in (i)-(iv). These Attributable Entities are listed on the charts contained in **Attachment B** hereto. The applicants will amend Attachment B as necessary to provide any additional or changed information which becomes known prior to confirmation of the Plan.

### **III. AGREEMENTS FOR THE PROPOSED TRANSFER OF CONTROL**

Copies of the most recent versions of the Plan and the related Disclosure Statement, which were filed with the Bankruptcy Court on September 20, 2018, are being submitted with the Applications. The applicants contemplate that the Plan and/or Disclosure Statement may be further amended or supplemented between the Applications’ filing date and the date the Bankruptcy Court confirms the Plan. Additionally, the applicants contemplate that a supplement to the Plan (the “Plan Supplement”) will be filed with the Bankruptcy Court before confirmation of the Plan containing, among other things, the forms of certain documents that, upon consummation of the Plan, will be executed with respect to implementation of the Plan. Copies of the final confirmed Plan, including the Plan Supplement and all relevant attachments, the final Disclosure Statement (to the extent it is amended or supplemented prior to consummation), the order of the Bankruptcy Court confirming the Plan, and any necessary updates of information on iHeart’s post-emergence ownership will be supplied in one or more amendments to the Applications. All documents related to iHeart’s and the Debtor Affiliates’ bankruptcy and proposed emergence can be found on a real-time basis in the Bankruptcy Court docket of the cases, available online at <https://cases.primeclerk.com/iheartmedia/>.

To the extent that documents relating to the iHeart bankruptcy case are not supplied with the Applications or amendments thereto, such documents consist of material that is either proprietary and/or not germane to the Commission’s evaluation of the Applications. Such information will be provided to the Commission upon request, subject to the parties’ rights to submit such material subject to regulations restricting public access to confidential and

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<sup>7</sup> iHeart has identified two other groups of entities, each of which it anticipates may be entitled to receive, in the aggregate, five percent or more of its Class A Common Stock upon consummation of the Plan. Each of these two other groups consists of a commonly managed group of funds that are “investment companies” as defined in 15 U.S.C. § 80a-3 and, accordingly, will be subject to the twenty percent attribution benchmark under the Commission’s rules. See 47 C.F.R. § 73.3555, Note 2(b) (“Investment companies, as defined in 15 U.S.C. § 80a-3, . . . will be considered to have a cognizable interest only if they hold 20% or more of the outstanding voting stock of a corporate broadcast licensee.”); see also *id.* Note 2(h) (discrete ownership interests are aggregated for attribution purposes, and an individual or entity will be deemed to hold a cognizable interest only if “[t]he sum of interests held by or through ‘passive investors’ is equal to or exceeds 20 percent”). It is not anticipated that either group will receive 20 percent or more of iHeart’s Class A Common Stock upon consummation of the Plan.

proprietary information. Accordingly, Section II, Question 3 and Section III, Question 3 of each of the Applications have been answered “No.”<sup>8</sup>

#### **IV. COMPLIANCE WITH MEDIA OWNERSHIP RULES**

No Attributable Entity or any other party to the Applications holds an attributable interest in any FCC authorization for a radio broadcast station other than the authorizations listed in Exhibit 6 of each Application.<sup>9</sup> Consequently, the consummation of the Plan will result in no new radio stations being attributable to iHeart, but only in a change in ownership of iHeart’s existing radio stations. Exhibit 18 to the Applications contains two analyses concerning the compliance of all iHeart station combinations with the FCC’s media ownership rules – one utilizing Nielsen Metro market methodology and the other utilizing the Commission’s prescribed interim contour overlap methodology for stations outside Nielsen Metro markets. These analyses collectively demonstrate that iHeart’s existing station combinations comply with the Commission’s local radio ownership rule<sup>10</sup> in all but two local markets: Grand Forks, ND-MN and Brunswick, GA (the “Divestiture Markets”), in which intervening market changes have caused iHeart to hold a grandfathered attributable interest in more stations than is permitted under the local radio ownership rule. In each of the Divestiture Markets, iHeart will divest one FM radio station prior to or simultaneously with the consummation of the Plan in order to come into compliance with the local radio ownership rule. iHeart intends to assign such stations to a divestiture trust and will file one or more applications for FCC consent to such divestiture as soon as possible. The Commission has approved the use of divestiture trusts in multi-station transactions as a means to complete the divestiture of stations required to effect compliance with the Commission’s media ownership rules.<sup>11</sup> iHeart requests that the Commission process and act upon the divestiture trust application(s), once filed, concurrently with the Applications.

#### **V. COMPLIANCE WITH FOREIGN OWNERSHIP LIMITATIONS**

Pursuant to the Plan and procedures that have been approved by the Bankruptcy Court, prior to Plan consummation each holder of a claim or interest which would entitle it to receive New Securities of Reorganized iHeart will be required to submit a certification to iHeart as to the amount of its foreign ownership. Those certifications will enable iHeart to determine the aggregate percentage of foreign ownership that would exist in Reorganized iHeart, both as a

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<sup>8</sup> Additionally, the Applications relating to AMFM Radio Licenses, L.L.C. and Clear Channel Broadcasting Licenses, Inc. contain, in response to Section III, Question 6(a), a copy of a Local Marketing Agreement with respect to station WRSO(AM), Orlovista, Florida. Schedule A (relating to fees) has been omitted from this copy of the agreement.

<sup>9</sup> An officer and director of Liberty Media Corporation, the 100% parent of Mould, holds an attributable interest in several television stations, which are also disclosed in Exhibit 6 of each Application. Given the elimination of the radio/television cross-ownership rule, this interest does not implicate the Commission’s media ownership rules.

<sup>10</sup> 47 C.F.R. § 73.3555(a)(1).

<sup>11</sup> See, e.g., *Cumulus Media, Inc., Debtor-in-Possession*, DA 18-568, ¶ 11 (MB Jun. 1, 2018) (“*Cumulus Reorganization*”); *Entercom Communications and CBS Radio Seek Approval to Transfer Control of and Assign FCC Authorizations and Licenses*, 32 FCC Rcd 9380 (MB 2017); *Cumulus Media, Inc.*, 26 FCC Rcd 12956 (MB 2011); *Clear Channel Communications, Inc.*, 23 FCC Rcd 1421 (2008).

percentage of voting rights and of equity. To ensure that Reorganized iHeart's foreign ownership will not exceed the 25% benchmark under Section 310(b)(4) of the Communications Act with respect to either voting rights or equity, claim or interest holders with foreign ownership may receive Class B Common Stock and/or Special Warrants in an amount with respect to all claim or interest holders with foreign ownership that is sufficient to cause the foreign ownership of Reorganized iHeart, on both a voting and equity basis, not to exceed 22.5% in the aggregate.

