

EXHIBIT 1-B

Certification to be Completed by Holders of Notes Claims or iHeart Interests

IHEARTMEDIA, INC.

MEDIA AND FOREIGN OWNERSHIP CERTIFICATION

To Be Completed by Holders of Notes Claims or iHeart Interests

**PURSUANT TO THE JOINT CHAPTER 11
PLAN OF REORGANIZATION OF IHEARTMEDIA, INC. AND ITS
DEBTOR AFFILIATES PURSUANT TO CHAPTER 11 OF THE BANKRUPTCY CODE**

IF YOU HAVE RECEIVED THIS CERTIFICATION AND ARE A HOLDER OF A NOTES CLAIM OR AN IHEART INTEREST, CERTAIN OF YOUR LEGAL RIGHTS WILL BE AFFECTED IF YOU DO NOT REVIEW AND CONSIDER THE MATTERS DESCRIBED HEREIN. PLEASE READ THIS ENTIRE CERTIFICATION TO UNDERSTAND YOUR RIGHTS AS DESCRIBED HEREIN.

INTRODUCTION

In accordance with the *Order Establishing Procedures for Compliance with FCC Media and Foreign Ownership Requirements* [Docket No. ___] and pursuant to the *Joint Chapter 11 Plan of Reorganization of iHeartMedia, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 551] (as may be further amended or supplemented from time to time, the “Plan”),¹ you, as a Holder of a Notes Claim or an iHeart Interest (the “Claim or Interest Holder”), are required to complete and return this form consisting of, among other things, the Media Ownership Certification and Foreign Ownership Certification (collectively, the “Certification”). The Certification is necessary to enable iHeartMedia Inc. and certain of its subsidiaries (collectively, the “Debtors”) to ensure compliance with the media and foreign ownership limitations set forth in the Communications Act of 1934, as amended (the “Communications Act”), and the rules of the Federal Communications Commission (the “FCC”). The Certification must be completed by each Claim or Interest Holder. Subject to the terms and conditions of the Plan and the Equity Allocation Mechanism attached thereto as Exhibit A, if you fail to submit the Certification, and the Plan is confirmed and goes effective, you will receive only Special Warrants on the Issuance Date. Below is a detailed explanation regarding the information that must be supplied, as well as the deadlines and procedures for submitting the Certification.

DETAILED INSTRUCTIONS

Section I: Preliminary Information

Section I requests information that is necessary to allow the Debtors to make appropriate distributions based on the information supplied in Section II (Media Ownership Certification) and Section III (Foreign Ownership Certification) and to ensure compliance with the FCC’s rules. Specifically, Item 1 of Section I requests information concerning the identity of the Claim or Interest Holder, the amount of such Claim or Interest, and contact details for such Claim or Interest Holder.

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings set forth in the Plan.

Item 2 of Section I requests information concerning the extent to which a Claim or Interest Holder is under common ownership or control, or otherwise affiliated, with any other entity that may be entitled to receive New iHeart Common Stock, under the Plan, such that the interests of such entities would need to be aggregated pursuant to the FCC's broadcast attribution rules. You are encouraged to refer to the FCC rules governing attribution of ownership, including 47 C.F.R. § 73.3555 and its associated notes, and/or to consult with your own advisors concerning the completion of this aspect of Section I of the Certification.

Finally, Item 3 of Section I requests that the Claim or Interest Holder make elections with respect to receipt of Special Warrants or New iHeart Class B Common Stock.

Section II: Media Ownership Certification

Section II requests information that is necessary to allow the Debtors to make appropriate distributions and to ensure compliance with the FCC's rules related to multiple ownership of media properties. Specifically, prospective shareholders of Reorganized iHeart, including those under common ownership or control, that would hold or control five percent (5%) or more of the New iHeart Class A Common Stock will hold "attributable" interests in Reorganized iHeart.² The information provided in the Media Ownership Certification will enable the Debtors to determine whether the prospective attributable holders (i) hold media interests that, together with the prospective interest in Reorganized iHeart, would create an unlawful media combination under the FCC's rules and (ii) have the requisite legal "character" and other qualifications (principally, the absence of adverse or unresolved character qualifications issues with the FCC and the absence of adverse final judgments in matters such as felonies, fraud on governmental agencies, media-related antitrust, employment discrimination, and denial of federal benefits for drug abuse).

