

SECURITIES AND EXCHANGE COMMISSION

FORM 424B3

Prospectus filed pursuant to Rule 424(b)(3)

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FILER

CHANCELLOR MEDIA CORP/

CIK: **894972** | IRS No.: **752247099** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **424B3** | Act: **33** | File No.: **333-36855** | Film No.: **99574718**
SIC: **4832** Radio broadcasting stations

Mailing Address
300 CRESCENT COURT
STE 600
DALLAS TX 75201

Business Address
300 CRESCENT COURT
STE 600
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9728699020

PROSPECTUS SUPPLEMENT NO. 8
 (TO THE PROSPECTUS DATED OCTOBER 16, 1997)

5,990,000 SHARES

CHANCELLOR MEDIA CORPORATION
 (FORMERLY KNOWN AS EVERGREEN MEDIA CORPORATION)

\$3.00 CONVERTIBLE EXCHANGEABLE PREFERRED STOCK
 LIQUIDATION PREFERENCE \$50 PER SHARE

This Prospectus Supplement No. 8 supplements and amends the Prospectus dated October 16, 1997 (the "Prospectus"), the Prospectus Supplement, dated November 20, 1997, the Prospectus Supplement No. 2, dated December 8, 1997, the Prospectus Supplement No. 3, dated February 13, 1998, the Prospectus Supplement No. 4, dated April 29, 1998, the Prospectus Supplement No. 5, dated July 1, 1998, the Prospectus Supplement No. 6, dated October 2, 1998, and the Prospectus Supplement No. 7, dated December 18, 1998, relating to the resale of shares of the \$3.00 Convertible Exchangeable Preferred Stock, par value \$.01 per share (the "\$3.00 Convertible Preferred Stock"), of Chancellor Media Corporation, a Delaware corporation formerly known as Evergreen Media Corporation ("Chancellor Media"), the 6% Convertible Subordinated Exchange Debentures due 2012 (the "Exchange Debentures") issuable upon exchange of the \$3.00 Convertible Preferred Stock, and the shares of the Common Stock, par value \$.01 per share (the "Common Stock" and, together with the \$3.00 Convertible Preferred Stock and the Exchange Debentures, the "Securities"), of Chancellor Media issuable upon conversion of the \$3.00 Convertible Preferred Stock or the Exchange Debentures.

The table on pages 65 through 67 of the Prospectus, which sets forth information with respect to the Selling Holders (as defined in the Prospectus) and the respective shares of \$3.00 Convertible Preferred Stock or Common Stock issuable upon conversion of the \$3.00 Convertible Preferred Stock or Exchange Debentures beneficially owned by each Selling Holder that may be offered pursuant to the Prospectus (the "Selling Holder Table"), is hereby amended so that the following line is deleted in its entirety:

<TABLE>
 <CAPTION>

SELLING HOLDERS -----	NUMBER OF SHARES OF \$3.00 CONVERTIBLE PREFERRED STOCK -----	SHARES OF COMMON STOCK ISSUABLE UPON CONVERSION OF \$3.00 CONVERTIBLE PREFERRED STOCK OR EXCHANGE DEBENTURES -----
<S>	<C>	<C>
Any other holder of \$3.00 Convertible Preferred Stock or future transferee of such holder.....	43,940	43,940

Additionally, the following new line items are added to the Selling Holder Table:

<TABLE>
 <CAPTION>

SELLING HOLDERS -----	NUMBER OF SHARES OF \$3.00 CONVERTIBLE PREFERRED STOCK -----	SHARES OF COMMON STOCK ISSUABLE UPON CONVERSION OF \$3.00 CONVERTIBLE PREFERRED STOCK OR EXCHANGE DEBENTURES -----
<S>	<C>	<C>
Goldman Sachs and Company(6).....	5,550	5,550
Security Trend Partners.....	5,000	5,000
Wake Forest University.....	2,400	2,400
Dunham & Associates Fund III.....	350	350
San Diego City Retirement.....	5,000	5,000
BT Alex. Brown, Inc.(6).....	15,000	15,000

</TABLE>

The Prospectus, together with this Prospectus Supplement No. 8 and the other prospectus supplements mentioned above, constitutes the prospectus required to be delivered by Section 5(b) of the Securities Act of 1933, as amended. All references in the Prospectus to "this Prospectus" are hereby amended to read "this Prospectus (as supplemented and amended)."

PROSPECTIVE INVESTORS SHOULD CAREFULLY CONSIDER THE MATTERS DISCUSSED UNDER THE CAPTION "RISK FACTORS" BEGINNING ON PAGE 6 OF THE PROSPECTUS.

THESE SECURITIES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION NOR HAS THE SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION PASSED UPON THE ACCURACY OR ADEQUACY OF THIS PROSPECTUS. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

The date of this Prospectus Supplement No. 8 is March 26, 1999