The methodology for effecting the distribution of New Securities of Reorganized iHeart described above is set forth in the "Equity Allocation Mechanism" that is included as Exhibit A to the Plan. The Special Warrants, as convertible instruments conferring no current equity or cognizable voting rights, will not be deemed to constitute voting or equity instruments for purposes of Section 310(b) of the Communications Act.<sup>12</sup> The use of warrants as part of an equity distribution system is designed to ensure compliance with the foreign ownership limits applicable to broadcast licensees, and has been approved by the Commission in a number of transactions involving companies which are emerging from bankruptcy.<sup>13</sup>

Subsequent to the filing of these Applications, iHeart intends to file with the Commission a Petition for Declaratory Ruling requesting that the aggregate amount of equity and voting interests in Reorganized iHeart to be held by foreign parties generally be allowed to exceed the 25% benchmark set forth in Section 310(b)(4) of the Communications Act. However, because action on the Petition for Declaratory Ruling is not a condition of the consummation of the Plan, the Plan provides that the distribution of New Securities of Reorganized iHeart on the Plan's effective date will be subject to the 22.5% limitation (with respect to both voting rights and equity ownership) on foreign holdings of stock of Reorganized iHeart as set forth in the Equity Allocation Mechanism. Following consummation of the Plan, Reorganized iHeart will continue to monitor and assess compliance with the foreign ownership limitations, consistent with applicable FCC rules and subject to any declaratory ruling the Commission may issue.

## **VI. PENDING APPLICATIONS AND CUT-OFF RULES**

It is intended that the applications filed in connection with the Reorganization include all of the licenses and other authorizations held by subsidiaries of iHeart. iHeart subsidiaries may now have on file, and may hereafter file, additional requests for authorizations for new or modified facilities that may be granted before the Commission takes action on the applications filed in connection with the Reorganization. Accordingly, iHeart requests that the Commission approval of the applications filed in connection with the Reorganization include (1) any authorization issued to iHeart or any of its subsidiaries while applications are pending before the Commission and during the period required for consummation of the Reorganization, and (2) any applications filed by any of iHeart's subsidiaries that are pending at the time of consummation.

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<sup>12</sup> See, e.g., *Cumulus Reorganization*, ¶ 9; *Univision Holdings, Inc.*, 7 FCC Rcd 6672 n.6 (1992); *Una Vez Mas Texas Holdings, LLC*, 25 FCC Rcd 13409 (MB 2010).

<sup>13</sup> See, e.g., *Cumulus Reorganization*, ¶ 9; *Tribune Company and its License Subsidiaries, Debtors-in-Possession*, 27 FCC Rcd 14239 (MB 2012); *Citadel Broadcasting Company, Debtor-in-Possession*, BTC-20100318ABL, *et. seq.* (granted May 26, 2010).

Inclusion of authorizations issued while the applications are pending and during the consummation period, and applications pending at the time of consummation, are both consistent with prior Commission decisions.<sup>14</sup>

Additionally, pursuant to Sections 1.927(h), 1.929(a)(2), and 1.933(b) of the Commission's Rules, to the extent necessary, iHeart requests a blanket exemption from any applicable cut-off rules in cases where iHeart subsidiaries file amendments to pending applications to reflect consummation of the Reorganization so that such amendments are not treated as disqualifying amendments. The nature of the Reorganization demonstrates that the ownership changes would not be made for the purpose of acquiring any particular pending application, but as part of a larger transaction undertaken for an independent and legitimate business purpose. Grant of this request would be consistent with prior Commission decisions that routinely have granted a blanket exemption in cases involving multiple-license transactions.<sup>15</sup>

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<sup>14</sup> See, e.g., *Applications of AT&T Inc. and Cellco Partnership d/b/a Verizon Wireless*, Memorandum Opinion and Order, 25 FCC Rcd 8704, 8773 (2010); *SBC Communications Inc. and AT&T Corp. Applications for Approval of Transfer of Control*, Memorandum Opinion and Order, 20 FCC Rcd 18290, 18392 (2005); *Applications of AT&T Wireless Services, Inc. and Cingular Wireless Corp. for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 19 FCC Rcd 21522, 21626 (2004).

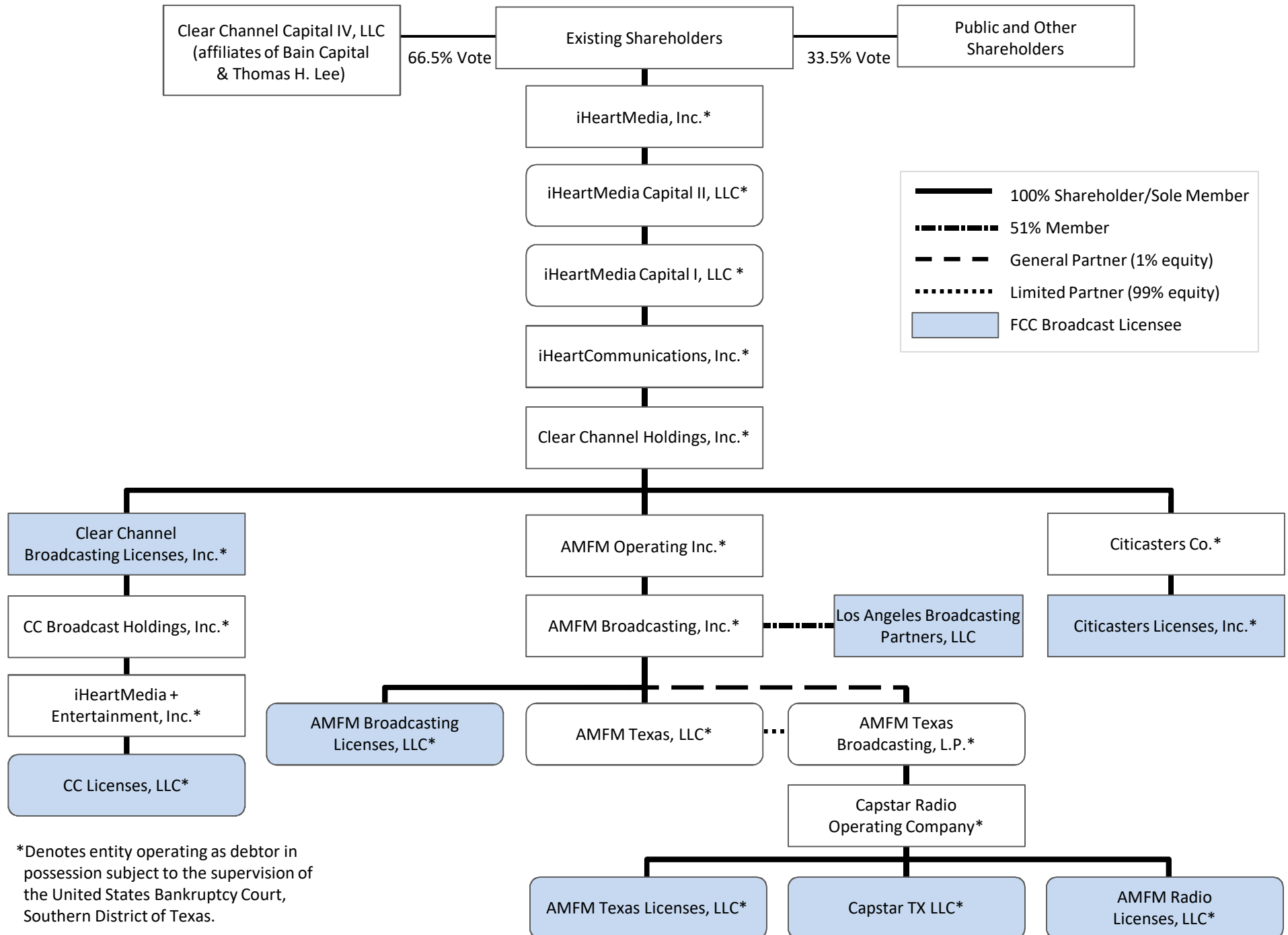
<sup>15</sup> See, e.g., *Applications of PacifiCorp Holdings, Inc., and Century Telephone Enterprises, Inc. for Consent to Transfer Control of Pacific Telecom, Inc.*, Memorandum Opinion and Order, 13 FCC Rcd 8891, ¶ 47 (1997); *Applications of NYNEX Corp. and Bell Atlantic Corp.*, Memorandum Opinion and Order, 12 FCC Rcd 19985, 20091–92 (1997).