Depending upon the elections made, and foreign and media ownership information provided by, other Claim or Interest Holders, it is possible that holders of even small amounts of Allowed Claims or Allowed iHeart Interests may be entitled to receive more than 4.99% of the New iHeart Class A Common Stock on the Issuance Date pursuant to the Plan and the Equity Allocation Mechanism. Accordingly, any Claim or Interest Holder that does not make an election to receive distributions on the Issuance Date (i) solely in the form of Special Warrants, without exercise thereof, (ii) solely in the form of New iHeart Class B Common Stock, or (iii) in the form of at most, 4.99% of the New iHeart Class A Common Stock, must complete a Media Ownership Certification.

You are encouraged to refer to the Plan and the accompanying Disclosure Statement for more information concerning the distribution of New iHeart Common Stock and the FCC ownership certification process, as well as the "Memorandum Concerning the FCC's Ownership Restrictions and Methods for Ownership Calculations" attached hereto (the "Memorandum"). Given the complexities of the FCC's media ownership restrictions, you are also encouraged to consult your own advisors concerning the completion of Section II of the Certification.

Section III: Foreign Ownership Certification

² The FCC rules contain a higher threshold of 20 percent for certain limited types of interest holders. Accordingly, Section II also requests information that is necessary to allow the Debtors to determine whether a Claim or Interest Holder is subject to this higher threshold.

Section III requests information necessary to allow the Debtors to demonstrate compliance with the foreign ownership limitations set forth in Section 310(b) of the Communications Act upon emergence from bankruptcy. The foreign ownership limits apply to both voting and non-voting equity interests. Accordingly, the Plan provides that Claim or Interest Holders will receive Special Warrants that, in certain cases, may not be exercisable into New iHeart Common Stock to the extent required to ensure the Reorganized Debtors' compliance with applicable foreign ownership limitations. The information supplied in the Foreign Ownership Certification is necessary to allow the Debtors to determine the extent to which they must limit the issuance of New iHeart Class A Common Stock and/or New iHeart Class B Common Stock in order to ensure their compliance with these limitations.

Each Claim or Interest Holder that does not make an election to receive distributions on the Issuance Date solely in the form of Special Warrants, without exercise thereof, must submit a Foreign Ownership Certification.

You are encouraged to refer to the Plan and the Disclosure Statement for more information concerning the distribution of New iHeart Common Stock and the FCC ownership certification process, as well as the attached Memorandum. Given the complexities of the FCC's foreign ownership restrictions, you are also encouraged to consult your own advisors concerning the completion of Section III of the Certification.

FAILURE TO COMPLETE THE CERTIFICATION

Subject to the terms and conditions of the Plan and the Equity Allocation Mechanism, if you fail to complete and submit the information required in Sections I – VI of the Certification to the reasonable satisfaction of the Debtors or if you fail to comply with the applicable deadlines or procedures established by the Court, then you will receive only Special Warrants on the Issuance Date, and such Special Warrants shall not be exercisable into New iHeart Class A Common Stock and/or New iHeart Class B Common Stock on the Issuance Date. For the avoidance of doubt, if you complete only the Foreign Ownership Certification and do not provide any or all of the information required by the Media Ownership Certification, you will be entitled to receive up to 4.99% of the outstanding New iHeart Class A Common Stock when all shares of New iHeart Class A Common Stock are issued on and as of the Issuance Date, with any remaining distribution made in the form of New iHeart Class B Common Stock or Special Warrants in accordance with the Plan, the Equity Allocation Mechanism, and the elections you may make on your Certification. As set forth in the Equity Allocation Mechanism, no Claim Holder will be eligible to receive more than 4.99% of the outstanding New iHeart Class A Common Stock unless the Debtors, or Reorganized Debtors, as applicable, determine that the exchange into shares of New iHeart Class A Common Stock constituting more than 4.99% of the total outstanding New iHeart Class A Common Stock issued would not result in a violation of FCC ownership rules or be inconsistent with the FCC Approval.

