

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

WESTWOOD ONE INC /DE/
Form SC 13D/A
February 14, 2006

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 5)*

Westwood One, Inc.

(Name of Issuer)

Common Stock, Par Value \$.01 Per Share

(Title of Class of Securities)

961815107

(CUSIP Number)

Sumner M. Redstone
National Amusements, Inc.
200 Elm Street
Dedham, Massachusetts 02026
Telephone: (781) 461-1600

with a copy to:
Louis J. Briskman, Esq.
CBS Corporation
51 West 52nd Street
New York, New York 10019
Telephone: (212) 975-4321

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

December 31, 2005

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because ss. 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g) check the following box .

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See ss. 240.13d-7(b) for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 34 Pages

SCHEDULE 13D

CUSIP No. 961815107

Page 2 of 34 Pages

NAME OF REPORTING PERSONS	
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
1	CBS RADIO NETWORK INC. I.R.S. Identification No. 52-1859471
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	
2	(a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY
4	SOURCE OF FUNDS (See Instructions) 00
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED <input type="checkbox"/> PURSUANT TO ITEMS 2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware
	7 SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8 SHARED VOTING POWER 16,000,000
	9 SOLE DISPOSITIVE POWER
	10 SHARED DISPOSITIVE POWER 16,000,000
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 16,000,000
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) <input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 18.1%
14	TYPE OF REPORTING PERSON (See Instructions)

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

CO

SCHEDULE 13D

CUSIP No. 961815107

Page 3 of 34 Pages

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
CBS RADIO MEDIA CORPORATION
I.R.S. Identification No. 13-2766282

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
(a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)
OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

	7	SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 16,000,000
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER 16,000,000

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
16,000,000

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES (See Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
18.1%

14 TYPE OF REPORTING PERSON (See Instructions)
CO

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

SCHEDULE 13D

CUSIP No. 961815107

Page 4 of 34 Pages

NAME OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

1 CBS RADIO INC.
 I.R.S. Identification No. 13-4142467

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

2 (a)
 (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)
 OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware

	7	SOLE VOTING POWER
NUMBER OF		
SHARES		
BENEFICIALLY	8	SHARED VOTING POWER
OWNED BY		18,000,000*
EACH		
REPORTING	9	SOLE DISPOSITIVE POWER
PERSON		
WITH		
	10	SHARED DISPOSITIVE POWER
		18,000,000*

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 18,000,000*

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
 SHARES (See Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 19.9%

14 TYPE OF REPORTING PERSON (See Instructions)
 CO

* Includes 2,000,000 shares underlying warrants that may become exercisable in the next 60 days.

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

SCHEDULE 13D

CUSIP No. 961815107

Page 5 of 34 Pages

NAME OF REPORTING PERSONS	
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)	
1	CBS BROADCASTING INC. I.R.S. Identification No. 13-0590730
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	
2	(a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY
4	SOURCE OF FUNDS (See Instructions) OO
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED <input type="checkbox"/> PURSUANT TO ITEMS 2(d) or 2(e)
6	CITIZENSHIP OR PLACE OF ORGANIZATION New York
	7 SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8 SHARED VOTING POWER 18,000,000*
	9 SOLE DISPOSITIVE POWER
	10 SHARED DISPOSITIVE POWER 18,000,000*
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 18,000,000*
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions) <input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 19.9%
14	TYPE OF REPORTING PERSON (See Instructions) CO

* Includes 2,000,000 shares underlying warrants that may become exercisable in the next 60 days.

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

CUSIP No. 961815107

Page 6 of 34 Pages

NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
1 WESTINGHOUSE CBS HOLDING COMPANY, INC.
I.R.S. Identification No. 25-1776511

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
2 (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)
OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

	7	SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	-----	-----
	8	SHARED VOTING POWER 18,000,000*
	-----	-----
	9	SOLE DISPOSITIVE POWER
	-----	-----
	10	SHARED DISPOSITIVE POWER 18,000,000*

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
18,000,000*

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES (See Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
19.9%

14 TYPE OF REPORTING PERSON (See Instructions)
CO

* Includes 2,000,000 shares underlying warrants that may become
exercisable in the next 60 days.

SCHEDULE 13D

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

CUSIP No. 961815107

Page 7 of 34 Pages

1 NAME OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
 CBS CORPORATION
 I.R.S. Identification No. 04-2949533

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
 (a)
 (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)
 OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware

	7	SOLE VOTING POWER
NUMBER OF SHARES	8	SHARED VOTING POWER
BENEFICIALLY		18,000,000*
OWNED BY		
EACH	9	SOLE DISPOSITIVE POWER
REPORTING		
PERSON	10	SHARED DISPOSITIVE POWER
WITH		18,000,000*

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 18,000,000*

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
 SHARES (See Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 19.9%

14 TYPE OF REPORTING PERSON (See Instructions)
 CO

* Includes 2,000,000 shares underlying warrants that may become exercisable in the next 60 days.

SCHEDULE 13D

CUSIP No. 961815107

Page 8 of 34 Pages

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
NAIRI, INC.
I.R.S. Identification No. 04-3446887

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
(a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)
OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

	7	SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 18,000,000*
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER 18,000,000*

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
18,000,000*

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES (See Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
19.9%

14 TYPE OF REPORTING PERSON (See Instructions)
CO

* Includes 2,000,000 shares underlying warrants that may become exercisable in the next 60 days.