## **ATTACHMENT A**

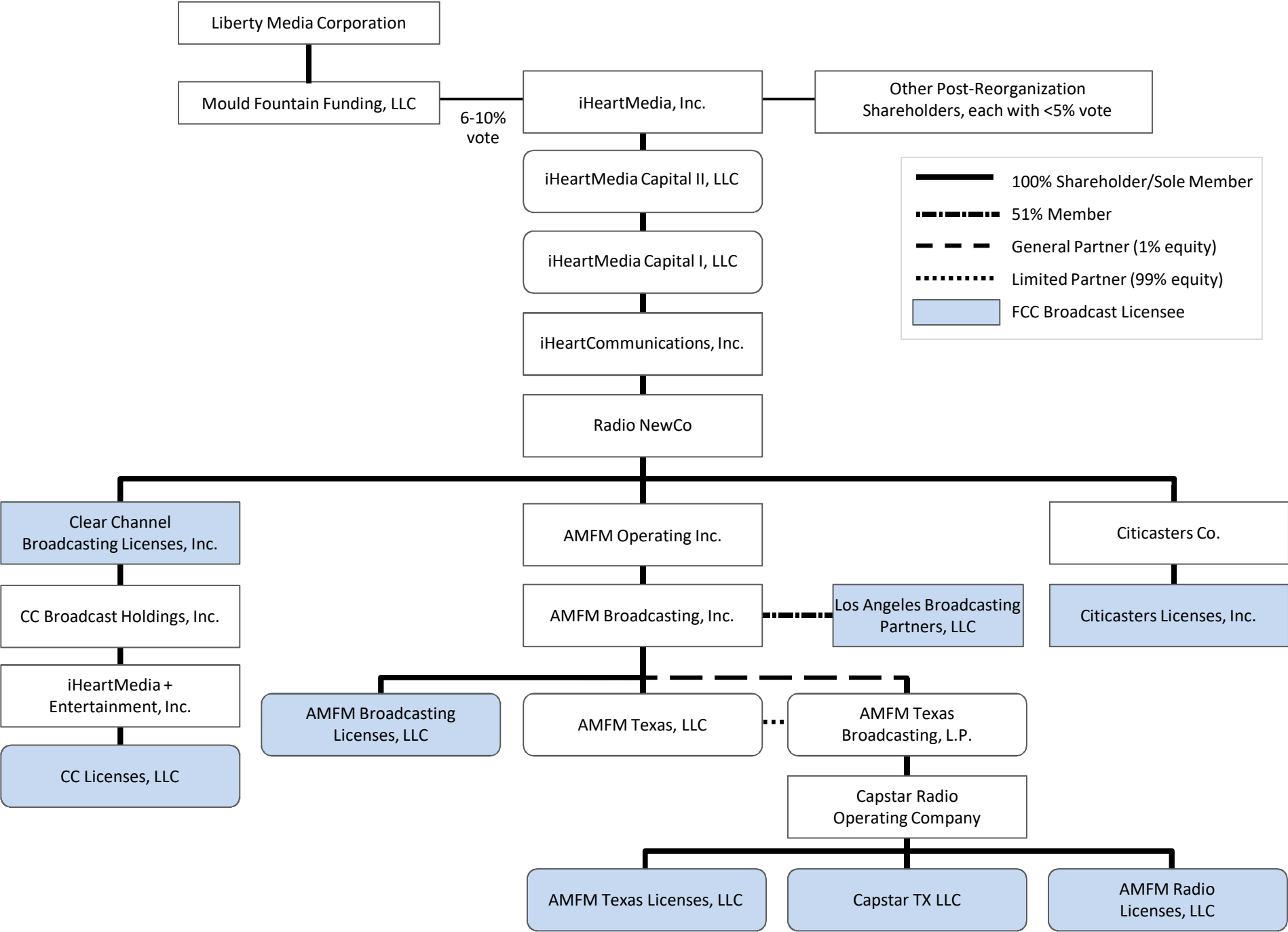
### **Pre-Reorganization and Post-Reorganization Structure Charts**



## Pre-Reorganization Ownership Structure



Post-Reorganization Ownership Structure



## ATTACHMENT B

### Parties to the Application

The tables below, which correspond to the table included in Section III, Item 4(a), list the following:

- 1) Names and addresses<sup>1</sup> of each party to the application holding an attributable interest.
- 2) Citizenship.
- 3) Positional Interest: Office, director, general partner, limited partner, LLC member, investor, creditor attributable under the equity, debt plus standard, etc.
- 4) Percentage of votes.
- 5) Percentage of total assets (debt plus equity).<sup>2</sup>