DEADLINES AND PROCEDURES FOR SUBMISSION

If holding Notes or Interests through a Nominee:

Claim or Interest Holders must instruct their Nominee to tender their Notes Claims or iHeart Interest via DTC's Automated Tender Offer Program ("ATOP"). The tendering of Notes Claims or iHeart Interests by the Nominee must occur by no later than **October 26, 2018** (the "ATOP Deadline"). The Nominee must complete Section IV of this Certification or provide the Claim or Interest Holder with the information needed to complete Section IV. The Claim or Interest Holder (or its Nominee) as applicable must submit the Certification to Prime Clerk LLC (the "Certification Agent") so that it is actually received by the Certification Agent no later than **October 31, 2018** (the "Certification Deadline") at the physical address or email address indicated below:

iHeartMedia, Inc. FCC Processing
c/o Prime Clerk LLC
830 Third Avenue, 3rd Floor
New York, NY 10022
iheartfccprocessing@primeclerk.com

If holding Notes or Interests directly:

Each Claim or Interest Holder must submit an executed Certification to the Certification Agent at the applicable address set forth below so that it is actually received by the Certification Agent no later than the Certification Deadline.

If by First Class mail, overnight courier, or hand delivery:

iHeartMedia, Inc.
FCC Processing
c/o Prime Clerk LLC
830 Third Avenue, 3rd Floor
New York, NY 10022

If by electronic mail:

iheartfccprocessing@primeclerk.com

If, following the submission of the Certification, a Claim or Interest Holder experiences a change in foreign or media ownership, or if any other change in the information supplied in the Certification occurs, in each case prior to the Issuance Date, that the Claim or Interest Holder believes requires amendment to its previously submitted Certification, the Claim or Interest Holder must promptly report such change by submitting to the Certification Agent an amended Certification. The Debtors shall use the information provided in any such amended Certifications that are received prior to the Issuance Date in allocating New iHeart Common Stock pursuant to the Equity Allocation Mechanism so long as the Debtors' consideration of such amended Certifications would not result in a delay to the occurrence of the Issuance Date or be inconsistent with any FCC Approval or any FCC rule or order then in effect, as reasonably determined by the Debtors.

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MEDIA AND FOREIGN OWNERSHIP CERTIFICATION

To complete this certification, you should work closely with the bank, broker, or other financial institutions that holds your PGN Claims, 2021 Notes Claims, Legacy Notes Claims, and/or iHeart Interests in “street name” on your behalf (your “Nominee”). If you hold multiple blocks of the aforementioned security through one (1) Nominee, you may submit one (1) certification on account of those securities. You must, however, submit a separate certification for each Nominee. For the avoidance of doubt, all questions concerning the “Claim or Interest Holder” seek information related to the Claim or Interest Holder, not its Nominee.

Section I: PRELIMINARY INFORMATION

ALL CLAIM OR INTEREST HOLDERS RECEIVING THIS FORM MUST COMPLETE THIS SECTION.

1. **Indicate below whether the Claim or Interest Holder is the Holder of a PGN Claim, 2021 Notes Claim, Legacy Notes Claim, and/or iHeart Interest. (Check all boxes that apply.)**

PGN Claim 2021 Notes Claim Legacy Notes Claim iHeart Interest

2. **Include below the information for the Claim or Interest Holder on whose behalf this Certification is being completed. You must set forth the amount of PGN Claims, 2021 Notes Claims, Legacy Notes Claims, and/or iHeart Interests you hold in Section IV of this form.**

	Claim or Interest Holder
Name	
Mailing Address / City, State, Zip Code	
Contact Person	
Telephone Number	
Email	

3. **How is the Claim or Interest Holder organized? As a:**

Corporation General Partnership Limited Partnership Limited Liability Company

Other (please specify): _____

4. Indicate below whether the Claim or Interest Holder listed in response to Item 2 above is affiliated with any other Claim or Interest Holder(s) that may be entitled to receive New iHeart Common Stock, including other such entities under common ownership or control, such that their interests are required to be aggregated pursuant to the FCC's broadcast attribution rules, including 47 C.F.R. § 73.3555 and associated notes.

Check one of the following boxes and complete:

No Other Entities with Interests Subject to Aggregation: The Claim or Interest Holder is not affiliated with any other entity that may be entitled to receive New iHeart Common Stock, that would need to have its interest aggregated pursuant to the FCC's broadcast attribution rules.

Other Entities with Interests Subject to Aggregation: The Claim or Interest Holder is affiliated with the following other entities that may also be entitled to receive New iHeart Common Stock and whose interests must be aggregated pursuant to the FCC's broadcast attribution rules:³

- a. _____
- b. _____
- c. _____
- d. _____
- e. _____
- f. _____
- g. _____
- h. _____
- i. _____

PLEASE REPORT ANY ADDITIONAL ENTITIES WITH INTERESTS SUBJECT TO AGGREGATION ON A SEPARATE ATTACHMENT.

