

CITADEL BROADCASTING CORP

Form 8-K

January 31, 2006

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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): January 31, 2006

**CITADEL BROADCASTING CORPORATION**  
(Exact name of registrant as specified in its charter)

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| <b>DELAWARE</b><br>(State or other jurisdiction of<br>incorporation) | <b>001-31740</b><br>(Commission File Number) | <b>51-0405729</b><br>(IRS Employer Identification<br>No.) |
|--|--|---|

**City Center West, Suite 400  
7201 West Lake Mead Blvd.  
Las Vegas, Nevada 89128**  
(Address of Principal executive offices, including Zip Code)

**(702) 804-5200**  
(Registrant's telephone number, including area code)

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:

- 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 7.01. Regulation FD Disclosure.**

Citadel Broadcasting Corporation today announced its Board of Directors has approved a quarterly dividend of \$0.18 per share on its Common Stock to be paid on April 18, 2006 to shareholders of record on March 30, 2006.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibit:

99.1 Press Release issued by Citadel Broadcasting Corporation, dated January 31, 2006.

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**SIGNATURES**

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.

**CITADEL BROADCASTING CORPORATION**

Date: January 31, 2006

By: /s/ PATRICIA STRATFORD

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Name: Patricia Stratford

Title: Acting Chief Financial Officer