**Capstar TX LLC, AMFM Texas Licenses, LLC, and AMFM Radio Licenses, LLC** are License Subsidiaries. They have the following officers, directors and controlling entities, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136:

	(1)	(2)	(3)	(4)	(5)
1.	Capstar TX LLC, AMFM Texas Licenses, LLC, AMFM Radio Licenses, LLC	U.S.	---	--	--
2.	Richard J. Bressler	U.S.	CFO, President	0	0
3.	Jeff Littlejohn	U.S.	EVP-Engineering & Systems Integration-IHM	0	0
4.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary	0	0
5.	Steven Macri	U.S.	EVP and CFO-IHM	0	0
6.	Scott T. Bick	U.S.	SVP-Tax	0	0
7.	Brian D. Coleman	U.S.	SVP, Treasurer, Assistant Secretary	0	0
8.	Stephen G. Davis	U.S.	SVP-Real Estate, Facilities and Capital Management	0	0
9.	Lauren E. Dean	U.S.	VP, Associate General Counsel, Assistant Secretary	0	0
10.	Capstar Radio Operating Company	U.S.	Member	100	100

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<sup>1</sup> An address for each individual is provided only once—in the first table in which that individual appears.

<sup>2</sup> The information provided in column 5 of each table is the percentage of total voting and non-voting equity held in the entity or entities to which that table applies. No debt or non-attributable equity holder will have an attributable interest in Reorganized iHeart by virtue of the “equity debt plus” rule. See 47 C.F.R. § 73.3555, Note 2(i).

**AMFM Broadcasting Licenses, LLC** is a License Subsidiary. It has the following officers, directors and controlling entities, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136:

	(1)	(2)	(3)	(4)	(5)
1.	AMFM Broadcasting Licenses, LLC	U.S.	---	--	--
2.	Richard J. Bressler	U.S.	CFO, President, Director	0	0
3.	Jeff Littlejohn	U.S.	EVP-Engineering & Systems Integration-IHM	0	0
4.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary, Director	0	0
5.	Steven Macri	U.S.	EVP and CFO-IHM	0	0
6.	Brian D. Coleman	U.S.	SVP, Treasurer, Assistant Secretary	0	0
7.	Stephen G. Davis	U.S.	SVP-Real Estate, Facilities and Capital Management	0	0
8.	Lauren E. Dean	U.S.	VP, Assistant General Counsel, Assistant Secretary	0	0
9.	Scott T. Bick	U.S.	SVP-Tax	0	0
10.	AMFM Broadcasting, Inc.	U.S.	Sole Member	100	100

**CC Licenses, LLC** is a License Subsidiary. It has the following officers, directors and controlling entities, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136:

	(1)	(2)	(3)	(4)	(5)
1.	CC Licenses, LLC	U.S.	---	--	--
2.	Richard J. Bressler	U.S.	CFO, President	0	0
3.	Jeff Littlejohn	U.S.	EVP-Engineering & Systems Integration-IHM	0	0
4.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary	0	0
5.	Steven Macri	U.S.	EVP and CFO-IHM	0	0
6.	Scott T. Bick	U.S.	SVP-Tax	0	0
7.	Brian D. Coleman	U.S.	SVP, Treasurer, Assistant Secretary	0	0
8.	Stephen G. Davis	U.S.	SVP-Real Estate, Facilities and Capital Management	0	0
9.	Lauren E. Dean	U.S.	VP, Associate General Counsel, Assistant Secretary	0	0
10.	iHeartMedia + Entertainment, Inc.	U.S.	Member	100	100

**Clear Channel Broadcasting Licenses, Inc.** is a License Subsidiary and is also an indirect parent of CC Licenses, LLC. It has the following officers and directors, and upon consummation will have the indicated controlling entity, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136:

	(1)	(2)	(3)	(4)	(5)
1.	Clear Channel Broadcasting Licenses, Inc.	U.S.	---	--	--
2.	Richard J. Bressler	U.S.	CFO, President, Director	0	0
3.	Jeff Littlejohn	U.S.	EVP-Engineering & Systems Integration-IHM	0	0
4.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary, Director	0	0
5.	Steven Macri	U.S.	EVP and CFO-IHM	0	0
6.	Brian D. Coleman	U.S.	SVP, Treasurer, Assistant Secretary	0	0
7.	Stephen G. Davis	U.S.	SVP-Real Estate, Facilities and Capital Management	0	0
8.	Lauren E. Dean	U.S.	VP, Assistant General Counsel, Assistant Secretary	0	0
9.	Scott T. Bick	U.S.	SVP-Tax	0	0
10.	Radio Newco	U.S.	Shareholder	100	100

**Citicasters Licenses, Inc.** is a License Subsidiary. It has the following officers, directors and controlling entities, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136:

	(1)	(2)	(3)	(4)	(5)
1.	Citicasters Licenses, Inc.	U.S.	---	--	--
2.	Richard J. Bressler	U.S.	CFO, President, Director	0	0
3.	Jeff Littlejohn	U.S.	EVP-Engineering & Systems Integration-IHM	0	0
4.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary, Director	0	0
5.	Steven Macri	U.S.	EVP and CFO-IHM	0	0
6.	Scott T. Bick	U.S.	SVP-Tax	0	0
7.	Brian D. Coleman	U.S.	SVP, Treasurer, Assistant Secretary	0	0
8.	Stephen G. Davis	U.S.	SVP-Real Estate, Facilities and Capital Management	0	0
9.	Lauren E. Dean	U.S.	VP, Assistant General Counsel, Assistant Secretary	0	0
10.	Citicasters Co.	U.S.	Shareholder	100	100

**Capstar Radio Operating Company** is the sole member of Capstar TX LLC, AMFM Texas Licenses, LLC, and AMFM Radio Licenses, LLC, has the following officers, directors and controlling entities, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136:

	(1)	(2)	(3)	(4)	(5)
1.	Capstar Radio Operating Company	U.S.	--	--	--
2.	Richard J. Bressler	U.S.	CFO, President, Director	0	0
3.	Jeff Littlejohn	U.S.	EVP-Engineering & Systems Integration-IHM	0	0
4.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary, Director	0	0
5.	Steven Macri	U.S.	EVP and CFO-IHM	0	0
6.	Scott T. Bick	U.S.	SVP-Tax	0	0
7.	Brian D. Coleman	U.S.	SVP, Treasurer, Assistant Secretary	0	0
8.	Stephen G. Davis	U.S.	SVP-Real Estate, Facilities and Capital Management	0	0
9.	Lauren E. Dean	U.S.	VP, Associate General Counsel, Assistant Secretary	0	0
10.	AMFM Texas Broadcasting, LP	U.S.	Shareholder	100	100