5. Indicate below whether the Claim or Interest Holder listed in response to Item 2 above elects to: (a) not exercise any Special Warrants which would otherwise be exercised for New iHeart Common Stock (*i.e.*, to receive only Special Warrants), (b) not receive any New iHeart Class A Common Stock otherwise issuable to it, and receive New iHeart Class B Common Stock in lieu thereof; or (c) receive up to 4.99% of New iHeart Class A Common Stock with any remaining distribution to be made in the form of Special Warrants.

³ Please list each affiliated Claim or Interest Holder's name here exactly as it will be listed on the separate Certifications to be completed by such affiliated Claim or Interest Holders.

Check one of the following boxes if the Claim or Interest Holder wishes to make any of the elections described. Only one box should be checked. A Claim or Interest Holder that does not check any of the boxes and therefore does not make any election will receive distributions of New iHeart Common Stock and/or Special Warrants on the Issuance Date as otherwise set forth in the Plan and the Equity Allocation Mechanism.

- Special Warrants Only Election.** The Claim or Interest Holder elects to receive the consideration to which it is entitled under the Plan in the form of Special Warrants without exercise thereof.
- New iHeart Class B Common Stock Only Election.** The Claim or Interest Holder elects to receive any New iHeart Common Stock to which it is entitled under the Plan in the form of only New iHeart Class B Common Stock.
- New iHeart Class A Common Stock and Special Warrants Election.** The Claim or Interest Holder elects to receive the consideration to which it is entitled under the Plan in the form of up to 4.99% of the New iHeart Class A Common Stock with any remaining distribution to be made in the form of Special Warrants.

Section II: MEDIA OWNERSHIP CERTIFICATION

ALL CLAIM OR INTEREST HOLDERS THAT DID NOT MAKE AN ELECTION IN SECTION I, ITEM 5 ABOVE TO RECEIVE DISTRIBUTIONS ON THE ISSUANCE DATE (I) SOLELY IN THE FORM OF SPECIAL WARRANTS, WITHOUT EXERCISE THEREOF, (II) SOLELY IN THE FORM OF NEW IHEART CLASS B COMMON STOCK, OR (III) IN THE FORM OF AT MOST, 4.99% OF THE NEW IHEART CLASS A COMMON STOCK, MUST COMPLETE THIS SECTION II.

1. Does the Claim or Interest Holder fall into any of the following categories?

- An “investment company” as defined by 15 U.S.C. § 80a-3
- An insurance company
- A bank holding stock through trust departments in trust accounts

If the Claim or Interest Holder is an insurance company or bank holding stock through trust departments in trust accounts, will the Claim or Interest Holder have the right to determine how any New iHeart Class A Common Stock received by the Claim or Interest Holder will be voted?

[] Yes [] No

2. If the Claim or Interest Holder is a *general partnership*:

- For each general partner, complete Attachment A.

3. If the Claim or Interest Holder is a *limited partnership*:
- Do the limited partnership’s organizational documents contain provisions that insulate some or all of the limited partners in accordance with the FCC’s insulation requirements?
 - If so, complete Attachment A only for each general partner and each uninsulated limited partner.
 - If not, complete Attachment A for each general partner and each limited partner.
4. If the Claim or Interest Holder is a *limited liability company*:
- Do the limited liability company’s organizational documents contain provisions that insulate some or all of the members in accordance with the FCC’s insulation requirements?
 - If so, complete Attachment A only for each uninsulated member.
 - If not, complete Attachment A for each member.
5. If the Claim or Interest Holder is a *corporation, individual, or other entity*:
- For each (a) officer, (b) director, and (c) shareholder holding 5% or more of the issued and outstanding voting stock of the Claim or Interest Holder, complete Attachment A.
6. Does the Claim or Interest Holder or any of the persons listed on Attachment A serve as an officer or director of any company that owns or has applied for licenses to operate broadcast radio stations? Or serve as an officer or director of any entity that has an interest in any broadcast radio stations or applications for such licenses?
- [] Yes [] No
- If “yes,” please describe in an attachment, including the name of each person holding such a position, the name(s) of the radio broadcast licensee(s) or applicant(s) involved, and the call letters of the station(s) or FCC file numbers of the application(s) involved.
7. Does the Claim or Interest Holder or any of the persons or entities listed on Attachment A hold, directly or indirectly, any voting or non-voting equity interest in any company that owns or has applied for licenses to operate broadcast radio stations?
- [] Yes [] No
- If “yes,” please describe in an attachment, including the name of each person or entity holding each such interest, the name(s) of the broadcast licensee(s) or

applicant(s) involved, the nature of each such interest (including percentage of ownership), and the call letters of the station(s) or FCC file number of application(s) involved.

