

ENTERCOM COMMUNICATIONS CORP  
Form DEFA14A  
March 27, 2019

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

**SCHEDULE 14A**  
**Proxy Statement Pursuant to Section 14(a) of the**  
**Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

**ENTERCOM COMMUNICATIONS CORP.**

**(Name of Registrant as Specified In Its Charter)**

**(Name of Person(s) Filing Proxy Statement, if other than the Registrant)**

Payment of Filing Fee (Check the appropriate box):

No fee required.

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Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which transaction applies:
  
  
  
  
  
  
  
  
  
  
- (2) Aggregate number of securities to which transaction applies:
  
  
  
  
  
  
  
  
  
  
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  
  
  
  
  
  
  
  
  
  
- (4) Proposed maximum aggregate value of transaction:
  
  
  
  
  
  
  
  
  
  
- (5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:
  
  
  
  
  
  
  
  
  
  
- (2) Form, Schedule or Registration Statement No.:
  
  
  
  
  
  
  
  
  
  
- (3) Filing Party:

(4) Date Filed:

**Important Notice of Availability of Proxy Materials for the Annual Meeting of Shareholders of  
ENTERCOM COMMUNICATIONS CORP.**

**To Be Held On:**

**TUESDAY, MAY 21, 2019 AT 8:30 AM**

**The Hotel Sofitel**

**120 S. 17th Street, Philadelphia, PA 19103**

**COMPANY NUMBER**

**ACCOUNT NUMBER**

**CONTROL NUMBER**

**This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.**

**If you want to receive a paper or e-mail copy of the proxy materials you must request one. There is no charge to you for requesting a copy. To facilitate timely delivery please make the request as instructed below before 05/09/19.**

**Please visit <http://www.entercom.com/investors>, where the following materials are available:**

Notice of Annual Meeting of Shareholders  
Proxy Statement  
Form of Proxy Card  
Annual Report on Form 10-K

**TO REQUEST MATERIAL TELEPHONE: 888-Proxy-NA (888-776-9962) and 718-921-8562 (for international callers)**

**E-MAIL: [info@astfinancial.com](mailto:info@astfinancial.com)**

**WEBSITE:**

**<https://us.astfinancial.com/OnlineProxyVoting/ProxyVoting/RequestMaterials>**

**TO VOTE:**

**ONLINE:** To access your online proxy card, please visit **[www.voteproxy.com](http://www.voteproxy.com)** and follow the on-screen instructions or scan the QR code with your smartphone. You may enter your voting instructions at [www.voteproxy.com](http://www.voteproxy.com) up until 11:59 PM Eastern Time the day before the meeting date.

**IN PERSON:** You may vote your shares in person by attending the Annual Meeting.

**TELEPHONE:** To vote by telephone, please visit **[www.voteproxy.com](http://www.voteproxy.com)** to view the materials and to obtain the toll free number to call.

**MAIL:** You may request a card by following the instructions above.

1. & 2. Election of one Class A and two Other Directors, each in Board Class II, and each with a three year term expiring at the 2022 Annual Meeting or until each such Director's successor is duly elected and qualified.
3. To ratify the selection of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the year ending December 31, 2019.

**NOMINEES:** Mark R.  
LaNeve (Class A)

Sean R.  
Creamer (Other)

Joel  
Hollander (Other)

4. To transact such other business as may properly come before the Annual Meeting and/or any adjournments thereof.

**THE BOARD OF DIRECTORS RECOMMENDS A  
FOR VOTE WITH RESPECT TO PROPOSALS 1, 2  
AND 3.**

**Please note that you cannot use this notice to vote by mail.**