**AMFM Texas Broadcasting, L.P.** is the sole shareholder of Capstar Radio Operating Company. It has the following controlling entities, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136:

	(1)	(2)	(3)	(4)	(5)
1.	AMFM Texas Broadcasting, LP	U.S.	--	--	--
2.	AMFM Broadcasting, Inc.	U.S.	General Partner	100	1
3.	AMFM Texas, LLC	U.S.	Limited Partner	0	99

**AMFM Texas, LLC** is the limited partner of AMFM Texas Broadcasting, L.P. It has the following officers, directors and controlling entities, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136:

	(1)	(2)	(3)	(4)	(5)
1.	AMFM Texas, LLC	U.S.	--	--	--
2.	Richard J. Bressler	U.S.	CFO, President	0	0
3.	Jeff Littlejohn	U.S.	EVP-Engineering & Systems Integration-IHM	0	0
4.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary	0	0
5.	Steven Macri	U.S.	EVP and CFO-IHM	0	0
6.	Brian D. Coleman	U.S.	SVP, Treasurer, Assistant Secretary	0	0
7.	Stephen G. Davis	U.S.	SVP-Real Estate, Facilities and Capital Management	0	0
8.	Lauren E. Dean	U.S.	VP, Associate General Counsel, Assistant Secretary	0	0

	(1)	(2)	(3)	(4)	(5)
9.	Scott T. Bick	U.S.	SVP-Tax	0	0
10.	AMFM Broadcasting, Inc.	U.S.	Sole Member	100	100

**AMFM Broadcasting, Inc.** is the sole member of AMFM Broadcasting Licenses, LLC and the general partner of AMFM Texas Broadcasting, L.P. It has the following officers, directors and controlling entities, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136:

	(1)	(2)	(3)	(4)	(5)
1.	AMFM Broadcasting, Inc.	U.S.	--	--	--
2.	Richard J. Bressler	U.S.	CFO, President, Director	0	0
3.	Jeff Littlejohn	U.S.	EVP-Engineering & Systems Integration-IHM	0	0
4.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary, Director	0	0
5.	Steven Macri	U.S.	EVP and CFO-IHM	0	0
6.	Brian D. Coleman	U.S.	SVP, Treasurer, Assistant Secretary	0	0
7.	Stephen G. Davis	U.S.	SVP-Real Estate, Facilities and Capital Management	0	0
8.	Lauren E. Dean	U.S.	VP, Assistant General Counsel, Assistant Secretary	0	0
9.	Scott T. Bick	U.S.	SVP-Tax	0	0
10.	AMFM Operating, Inc.	U.S.	Shareholder	100	100

**AMFM Operating, Inc.** is the sole shareholder of AMFM Broadcasting, Inc. It has the following officers and directors, and upon consummation will have the indicated controlling entity, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136:

	(1)	(2)	(3)	(4)	(5)
1.	AMFM Operating, Inc.	U.S.	--	--	--
2.	Richard J. Bressler	U.S.	CFO, President, Director	0	0
3.	Jeff Littlejohn	U.S.	EVP-Engineering & Systems Integration-IHM	0	0
4.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary, Director	0	0
5.	Steven Macri	U.S.	EVP and CFO-IHM	0	0
6.	Brian D. Coleman	U.S.	SVP, Treasurer, Assistant Secretary	0	0
7.	Stephen G. Davis	U.S.	SVP-Real Estate, Facilities and Capital Management	0	0
8.	Lauren E. Dean	U.S.	VP, Assistant General Counsel, Assistant Secretary	0	0
9.	Scott T. Bick	U.S.	SVP-Tax	0	0
10.	Radio NewCo	U.S.	Shareholder	100	100

**iHeartMedia + Entertainment, Inc.** is the sole member of CC Licenses, LLC. It has the following officers, directors and controlling entities, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136:

	(1)	(2)	(3)	(4)	(5)
1.	iHeartMedia + Entertainment, Inc.	U.S.	--	--	--
2.	Richard J. Bressler	U.S.	CFO, President, Director	0	0
3.	Jeff Littlejohn	U.S.	EVP-Engineering & Systems Integration-IHM	0	0
4.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary, Director	0	0
5.	Steven Macri	U.S.	EVP and CFO-IHM	0	0
6.	Scott T. Bick	U.S.	SVP-Tax	0	0
7.	Brian D. Coleman	U.S.	SVP, Treasurer, Assistant Secretary	0	0
8.	Stephen G. Davis	U.S.	SVP-Real Estate, Facilities and Capital Management	0	0
9.	Lauren E. Dean	U.S.	VP, Associate General Counsel, Assistant Secretary	0	0
10.	CC Broadcast Holdings, Inc.	U.S.	Shareholder	100	100

**CC Broadcast Holdings, Inc.** is the sole shareholder of iHeartMedia + Entertainment, Inc. It has the following officers, directors and controlling entities, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136:

	(1)	(2)	(3)	(4)	(5)
1.	CC Broadcast Holdings, Inc.	U.S.	--	--	--
2.	Richard J. Bressler	U.S.	CFO, President, Director	0	0
3.	Jeff Littlejohn	U.S.	EVP-Engineering & Systems Integration-IHM	0	0
4.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary, Director	0	0
5.	Steven Macri	U.S.	EVP and CFO-IHM	0	0
6.	Brian D. Coleman	U.S.	SVP, Treasurer, Assistant Secretary	0	0
7.	Stephen G. Davis	U.S.	SVP-Real Estate, Facilities and Capital Management	0	0
8.	Lauren E. Dean	U.S.	VP, Assistant General Counsel, Assistant Secretary	0	0
9.	Scott T. Bick	U.S.	SVP-Tax	0	0
10.	Clear Channel Broadcasting Licenses, Inc.	U.S.	Shareholder	100	100



**Citicasters Co.** is the sole shareholder of Citicasters Licenses, Inc. It has the following officers and directors, and upon consummation will have the indicated controlling entity, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136:

	(1)	(2)	(3)	(4)	(5)
1.	Citicasters Co.	U.S.	--	--	--
2.	Richard J. Bressler	U.S.	CFO, President, Director	0	0
3.	Jeff Littlejohn	U.S.	EVP-Engineering & Systems Integration-IHM	0	0
4.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary, Director	0	0
5.	Steven Macri	U.S.	EVP and CFO-IHM	0	0
6.	Scott T. Bick	U.S.	SVP-Tax	0	0
7.	Brian D. Coleman	U.S.	SVP, Treasurer, Assistant Secretary	0	0
8.	Stephen G. Davis	U.S.	SVP-Real Estate, Facilities and Capital Management	0	0
9.	Lauren E. Dean	U.S.	VP, Assistant General Counsel, Assistant Secretary	0	0
10.	Radio NewCo	U.S.	Shareholder	100	100

**Radio NewCo**, an entity yet to be formed, will be the sole shareholder of AMFM Operating, Inc., Clear Channel Broadcasting Licenses, Inc. and Citicasters Co. upon closing of the Reorganization. Its expected officers, directors and controlling entities, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136, are listed in the following table:<sup>3</sup>

	(1)	(2)	(3)	(4)	(5)
1.	Radio NewCo	U.S.	--	--	--
2.	Richard J. Bressler	U.S.	CFO, President, Director	0	0
3.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary, Director	0	0
4.	Brian D. Coleman	U.S.	SVP, Treasurer, Assistant Secretary	0	0
5.	Lauren E. Dean	U.S.	VP, Associate General Counsel, Assistant Secretary	0	0
6.	Scott T. Bick	U.S.	SVP-Tax	0	0
7.	iHeartCommunications, Inc.	U.S.	Direct Parent	100	100

<sup>3</sup> The formal name and entity type of Radio NewCo will be provided in an amendment to the Applications once that information becomes known.

**iHeartCommunications, Inc.**, which will be the 100% direct parent of Radio NewCo upon consummation of the Reorganization, has the following officers, directors and controlling entities, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136, unless otherwise indicated:

	(1)	(2)	(3)	(4)	(5)
1.	iHeartCommunications, Inc.	U.S.	--	--	--
2.	Scott R. Wells	U.S.	CEO – Clear Channel Outdoor Americas	0	0
3.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary	0	0
4.	Scott D. Hamilton	U.S.	SVP, CAO, Assistant Secretary	0	0
5.	Jessica Marventano	U.S.	SVP-Government Affairs	0	0
6.	Steve Mills	U.S.	EVP, Chief Information Officer	0	0
7.	Brian D. Coleman	U.S.	SVP, Treasurer	0	0
8.	Scott T. Bick	U.S.	SVP-Tax	0	0
9.	Lauren E. Dean	U.S.	SVP, Associate General Counsel, Assistant Secretary	0	0
10.	Melissa Fleming	U.S.	VP-Procurement	0	0
11.	Juliana F. Hill	U.S.	SVP-Liquidity & Asset Management	0	0
12.	C. William Eccleshare	U.K.	Chairman and CEO– Clear Channel Outdoor International	0	0
13.	Wendy Goldberg	U.S.	EVP-Communications	0	0
14.	Paul McNicol	U.S.	EVP & Deputy General Counsel	0	0
15.	Robert W. Pittman	U.S.	Chairman, CEO, Director	0	0
16.	Duaine Smith	U.S.	SVP and General Auditor	0	0
17.	Steven J. Macri	U.S.	SVP-Corporate Finance	0	0
18.	Gayle Troberman	U.S.	EVP and Chief Marketing Officer	0	0
19.	Frederic F. Brace	U.S.	Director	0	0
20.	Charles H. Cremens	U.S.	Director	0	0
21.	Matthew J. Freeman c/o Bain Capital Investors, LLC	U.S.	Director	0	0
22.	John P. Connaughton c/o Bain Capital Investors, LLC	U.S.	Director	0	0
23.	John Belitsos c/o Bain Capital Investors, LLC	U.S.	Director	0	0
24.	Blair E. Hendrix c/o Bain Capital Investors, LLC	U.S.	Director	0	0
25.	Richard J. Bressler	U.S.	COO, CFO, President, Director	0	0
26.	James C. Carlisle c/o Thomas H. Lee Partners	U.S.	Director	0	0
27.	Laura A. Grattan c/o Thomas H. Lee Partners	U.S.	Director	0	0
28.	Scott M. Sperling	U.S.	Director	0	0

	(1)	(2)	(3)	(4)	(5)
	c/o Thomas H. Lee Partners				
29.	David C. Abrams c/o Joseph F. Mazzella 200 Clarendon St., 59 <sup>th</sup> Floor Boston, MA 02116	U.S.	Director	0	0
30.	Jonathon S. Jacobson c/o Joseph F. Mazzella 200 Clarendon St., 59 <sup>th</sup> Floor Boston, MA 02116	U.S.	Director	0	0
31.	iHeartMedia Capital I, LLC	U.S.	Shareholder	100	100

**iHeartMedia Capital I, LLC**, the sole shareholder of iHeartCommunications, Inc., has the following officers, directors and controlling entities, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136, unless otherwise indicated:

	(1)	(2)	(3)	(4)	(5)
1.	iHeartMedia Capital I, LLC	U.S.	--	--	--
2.	Scott R. Wells	U.S.	CEO – Clear Channel Outdoor Americas	0	0
3.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary	0	0
4.	Scott D. Hamilton	U.S.	SVP, CAO, Assistant Secretary	0	0
5.	Jessica Marventano	U.S.	SVP-Government Affairs	0	0
6.	Brian D. Coleman	U.S.	SVP, Treasurer	0	0
7.	Scott T. Bick	U.S.	SVP-Tax	0	0
8.	Lauren E. Dean	U.S.	SVP, Associate General Counsel, Assistant Secretary	0	0
9.	Melissa Fleming	U.S.	VP-Procurement	0	0
10.	Juliana F. Hill	U.S.	SVP-Liquidity & Asset Management	0	0
11.	Steve Mills	U.S.	SVP-Chief Information Officer	0	0
12.	C. William Eccleshare	U.K.	Chairman and CEO– Clear Channel Outdoor International	0	0
13.	Wendy Goldberg	U.S.	EVP-Communications	0	0
14.	Robert W. Pittman	U.S.	Chairman, CEO, Manager	0	0
15.	Duaine Smith	U.S.	SVP and General Auditor	0	0
16.	Steven J. Macri	U.S.	SVP-Corporate Finance	0	0
17.	Gayle Troberman	U.S.	EVP and Chief Marketing Officer	0	0
18.	Paul McNicol	U.S.	EVP & Deputy General Counsel	0	0
19.	Frederic F. Brace	U.S.	Manager	0	0
20.	Charles H. Cremens	U.S.	Manager	0	0
21.	John P. Connaughton c/o Bain Capital Investors, LLC	U.S.	Manager	0	0
22.	Matthew J. Freeman	U.S.	Manager	0	0