8. Does the Claim or Interest Holder or any of the persons or entities listed on Attachment A have any other interests, direct or indirect (including an interest in a local marketing, time brokerage, or joint sales agreement) that allows them to provide programming to, sell advertising on, or own, operate, or control any broadcast radio stations?

Yes No

- If “yes,” please describe in an attachment, including the name of each person or entity holding each such interest, the name(s) of the broadcast licensee(s) or applicant(s) involved, the nature of each such interest (including the type of agreement and the percentage of programming and/or advertising time that the agreement allows the person or entity to supply or sell), and the call letters of the station(s) involved.

9. Does the Claim or Interest Holder or any of the persons or entities listed on Attachment A hold any debt or equity interest in any entity which is an attributable owner of a radio station where such interest exceeds 33% of the total asset value of such entity?

Yes No

- If “yes,” please describe in an attachment, including the name of each person or entity holding each such interest, the name(s) of the broadcast licensee(s) or applicant(s) involved, the nature of each such interest (including percentage of total asset value), and the call letters of the station(s) or FCC file number of application(s) involved.

10. Does the Claim or Interest Holder or any of the persons or entities listed on Attachment A have, or have they ever had, any interest in or connection with an FCC application that was dismissed with prejudice by the FCC, in any station or facility which had its license or authorization revoked, or in any application in which character issues were resolved against the licensee or Claim or Interest Holder, were left unresolved, or remain pending?

Yes No

- If “yes,” please describe in an attachment, including the name of each person or entity holding each such interest, the facts upon which the character allegations were based, the name(s) of the broadcast licensee(s) or applicant(s) involved, the nature of each such interest or connection (including the type of interest and, if applicable, percentage of interest held), and the call letters of the station(s) or FCC file number of application(s) involved.

11. Is the Claim or Interest Holder or any of the persons or entities listed in Attachment A subject to final adverse findings by any court or administrative body in a civil or criminal proceeding brought under the provisions of any law related to any of the following:

(i) any felony (including any criminal offense involving trafficking in illegal drugs); (ii) mass media-related antitrust or unfair competition; (iii) fraudulent statements to a governmental agency or unit; or (iv) discrimination (including, without limitation, employment discrimination)?

Yes No

- If “yes,” please describe in an attachment, including the parties and matters involved, the court or administrative body and the proceeding (by date and, where possible, file number), the facts upon which the proceeding was based or the nature of the offense alleged or committed, and the disposition of the matter.

12. Is the Claim or Interest Holder or any of the persons or entities listed in Attachment A subject to denial of federal benefits, including licenses issued by the FCC, as a result of conviction for possession or distribution of controlled substances pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 USC § 862?

Yes No

- If “yes,” please describe in an attachment, including the basis for denial and the date of the conviction.

ATTACHMENT A

NAME	ADDRESS	CITIZENSHIP	STATUS (E.G., OFFICER, DIRECTOR, SHAREHOLDER)	PERCENTAGE VOTING INTEREST	PERCENTAGE EQUITY INTEREST

Section III: FOREIGN OWNERSHIP CERTIFICATION

ALL CLAIM OR INTEREST HOLDERS THAT DID NOT MAKE AN ELECTION IN SECTION I, ITEM 5 ABOVE TO RECEIVE DISTRIBUTIONS ON THE ISSUANCE DATE SOLELY IN THE FORM OF SPECIAL WARRANTS, WITHOUT EXERCISE THEREOF, MUST COMPLETE THIS SECTION III.

1. The Claim or Interest Holder is organized under the laws of:

State or territory of the United States: _____.

Other: _____.

If your answer is "Other," you may skip the remainder of this question, because entities organized under the laws of a country other than the United States will be deemed to have 100% foreign voting and ownership interests for purposes of the FCC's foreign ownership limitations.

2. Check one of the boxes below and, if you check either of the first two boxes, provide both equity and voting percentages.

