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ENTERCOM COMMUNICATIONS CORP

Form 4 June 21, 2013

June 21, 201	.3												
FORM 4 UNITED STATES SECURITIES AND EXCHANCE								YON AN ALCCION	OMB APPROVAL				
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287				
Check th			was	ıınıgı	011, 1	D.C. 203	47				January 31,		
if no long		ENT O	F CHAN	GES :	IN E	BENEFI	CIAI	OW	NERSHIP OF	Expires: 2005			
-	subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Estimated a burden hou	_			
Form 4 o						-				response 0.5			
	Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,												
obligation may cont				•		•			1935 or Section	n			
See Instru	uction	30(h)	of the In	vestm	ent (Company	Act	of 194	10				
1(b).													
(Print or Type I	Responses)												
				Name and Ticker or Trading					5. Relationship of Reporting Person(s) to				
FIELD DAY	VID J		Symbol						Issuer				
ENTER CORP [COM COMMUNICATIONS [ETM]					(Check all applicable)				
(Last)	(First) (M	Iiddle)	3. Date of	Earlies	st Tra	nsaction			_X_ Director	_X_ 109			
CIO ENTER	2011		(Month/D	-	r)				X Officer (give title Other (specify below)				
C/O ENTER	RCOM ICATIONS CORF	2 401	06/19/20)13					President and CEO				
	NUE, SUITE 809	-,, 401											
01111112	(Street)		1 If Amor	dmant	Dot	a Omininal			6 Individual on Ia	int/Casya Eilia	a c/Cl1-		
Filed(Mont				ndment, Date Original					6. Individual or Joint/Group Filing(Check Applicable Line)				
			1 1100(111011	un Buji	1 cu1)				_X_ Form filed by C				
BALA CYN	NWYD, PA 19004								Form filed by M Person	lore than One Re	eporting		
(City)		(Zip)		e I - No	n-De	erivative S	ecurit	ies Acq	uired, Disposed of	, or Beneficial	lly Owned		
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any		3. 4. Securities Acquired Transaction(A) or Disposed of Code (D)						6. Ownership Form: Direct			
(Instr. 3)	(Wollin/Day/Tear)							. 01		(D) or	Beneficial		
(Month/Day/Yea			Day/Year)	× /				5)			Ownership		
									Following Reported	(Instr. 4)	(Instr. 4)		
							(A) or		Transaction(s)				
				Code	V	Amount	(D)	Price	(Instr. 3 and 4)				
Class A													
Common	06/10/0010			C	* 7	20.000	Ъ	Φ.Ω	1 425 225	ъ			
Stock, par value \$.01	06/19/2013			G	V	20,000	D	\$ 0	1,435,225	D			
per share													
Class A													
Common									1.566.540	т	By Trust		
Stock, par									1,566,542	I	<u>(1)</u>		
value \$.01 per share													
per snare													

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ctionNumber	Expiration Da	ate	Amour	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	Derivative	e		Securit	ties	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration e Date	of		
						Exercisable			Number	
				Code	V (A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
FIELD DAVID J						
C/O ENTERCOM COMMUNICATIONS CORP.	X	X	President and CEO			
401 CITY AVENUE, SUITE 809 BALA CYNWYD PA 19004						

Signatures

David J. Field by Andrew P. Sutor, IV, authorized signatory 06/21/2013

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

These shares are indirectly beneficially owned by the Reporting Person as follows: (i) 206,094 shares held by a trust for the benefit of the sister of the Reporting Person for which the Reporting Person is a co-trustee: (ii) 438,876 shares held by a trust for the benefit of the

(1) Reporting Person for which the Reporting Person is a co-trustee; (iii) 423,286 shares held by a trust for the benefit of the issue of the sister of the Reporting Person for which the Reporting Person is a co-trustee; and (iv) 498,286 shares held by a trust for the benefit of the issue of the Reporting Person for which the Reporting Person is a co-trustee.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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