	(1)	(2)	(3)	(4)	(5)
	c/o Bain Capital Investors, LLC				
23.	John Belitsos c/o Bain Capital Investors, LLC	U.S.	Manager	0	0
24.	Blair E. Hendrix c/o Bain Capital Investors, LLC	U.S.	Manager	0	0
25.	Richard J. Bressler	U.S.	COO, CFO, President, Manager	0	0
26.	James C. Carlisle c/o Thomas H. Lee Partners	U.S.	Manager	0	0
27.	Laura A. Grattan c/o Thomas H. Lee Partners	U.S.	Manager	0	0
28.	Scott M. Sperling c/o Thomas H. Lee Partners	U.S.	Manager	0	0
29.	David C. Abrams c/o Joseph F. Mazzella 200 Clarendon St., 59 <sup>th</sup> Floor Boston, MA 02116	U.S.	Manager	0	0
30.	Jonathon S. Jacobson c/o Joseph F. Mazzella 200 Clarendon St., 59 <sup>th</sup> Floor Boston, MA 02116	U.S.	Manager	0	0
31.	iHeartMedia Capital II, LLC	U.S.	Sole Member	100	100

**iHeartMedia Capital II, LLC**, the sole member of iHeartMedia Capital I, LLC, Inc., has the following officers, directors and controlling entities, all of which use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136, unless otherwise indicated:

	(1)	(2)	(3)	(4)	(5)
1.	iHeartMedia Capital II, LLC	U.S.	--	--	--
2.	Scott R. Wells	U.S.	CEO—Clear Channel Outdoor Americas	0	0
3.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary	0	0
4.	Scott D. Hamilton	U.S.	SVP, CAO, Assistant Secretary	0	0
5.	Jessica Marventano	U.S.	SVP-Government Affairs	0	0
6.	Steve Mills	U.S.	SVP-Chief Information Officer	0	0
7.	Brian D. Coleman	U.S.	SVP, Treasurer	0	0
8.	Scott T. Bick	U.S.	SVP-Tax	0	0
9.	Lauren E. Dean	U.S.	SVP, Associate General Counsel, Assistant Secretary	0	0

	(1)	(2)	(3)	(4)	(5)
10.	Melissa Fleming	U.S.	VP-Procurement	0	0
11.	Juliana F. Hill	U.S.	SVP-Liquidity & Asset Management	0	0
12.	C. William Eccleshare	U.K.	Chairman and CEO– Clear Channel Outdoor International	0	0
13.	Wendy Goldberg	U.S.	EVP-Communications	0	0
14.	Robert W. Pittman	U.S.	Chairman, CEO, Manager	0	0
15.	Duaine Smith	U.S.	SVP and General Auditor	0	0
16.	Steven J. Macri	U.S.	SVP-Corporate Finance	0	0
17.	Gayle Troberman	U.S.	EVP and Chief Marketing Officer	0	0
18.	Paul McNicol	U.S.	EVP & Deputy General Counsel	0	0
19.	Frederic F. Brace	U.S.	Manager	0	0
20.	Charles H. Cremens	U.S.	Manager	0	0
21.	Matthew J. Freeman c/o Bain Capital Investors, LLC	U.S.	Manager	0	0
22.	John P. Connaughton c/o Bain Capital Investors, LLC	U.S.	Manager	0	0
23.	John Belitsos c/o Bain Capital Investors, LLC	U.S.	Manager	0	0
24.	Blair E. Hendrix c/o Bain Capital Investors, LLC	U.S.	Manager	0	0
25.	Richard J. Bressler	U.S.	CFO, President, Manager	0	0
26.	James C. Carlisle c/o Thomas H. Lee Partners	U.S.	Manager	0	0
27.	Laura A. Grattan c/o Thomas H. Lee Partners	U.S.	Manager	0	0
28.	Scott M. Sperling c/o Thomas H. Lee Partners	U.S.	Manager	0	0
29.	David C. Abrams c/o Joseph F. Mazzella 200 Clarendon St., 59 <sup>th</sup> Floor Boston, MA 02116	U.S.	Manager	0	0
30.	Jonathon S. Jacobson c/o Joseph F. Mazzella 200 Clarendon St., 59 <sup>th</sup> Floor Boston, MA 02116	U.S.	Manager	0	0
31.	iHeartMedia, Inc.	U.S.	Sole Member	100	100

**iHeartMedia, Inc.** is the sole member of iHeartMedia Capital II, LLC. The following table lists the current officers and directors of iHeart. Mould Fountain Funding, LLC is the only entity expected to hold an attributable percentage of the Class A Common Stock of Reorganized iHeart upon consummation of the Reorganization. The following individuals and entities use the address 7136 S. Yale Ave., Suite 501, Tulsa, OK, 74136, unless otherwise indicated:

	(1)	(2)	(3)	(4) <sup>4</sup>	(5)
1.	iHeartMedia, Inc.	U.S.	--	--	--
2.	Robert H. Walls, Jr.	U.S.	EVP, General Counsel, Secretary	<1	0
3.	Scott D. Hamilton	U.S.	SVP, CAO, Assistant Secretary	<1	0
4.	Jessica Marventano	U.S.	SVP-Government Affairs	<1	0
5.	Steve Mills	U.S.	SVP-Chief Information Officer	<1	0
6.	Brian D. Coleman	U.S.	SVP, Treasurer	<1	0
7.	Scott T. Bick	U.S.	SVP-Tax	<1	0
8.	Lauren E. Dean	U.S.	SVP, Associate General Counsel, Assistant Secretary	<1	0
9.	Melissa Fleming	U.S.	VP-Procurement	<1	0
10.	Gayle Troberman	U.S.	EVP and Chief Marketing Officer	<1	0
11.	Juliana F. Hill	U.S.	SVP-Liquidity & Asset Management	<1	0
12.	C. William Eccleshare	U.K.	Chairman and CEO– Clear Channel Outdoor International	<1	0
13.	Scott R. Wells	U.S.	CEO-Clear Channel Outdoor Americas	<1	0
14.	Wendy Goldberg	U.S.	EVP-Communications	<1	0
15.	Richard J. Bressler	U.S.	President, COO, CFO, Director	<1	<1
16.	Robert W. Pittman	U.S.	Chairman, CEO, Director	<1	<1
17.	Duaine Smith	U.S.	SVP, General Auditor	<1	0
18.	Steven Macri	U.S.	SVP, Corporate Finance	<1	0
19.	Paul McNicol	U.S.	SVP& Deputy General Counsel	<1	0
20.	Frederic F. Brace	U.S.	Director	0	0
21.	Charles H. Cremens	U.S.	Director	0	0
22.	Laura A. Grattan c/o Thomas H. Lee Partners	U.S.	Director	0	0
23.	John P. Connaughton c/o Bain Capital Investors, LLC	U.S.	Director	0	0
24.	John Belitsos c/o Bain Capital Investors, LLC	U.S.	Director	0	0
25.	Blair E. Hendrix	U.S.	Director	0	0