Foreign entities or foreign individuals hold, in the aggregate, the percentages of equity and voting interests in the Claim or Interest Holder reported below:

Foreign Equity Percentage: _____ %

Foreign Voting Percentage: _____ %.

I am unable to certify the exact percentage of the foreign equity interests and/or the foreign voting interests in the Claim or Interest Holder; however, I hereby certify that the aggregate percentage(s) of such foreign interests are no higher than the maximum percentage(s) reported below:

Maximum Foreign Equity Percentage: _____ %

Maximum Foreign Voting Percentage: _____ %.

I am unable to certify the percentage of the foreign equity interests and/or foreign voting interests in the Claim or Interest Holder.⁴

⁴ If a Claim or Interest Holder is unable to certify its foreign equity and foreign voting interests, such interests will be deemed to be 100% foreign for purposes of determining the number of shares of New iHeart Common Stock and Special Warrants that the Claim or Interest Holder will receive on the Issuance Date.

Section IV: ATOP SUBMISSION

ALL CLAIM OR INTEREST HOLDERS HOLDING THEIR CLAIM OR INTEREST THROUGH A NOMINEE MUST COMPLETE THIS SECTION.

If you hold your Notes and/or iHeart Interests as a beneficial holder through a bank, broker, or other financial institution (a “Nominee”) at DTC, you must instruct your Nominee to deliver electronically your Notes and/or iHeart Interests via DTC’s ATOP on or before the Certification Deadline.

In addition, you must instruct your Nominee to complete the table below, which will include the unique transaction number associated with your Nominee’s successful delivery of your Notes and/or iHeart Interests into ATOP. If you hold your Notes and/or Interests through more than one Nominee, you will need to have a separate Section IV completed by each Nominee. If you have any questions about your holdings, please contact your Nominee.

To be completed by Nominee				
SECURITY DESCRIPTION	CUSIP/ISIN:	Principal Amount of Notes or Interests Tendered	DTC ATOP Transaction Confirmation Number	Name of Nominee Holding Position at DTC
9.0% Priority Guarantee Notes Due 2019	CUSIP 184502 BJ0 / ISIN US184502BJ03	\$		
9.0% Priority Guarantee Notes Due 2019	CUSIP 184502 BK7 / ISIN US184502BK75	\$		
9.0% Priority Guarantee Notes Due 2019	CUSIP 184502 BL5 / ISIN US184502BL58	\$		
9.0% Priority Guarantee Notes Due 2021	CUSIP 184502 BG6 / ISIN US 184502BG63	\$		
11.25% Priority Guarantee Notes Due 2021	CUSIP 184502 BN1 / ISIN US184502BN15	\$		
11.25% Priority Guarantee Notes Due 2021	CUSIP 45174 HAF4 / ISIN US45174HAF47	\$		

To be completed by Nominee

SECURITY DESCRIPTION	CUSIP/ISIN:	Principal Amount of Notes or Interests Tendered	DTC ATOP Transaction Confirmation Number	Name of Nominee Holding Position at DTC
11.25% Priority Guarantee Notes Due 2021	CUSIP 45174 HAG2 / ISIN US45174HAG20	\$		
11.25% Priority Guarantee Notes Due 2021	CUSIP 45174 HAZ0 / ISIN US45174HAZ01	\$		
11.25% Priority Guarantee Notes Due 2021	CUSIP 45174 HBA4 / ISIN US45174HBA41	\$		
11.25% Priority Guarantee Notes Due 2021	CUSIP 45174 HBB2 / ISIN US45174HBB24	\$		
11.25% Priority Guarantee Notes Due 2021	CUSIP U45057 AC7 / ISIN USU45057AC71	\$		
9.0% Priority Guarantee Notes Due 2022	CUSIP 45174 HAA5 / ISIN US45174HAA59	\$		
10.625% Priority Guarantee Notes Due 2023	CUSIP 45174 HAC1 / ISIN US45174HAC16	\$		
2021 Notes	CUSIP 184502 BP6 / ISIN US184502BP62	\$		
2021 Notes	CUSIP 184502 BQ4 / ISIN US184502BQ46	\$		
2021 Notes	CUSIP U18285 AK9 / ISIN USU18285AK98	\$		
5.50% Legacy Notes	CUSIP 184502 AX0 / ISIN US 184502AX06	\$		
5.50% Legacy Notes	CUSIP 45174 HAD9 / ISIN -----	\$		
6.875% Legacy Notes	CUSIP 184502AD4 / ISIN US184502AD42	\$		

