### CITADEL BROADCASTING CORP

Form 5

December 21, 2004

December 2	1, 2004									
FORM 5							OMB APPROVAL			
UNITED STATES SECURITIES AND EXCHANGE COMMISSIO								N OMB Number:	3235-0362	
no longer	Check this box if washington, D.C. 20549 no longer subject							Expires:	January 31, 2005	
5 obligations OWNERSHIP OF SECURITIES							burden ho	Estimated average burden hours per esponse 1.0		
1(b).	Filed pur foldings Section 17(	(a) of the	Public U		ng Comp	oany Act of				
CHECKETTS DAVID W S			2. Issuer Name <b>and</b> Ticker or Trading Symbol CITADEL BROADCASTING CORP [CDL]				5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First) (	Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2004				_X_ Director 10% Owner Officer (give title below) Other (specify below)			
27 FATHE	R PETER'S LAN	E								
				nendment, Date onth/Day/Year)	e Original		6. Individual or Joint/Group Reporting  (check applicable line)			
NEW CANAAN, CT 06840							K_ Form Filed by One Reporting Person _ Form Filed by More than One Reporting erson			
(City)	(State)	(Zip)	Tal	ole I - Non-De	rivative Se	ecurities Acq	quired, Disposed	of, or Beneficia	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		Code	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned at end of Issuer's	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Amount	(A) or (D) Price	Fiscal Year (Instr. 3 and 4)			
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.				contained	in this fo	rm are not	collection of info required to res valid OMB cont	espond unless (9-02)		
	Tab			curities Acqui ls, warrants, o			eneficially Owner curities)	d		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amoun
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Derivative	Expiration Date	Underlying Securit
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

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Derivative or Disposed of Security (D) (Instr. 3, 4, and 5) Expiration Title (A) (D) Date Aı Exercisable Date or Νι of **COMMON STOCK COMMON** 10,000  $\hat{A}$   $\hat{A}$   $\frac{(1)}{(1)}$ \$ 18.79 Â 03/02/2014 03/02/2004 A4 **STOCK** (RIGHT

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
CHECKETTS DAVID W 27 FATHER PETER'S LANE NEW CANAAN, CT 06840	ÂΧ	Â	Â	Â		

# **Signatures**

Person

TO BUY)

/S/ DAVID W
CHECKETTS

\*\*Signature of Reporting Date

# **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).
- 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 (03/02/04).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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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