

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

Filing Date: **2013-05-16** | Period of Report: **2013-05-14**  
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FILER

**ENTERCOM COMMUNICATIONS CORP**

CIK: [1067837](#) | IRS No.: **231701044** | State of Incorporation: **PA** | Fiscal Year End: **1231**  
Type: **8-K** | Act: **34** | File No.: [001-14461](#) | Film No.: **13851456**  
SIC: **4832** Radio broadcasting stations

Mailing Address

401 CITY AVENUE  
SUITE 809  
BALA CYNWYD PA 19004

Business Address

401 CITY AVENUE  
SUITE 809  
BALA CYNWYD PA 19004  
610-660-5610

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**Form 8-K**

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**CURRENT REPORT**

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

**Date of Report (Date of earliest event reported): May 14, 2013**

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**ENTERCOM COMMUNICATIONS CORP.**

(Exact Name of Registrant as Specified in Charter)

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**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 5.07. Submission of Matters to a Vote of Security Holders.**

(a) On May 14, 2013, Entercom Communications Corp. (the “**Company**”) held its annual meeting of shareholders.

(b) The following matters were voted on at the Company’ s annual meeting of shareholders:

- (i) the election of two Class A directors;
- (ii) the election of three directors other than Class A directors;
- (iii) the ratification of the selection of PricewaterhouseCoopers LLP as the Company’ s independent registered public accounting firm for the year ended December 31, 2013.

At the annual meeting of shareholders:

- (i) David J. Berkman and Daniel E. Gold were elected as Class A directors for one-year terms expiring at the Company’ s 2014 annual meeting or until their successors are duly elected and qualified;
- (ii) Joseph M. Field, David J. Field and Robert S. Wiesenthal were elected as directors for one-year terms expiring at the Company’ s 2014 annual meeting or until their successors are duly elected and qualified; and
- (iii) the shareholders ratified the selection of PricewaterhouseCoopers LLP as the Company’ s independent registered public accounting firm for the year ended December 31, 2013.

The voting results were as follows:

(I) Election of Class A Directors:

<u>Nominee</u>	<u>For</u>	<u>Withheld</u>	<u>Broker Non-Vote</u>
David J. Berkman	18,153,411	2,932,987	6,817,305
Daniel E. Gold	18,026,272	3,060,126	6,817,305

(II) Election of Other Directors:

<u>Nominee</u>	<u>For</u>	<u>Withheld</u>	<u>Broker Non-Vote</u>
Joseph M. Field	85,968,541	1,093,177	6,817,305
David J. Field	86,368,370	693,348	6,817,305
Robert S. Wiesenthal	84,164,681	2,897,037	6,817,305

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(III) Ratification of The Selection of PricewaterhouseCoopers LLP as the Company' s Independent Registered Public Accounting Firm for the Year Ending December 31, 2013.

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Vote</b>
93,814,244	49,718	15,061	-

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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/ Andrew P. Sutor, IV

Andrew P. Sutor, IV  
Senior Vice President

Dated: May 16, 2013