## Edgar Filing: ENTERCOM COMMUNICATIONS CORP - Form 4

## ENTERCOM COMMUNICATIONS CORP

Form 4

February 11, 2008 EODM A

FUNIVI 4	UNITE	D STATES	S SECURITIES AND EXCHANGE C Washington, D.C. 20549	COMMISSION	OMB Number:	3235-0287		
Check this bo if no longer		EMENT O	Expires:	January 31, 2005				
subject to Section 16. Form 4 or	SIAII	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						
Form 4 or Form 5 obligations may continue.  See Instruction 1(b).  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 Respo	onses)							
1. Name and Address of Reporting Person * FISHER STEPHEN F			2. Issuer Name and Ticker or Trading Symbol ENTERCOM COMMUNICATIONS CORP [ETM]	Reporting Pers				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Director _X_ Officer (give to below)		Owner er (specify		
C/O ENTERCO COMMUNICA CITY AVENUI	TIONS CO		02/10/2008	Exec. VP - 0	Operations and	l CFO		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joi Applicable Line) _X_ Form filed by Or	ne Reporting Pe	rson		
BALA CYNWY	YD, PA 190	004		Form filed by Mo Person	ore than One Re	porting		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Aca	uired Disposed of	or Ranaficial	ly Owned		

						-	· -		•
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties Acquire	ed	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Di	sposed of (	D)	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(Instr. 3,	4 and 5)		Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
							Following	(Instr. 4)	(Instr. 4)
					(4)		Reported		
					(A)		Transaction(s)		
			$\alpha + w$	A	or or		(Instr. 3 and 4)		
			Code V	Amount	(D) Pri	ice			
Class A									

Common 1,184 Stock, par 02/10/2008 F 315,930 D value \$.01 per share

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

**OMB APPROVAL** 

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#### number.

# 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	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
									Amount		
						Date	Expiration		or		
							Date	Title	Number		
						Lacroisdoic	Dute		of		
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FISHER STEPHEN F C/O ENTERCOM COMMUNICATIONS CORP. 401 CITY AVENUE, SUITE 809 BALA CYNWYD, PA 19004

Exec. VP - Operations and CFO

## **Signatures**

Stephen F. 02/11/2008 Fisher

\*\*Signature of Date Reporting Person

# **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).
- (1) These shares were retained by the issuer in order to satisfy the tax obligations of the reporting person in connection with the vesting of shares of restricted stock.

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.

Reporting Owners 2