<sup>4</sup> The exact percentages of Reorganized iHeart's voting stock and equity that individual entities will hold at emergence may vary from the percentages reported herein due to the potential need to distribute Special Warrants in lieu of common stock in order to ensure compliance with Section 310(b) of the Communications Act, the possibility that Class B Common Stock will be issued to certain claim holders, and ongoing trading in iHeart's debt.

	(1)	(2)	(3)	(4) <sup>4</sup>	(5)
	c/o Bain Capital Investors, LLC				
26.	James C. Carlisle c/o Thomas H. Lee Partners	U.S.	Director	0	0
27.	Matthew J. Freeman c/o Bain Capital Investors, LLC	U.S.	Director	0	0
28.	Scott M. Sperling c/o Thomas H. Lee Partners	U.S.	Director	0	0
29.	David C. Abrams c/o Joseph F. Mazzella 200 Clarendon St., 59th Floor Boston, MA 02116	U.S.	Director	<1	<1
30.	Jonathon S. Jacobson c/o Joseph F. Mazzella 200 Clarendon St., 59th Floor Boston, MA 02116	U.S.	Director	<1	<1
31.	Mould Fountain Funding, LLC 12300 Liberty Boulevard Englewood, CO 80112	U.S.	Shareholder	6%-10%	6%-10%

**Mould Fountain Funding, LLC** is expected to be an attributable shareholder of iHeart upon consummation of the Reorganization. It has the following officers and member, each of which uses the address 12300 Liberty Boulevard, Englewood, CO, 80112:

	(1)	(2)	(3)	(4)	(5)
1.	Mould Fountain Funding, LLC	U.S.	---	--	--
2.	Gregory B. Maffei	U.S.	President, Chief Executive Officer	0	0
3.	Richard N. Baer	U.S.	Chief Legal Officer	0	0
4.	Mark D. Carleton	U.S.	Chief Financial Officer	0	0
5.	Albert E. Rosenthaler	U.S.	Chief Corporate Development Officer	0	0
6.	Pamela L. Coe	U.S.	Senior Vice President, Secretary	0	0
7.	Neal D. Dermer	U.S.	Senior Vice President, Treasurer	0	0
8.	Tim P. Lenneman	U.S.	Senior Vice President	0	0
9.	Craig Troyer	U.S.	Senior Vice President, Assistant Secretary	0	0
10.	Laura M. Baldi	U.S.	Vice President, Assistant Treasurer	0	0
11.	John T. Kearns III	U.S.	Vice President	0	0
12.	Ruth M. Huff	U.S.	Assistant Secretary	0	0
13.	Liberty Media Corporation	U.S.	Member	100	100

**Liberty Media Corporation** is the sole member of Mould Fountain Funding, LLC. It has the following officers and directors, all of which use the address 12300 Liberty Boulevard, Englewood, CO, 80112:<sup>5</sup>

	(1)	(2)	(3)	(4)	(5)
1.	Liberty Media Corporation	U.S.	---	--	--
2.	John C. Malone	U.S.	Chairman of the Board	47.7	7.8
3.	Gregory B. Maffei	U.S.	President/Chief Executive Officer, Director	1.6	3.3
4.	Richard N. Baer	U.S.	Chief Legal Officer	0	0
5.	Mark D. Carleton	U.S.	Chief Financial Officer	0	0
6.	Albert E. Rosenthaler	U.S.	Chief Corporate Development Officer	0	0
7.	Christopher W. Shean	U.S.	Senior Advisor	0	0
8.	Courtnee A. Chun	U.S.	Senior Vice President	0	0
9.	Pamela L. Coe	U.S.	Senior Vice President/Deputy General Counsel/Secretary	0	0
10.	Neal D. Dermer	U.S.	Senior Vice President/Treasurer	0	0
11.	Yavor P. Efremov	U.S.	Senior Vice President	0	0
12.	Robin Hickenlooper	U.S.	Senior Vice President	0	0
13.	Chad R. Hollingsworth	U.S.	Senior Vice President	0	0
14.	Tim P. Lenneman	U.S.	Senior Vice President	0	0
15.	Craig Troyer	U.S.	Senior Vice President/Deputy General Counsel/Assistant Secretary	0	0
16.	Brian J. Wendling	U.S.	Senior Vice President/Controller	0	0
17.	Laura M. Baldi	U.S.	Vice President/Assistant Treasurer	0	0
18.	Wade D. Haufschild	U.S.	Vice President	0	0
19.	John T. Kearns III	U.S.	Vice President	0	0
20.	Kelly King	U.S.	Assistant Vice President	0	0
21.	Katherine C. Jewell	U.S.	Assistant Vice President/Deputy General Counsel/Assistant Secretary	0	0
22.	Joanna Gezon	U.S.	Assistant Vice President/Assistant Controller	0	0
23.	Ruth M. Huff	U.S.	Assistant Secretary	0	0
24.	Michael E. Hurelbrink	U.S.	Assistant Secretary	0	0
25.	Evan D. Malone	U.S.	Director	0	0
26.	David E. Rapley	U.S.	Director	0	0
27.	Larry E. Romwell	U.S.	Director	0	0
28.	Brian M. Deevy	U.S.	Director	0	0
29.	Andrea L. Wong	U.S.	Director	0	0

<sup>5</sup> No individual or entity holds a stock interest in Liberty Media Corporation which, after applying appropriate multipliers, is expected to be sufficient, in and of itself, to cause such individual or entity to hold an attributable interest in iHeart post-emergence. Certain officers and directors of Liberty Media Corporation hold voting interests in Liberty Media Corporation of less than one percent. When using the multiplier, these interests will represent indirect voting interests in iHeart of less than 0.1%. Such de minimis interests are not set forth in the table below.



	(1)	(2)	(3)	(4)	(5)
30.	Robert R. Bennett	U.S.	Director	0	0
31.	Malcolm Ian Grant Gilchrist	U.S.	Director	0	0