

ENTERCOM COMMUNICATIONS CORP  
Form 8-K  
February 23, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Form 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **February 23, 2010**

**ENTERCOM COMMUNICATIONS CORP.**

(Exact Name of Registrant as Specified in Charter)

**Pennsylvania**  
(State or Other Jurisdiction  
of Incorporation)

**001-14461**  
(Commission File Number)

**23-1701044**  
(I.R.S. Employer  
Identification No.)

**401 City Avenue, Suite 809**  
**Bala Cynwyd, Pennsylvania**  
(Address of Principal Executive Offices)

**19004**  
(Zip Code)

Registrant's telephone number, including area code: **(610) 660-5610**

(Former Address of Principal Executive Offices)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02. Results of Operations and Financial Condition**

On February 23, 2010, Entercom Communications Corp. (the **Company** ) issued a press release (the **Press Release** ) announcing fourth quarter and year end 2009 results. Specifically, the Company announced that for the fourth quarter of 2009:

- net revenues of \$96.0 million;
- station operating expenses of \$62.0 million;
- corporate general and administrative expenses of \$5.2 million;
- operating income of \$24.6 million;
- income from continuing operations of \$24.0 million; and
- net income of \$24.0 million.

In addition, the Company announced that for the year ended December 31, 2009:

- net revenues of \$372.4 million;
- station operating expenses of \$254.0 million;
- corporate general and administrative expenses of \$22.6 million;
- operating income of \$11.1 million;
- income from continuing operations of \$5.7 million; and
- net income of \$5.7 million.

A copy of the Press Release is attached as Exhibit 99.1 to this Current Report on Form 8-K. The information in Item 2.02 of this Current Report on Form 8-K and Exhibit 99.1 attached hereto, shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall such information be deemed to be incorporated by reference in any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

**Item 9.01. Exhibits**

- (d) Exhibits

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**Exhibit No.**

**Title**

99.1      Entercom Communications Corp. s Press Release, issued February 23, 2010.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Entercom Communications Corp.**

By: /s/ Stephen F. Fisher  
Stephen F. Fisher  
Executive Vice President - Operations and  
Chief Financial Officer

Dated: February 23, 2010

EXHIBIT INDEX

Exhibit No.	Title
99.1	Entercom Communications Corp. s Press Release, issued February 23, 2010.