

Stratford Patricia
Form 3
February 14, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â Stratford Patricia

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

10/01/2005

3. Issuer Name and Ticker or Trading Symbol

CITADEL BROADCASTING CORP [CDL]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other

(give title below) (specify below)

Acting Chief Financial Officer

C/O CITADEL
BROADCASTING
CORPORATION,Â 767 FIFTH
AVENUE

(Street)

NEW YORK,Â NYÂ 10153

(City)

(State)

(Zip)

6. Individual or Joint/Group
Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person

____ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

5,000

D

Â

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

SEC 1473 (7-02)

**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.**

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security

4. Conversion
or Exercise

5. Ownership
Form of

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Common Stock (Right to Buy)	Â (1)	05/23/2013	Common Stock	10,000	\$ 16	D	Â
Common Stock (Right to Buy)	Â (2)	02/03/2014	Common Stock	10,000	\$ 19	D	Â
Common Stock (Right to Buy)	Â (3)	02/24/2015	Common Stock	15,000	\$ 13.64	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stratford Patricia C/O CITADEL BROADCASTING CORPORATION 767 FIFTH AVENUE NEW YORK, NY 10153	Â	Â	Â Acting Chief Financial Officer	Â

Signatures

/s/ Patricia
Stratford

02/13/2005

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Options become exercisable to the extent they have vested. Options vest with respect to the shares of Common Stock in equal installments on the first, second, third and fourth anniversaries of the date of grant (May 23, 2003).
- (2) Options become exercisable to the extent they have vested. Options vest with respect to the shares of Common Stock in equal installments on the first, second, third and fourth anniversaries of the date of grant (February 3, 2004).
- (3) Options become exercisable to the extent they have vested. Options vest with respect to the shares of Common Stock in equal installments on the first, second, third and fourth anniversaries of the date of grant (February 24, 2005).

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.