

EMMIS COMMUNICATIONS CORP  
Form 8-K/A  
July 15, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

**FORM 8-K/A**

**(Amendment No. 1)**

**CURRENT REPORT PURSUANT**

**TO SECTION 13 OR 15(D)**

**OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of report (Date of earliest event reported) July 10, 2013**

**EMMIS COMMUNICATIONS CORPORATION**

**(Exact Name of Registrant as Specified in Its Charter)**

**Indiana**

**(State or Other Jurisdiction of Incorporation)**

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**0-23264**  
(Commission

File Number)

**35-1542018**  
(IRS Employer

Identification No.)

**ONE EMMIS PLAZA, 40 MONUMENT CIRCLE,  
SUITE 700, INDIANAPOLIS, INDIANA**  
(Address of Principal Executive Offices)

**46204**  
(Zip Code)

**317-266-0100**

(Registrant's Telephone Number, Including Area Code)

**NOT APPLICABLE**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**ITEM 5.07. Submission of Matters to a Vote of Security Holders**

This Form 8-K/A is being filed as an amendment to the Current Report on Form 8-K filed by Emmis Communications Corporation ( Emmis ) with the U.S. Securities and Exchange Commission on July 11, 2013. The purpose of this Amendment No. 1 is to include additional disclosure under Item 5.07(d) of Form 8-K.

Following the Annual Meeting of shareholders held on July 10, 2013, and consistent with the outcome of the advisory vote of Emmis shareholders on the issue, the Board of Directors decided to include a shareholder vote on the compensation of executives in the Emmis proxy materials every three years until the next required vote on the frequency of shareholder votes on the compensation of executives.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this amendment to its report on Form 8-K to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: July 15, 2013

EMMIS COMMUNICATIONS CORPORATION

By: /s/ J. Scott Enright

Name: J. Scott Enright

Title: Executive Vice President,  
General Counsel and Secretary