Clear Channel Outdoor Holdings, Inc.

Form 3

December 10, 2015

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement Clear Channel Outdoor Holdings, Inc. [CCO] À BROADER MEDIA, LLC (Month/Day/Year) 12/03/2015 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 200 EAST BASSE ROAD (Check all applicable) **SUITE 100** (Street) 6. Individual or Joint/Group _X__ 10% Owner Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting Person SAN ANTONIO, TXÂ 78209 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of

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information contained in this form are not

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 (Instr. 4)		4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I)	

(Instr. 5)

Class B Common Stock $\hat{A} \stackrel{(1)(2)}{=} \hat{A} \stackrel{(1)(2)}{=} Class A Common Stock <math>\frac{100,000,000}{\text{Stock}} \$ \stackrel{(4)}{=} D \hat{A}$

Reporting Owners

Reporting Owner Name / Address $\frac{\text{Relationships}}{\text{Director}} \times \frac{10\%}{\text{Owner}} \times \frac{10\%}{\text{Other}} \times \frac{10\%}{\text{Other}} \times \frac{10\%}{\text{Other}} \times \frac{10\%}{\text{Owner}} \times \frac{$

Signatures

/s/ Lauren E. Dean, as Vice President, Assistant General Counsel and Assistant Secretary

12/09/2015

**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) Each share of Class B Common Stock of the Issuer is convertible at any time into one share of Class A Common Stock, subject to certain limited exceptions.
- (2) Each share of Class B Common Stock will automatically convert into one share of Class A Common Stock upon any transfer, subject to certain limited exceptions, including transfer to affiliates.
- (3) Clear Channel Holdings, Inc., iHeartCommunications, Inc., iHeartMedia Capital I, LLC, iHeartMedia Capital II, LLC and iHeartMedia, Inc., the direct and indirect parents of the Reporting Person, are indirect beneficial owners of the reported securities.
- (4) Any conversions are effected on a one-for-one basis.

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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