

# **CLEAR CHANNEL OUTDOOR HOLDINGS, INC.**

**Reported by  
COLEMAN BRIAN D.**

## **FORM 4** (Statement of Changes in Beneficial Ownership)

**Filed 08/19/19 for the Period Ending 08/13/19**

Address     4830 NORTH LOOP 1604W, SUITE 111  
               SAN ANTONIO, TX, 78249

Telephone    210-822-2828

               CIK    0001334978

Symbol       CCO

SIC Code     7310 - Services-Advertising

Industry      Advertising & Marketing

Sector        Consumer Cyclicals

Fiscal Year   12/31

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See Instruction 1(b).*

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

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden hours per response... 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup>  <b>COLEMAN BRIAN D.</b>			2. Issuer Name and Ticker or Trading Symbol  <b>Clear Channel Outdoor Holdings, Inc. [CCO ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)  <b>8/13/2019</b>			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Officer (give title below) <b>Chief Financial Officer</b>	<input type="checkbox"/> Other (specify below)
<b>C/O CLEAR CHANNEL OUTDOOR HOLDINGS, INC., 4830 NORTH LOOP 1604W, SUITE 111</b>									
(Street)  <b>SAN ANTONIO, TX 78249</b>			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)			
						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person			
(City)	(State)	(Zip)							

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

1. Title of Security (Instr. 3)	2. Trans. Date  8/13/2019	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	Amount	(A) or (D)	Price
Common Stock				P		<b>25,000</b>	<b>A</b>	<b>\$2.3025</b> <a href="#">(1)</a>
								<b>164,727</b> <a href="#">(2)</a>
								<b>D</b>

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

#### Explanation of Responses:

(1) Represents the weighted average purchase price with respect to multiple trades ranging in price from \$2.295 to \$2.3099, inclusive, per share. The reporting person hereby undertakes to provide to the staff of the Securities and Exchange Commission (the "SEC"), the issuer or a security holder of the issuer, upon request, full information regarding the number of shares purchased at each separate price within the range set forth in this footnote (1).

(2) Includes shares purchased on August 14, 2019 which were reported on a Form 4 filed with the SEC on August 16, 2019.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>COLEMAN BRIAN D.</b> <b>C/O CLEAR CHANNEL OUTDOOR HOLDINGS, INC.</b> <b>4830 NORTH LOOP 1604W, SUITE 111</b> <b>SAN ANTONIO, TX 78249</b>			<b>Chief Financial Officer</b>	

#### Signatures

/s/ Lynn A. Feldman, as Attorney-in-fact on behalf of Brian D. Coleman

8/19/2019

<sup>\*\*</sup>Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.