To be completed by Nominee

SECURITY DESCRIPTION	CUSIP/ISIN:	Principal Amount of Notes or Interests Tendered	DTC ATOP Transaction Confirmation Number	Name of Nominee Holding Position at DTC
7.25% Legacy Notes	CUSIP 184502AA0 / ISIN US184502AA03	\$		
iHeart Interests	CUSIP 45174J103 / ISIN U45174J1034			

Section V. All Claims or Interest Holders Receiving this form must complete Item 1 of this section. Claim or Interest Holders that do not hold their securities through a Nominee must also complete Item 2 of this section.

1. DELIVERY INFORMATION FOR NEW IHEART COMMON STOCK AND/OR WARRANTS IF SUCH SECURITIES ARE NOT ABLE TO BE MADE DTC ELIGIBLE.

Please indicate on the lines provided below the Registration Name of the Claim or Interest Holder in whose name the New iHeart Common Stock and/or Special Warrants should be issued, in the event the New iHeart Common Stock and/or Special Warrants are not DTC eligible:

Registration Line 1: _____

Registration Line 2: _____
(if needed)

Address 1: _____

Address 2: _____

Address 3: _____

Address 4: _____

Telephone: _____

Email: _____

2. DELIVERY INFORMATION FOR NEW IHEART COMMON STOCK AND/OR SPECIAL WARRANTS IF SUCH SECURITIES ARE MADE DTC ELIGIBLE.

For Claim or Interest Holders Holding Existing Notes or Interests through a Nominee. Please note that the New iHeart Common Stock and Special Warrants are expected to be DTC eligible and will be delivered to the same account associated with the Notes or iHeart Interests as reflected by the ATOP confirmation number provided in Section 4 of this certification.

For Interest Holders Holding Existing Interests NOT through a Nominee. In the event the New iHeart Common Stock and/or Special Warrants are DTC eligible, holders of iHeart Interests that hold their iHeart Interests as registered holders directly on the books and records of the transfer agent must retain a DTC-participating Nominee for the purpose of holding the New iHeart Common Stock and/or Special Warrants at DTC. Please provide the information requested below to permit the receipt of DTC eligible securities:

DTC Participant Name: _____

DTC Participant Number: _____

Information regarding your contact at the DTC Participant:

Contact Name: _____

Contact Telephone: _____

Contact Email: _____

Section VI: CERTIFICATION

ALL CLAIM OR INTEREST HOLDERS RECEIVING THIS FORM MUST COMPLETE THIS SECTION.

By the signature below, the undersigned (a) certifies that he/she is authorized by the Claim or Interest Holder to submit the Certification, and (b) certifies on behalf of the Claim or Interest Holder that the information provided herein is accurate and complete to the best of his or her knowledge and that all relevant determinations were made in compliance with the FCC's rules.

Signed: _____

Name/Title: _____

Claim Holder: _____

Address: _____

Name of Parent Company or Controlling Entity (if any):

Address: _____

Date: _____

THIS FORM MUST BE COMPLETED AND RETURNED TO THE CLAIM OR INTEREST HOLDER'S NOMINEE, IF APPLICABLE, WITH INSTRUCTIONS TO TENDER THE CLAIM OR INTEREST HOLDER'S NOTES OR INTERESTS VIA DTC'S ATOP. THE TENDERING OF NOTES OR INTERESTS BY THE NOMINEE MUST OCCUR BY NO LATER THAN OCTOBER 26, 2018. THE NOMINEES, IF APPLICABLE, OR THE CLAIM OR INTEREST HOLDERS MUST SUBMIT THE CLAIM OR INTEREST HOLDERS' CERTIFICATIONS TO THE CERTIFICATION AGENT SO THAT THEY ARE ACTUALLY RECEIVED BY THE CERTIFICATION AGENT AT THE PHYSICAL ADDRESS OR EMAIL ADDRESS INDICATED BELOW NO LATER THAN OCTOBER 31, 2018:

**iHeartMedia, Inc.
FCC Processing
c/o Prime Clerk LLC
830 Third Avenue, 3rd Floor
New York, NY 10022**

ihartfccprocessing@primeclerk.com

**THE INFORMATION PROVIDED HEREIN MUST BE UPDATED PURSUANT TO THE
FCC PROCEDURES ORDER.**

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