

EMMIS COMMUNICATIONS CORP

Form 8-K

January 18, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (date of earliest event reported): January 14, 2005

EMMIS COMMUNICATIONS CORPORATION
(Exact name of registrant as specified in its charter)

EMMIS OPERATING COMPANY
(Exact name of registrant as specified in its charter)

INDIANA
(State of incorporation or organization)

INDIANA
(State of incorporation or organization)

0-23264
(Commission file number)

333-62172-13
(Commission file number)

35-1542018
(I.R.S. Employer Identification No.)

35-2141064
(I.R.S. Employer Identification No.)

**ONE EMMIS PLAZA
40 MONUMENT CIRCLE
SUITE 700
INDIANAPOLIS, INDIANA 46204**
(Address of principal executive offices)

**ONE EMMIS PLAZA
40 MONUMENT CIRCLE
SUITE 700
INDIANAPOLIS, INDIANA 46204**
(Address of principal executive offices)

(317) 266-0100
**(Registrant's Telephone Number,
Including Area Code)**

(317) 266-0100
**(Registrant's Telephone Number,
Including Area Code)**

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))
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Item 2.01. Completion of Acquisition or Disposition

In October 2004, a subsidiary of Emmis Communications Corporation entered into an agreement to sell to Bonneville International Corporation three Phoenix radio stations KTAR-AM, KMVP-AM and KKLTV-FM in exchange for WLUP-FM (The Loop) and \$70 million in cash. This transaction closed on January 14, 2005.

Signatures

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

EMMIS COMMUNICATIONS
CORPORATION

Date: January 18, 2005

By: /s/ J. Scott Enright
J. Scott Enright, Vice President,
Associate General Counsel and
Secretary

EMMIS OPERATING COMPANY

Date: January 18, 2005

By: /s/ J. Scott Enright
J. Scott Enright, Vice President,
Associate General Counsel and
Secretary