SCHEDULE 13D

CUSIP No. 961815107

Page 9 of 34 Pages

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

1

NATIONAL AMUSEMENTS, INC.
I.R.S. Identification No. 04-2261332

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
(a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)
OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Maryland

	7	SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 18,000,000*
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER 18,000,000*

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
18,000,000*

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
SHARES (See Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
19.9%

14 TYPE OF REPORTING PERSON (See Instructions)
CO

* Includes 2,000,000 shares underlying warrants that may become
exercisable in the next 60 days.

SCHEDULE 13D

CUSIP No. 961815107

Page 10 of 34 Pages

NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

1 SUMNER M. REDSTONE

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
 (a)
 (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)
 OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
 PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
 United States

	7	SOLE VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER 18,000,000*
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER 18,000,000*

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 18,000,000*

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN
 SHARES (See Instructions)

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
 19.9%

14 TYPE OF REPORTING PERSON (See Instructions)
 IN

* Includes 2,000,000 shares underlying warrants that may become exercisable in the next 60 days.

Item 1. Security and Issuer

This Amendment No. 5 (this "Amendment") amends and supplements the Statement on Schedule 13D originally filed with the Securities and Exchange Commission (the "SEC") on May 15, 2000, as amended (the "Schedule 13D"), with respect to the Common Stock, par value \$.01 per share (the "Common Shares"), of Westwood One, Inc., a Delaware corporation ("Westwood" or the "Issuer"), with its principal executive office located at 40 West 57th Street, New York, New York 10019. Capitalized terms used but not defined herein shall have the meanings attributed to them in the Schedule 13D.

Item 2. Identity and Background

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

Item 2 is hereby amended and restated in its entirety as follows:

"This Statement is filed by CBS Radio Network Inc. ("CRNI"), CBS Radio Media Corporation ("CRMC"), CBS Radio Inc. ("CBS Radio"), CBS Broadcasting Inc. ("CBSBI"), Westinghouse CBS Holding Company, Inc. (W/CBS HCI"), CBS Corporation ("CBS"), NAIRI, Inc. ("NAIRI"), National Amusements, Inc. ("NAI") and Mr. Sumner M. Redstone ("Mr. Redstone") (collectively, the "Reporting Persons").

CRNI, a Delaware corporation, has its principal executive office at 1515 Broadway, New York, New York 10036. CRNI's principal business is radio broadcasting. 100% of the issued and outstanding stock of CRNI is owned by CRMC. Effective February 6, 2006, CRNI changed its name from "Infinity Network Inc." to "CBS Radio Network Inc." Each reference in the Schedule 13D to "INI" is hereby deleted and replaced with a reference to "CRNI".

CRMC, a Delaware corporation, has its principal executive office at 1515 Broadway, New York, New York 10036. CRMC's principal business is radio broadcasting. 100% of the issued and outstanding stock of CRMC is owned by CBS Radio. Effective February 6, 2006, CRMC changed its name from "Infinity Media Corporation" to "CBS Radio Media Corporation." Each reference in the Schedule 13D to "IMC" is hereby deleted and replaced with a reference to "CRMC".

CBS Radio, a Delaware corporation, has its principal executive office at 1515 Broadway, New York, New York 10036. CBSRadio's principal business is radio broadcasting. 100% of the outstanding stock of CBS Radio is owned by CBSBI. Effective December 12, 2005, CBS Radio changed its name from "Infinity Broadcasting Corporation" to "CBS Radio Inc." Each reference in the Schedule 13D to "IBC" is hereby deleted and replaced with a reference to "CBS Radio".

CBSBI, a New York corporation, has its principal executive office at 51 West 52nd Street, New York, New York 10019. CBSBI's principal businesses are the CBS television network and television broadcasting. 100% of the issued and outstanding stock of CBSBI is owned by W/CBS HCI.

W/CBS HCI, a Delaware corporation, has its principal executive office at 51 West 52nd Street, New York, New York 10019. W/CBS HCI's principal business is television broadcasting. 100% of the issued and outstanding stock of W/CBS HCI is owned by CBS.

CBS, a Delaware corporation, has its principal executive office at 51 West 52nd Street, New York, New York 10019 and is a worldwide entertainment company. At January 1, 2006, approximately 71% of CBS's voting Class A Common Stock, par value \$.001 per share, and approximately 12% (on a combined basis) of CBS's Class A Common Stock and non-voting Class B Common Stock, par value \$.001 per share, was owned by NAIRI. Effective December 31, 2005, CBS changed its name from "Viacom Inc." to "CBS Corporation". Each reference in the Schedule 13D to "Viacom" is hereby deleted and replaced with a reference to "CBS".

NAIRI, a Delaware corporation, has its principal office at 200 Elm Street, Dedham, Massachusetts 02026 and is a company owning and operating movie theaters in the United States whose main assets include its shares of CBS Class A Common Stock and Class B Common Stock. 100% of the issued and outstanding stock of NAIRI is owned by NAI.

Page 11 of 34 Pages

NAI, a Maryland corporation, has its principal office at 200 Elm Street, Dedham, Massachusetts 02026. NAI's principal businesses are owning and

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

operating movie theaters in the United States, United Kingdom, Russia and South America and holding the common stock of NAIRI. Mr. Redstone is the controlling shareholder of NAI.

Sumner M. Redstone is an individual whose business address is c/o National Amusements, Inc., 200 Elm Street, Dedham, Massachusetts 02026. Mr. Redstone's principal occupation is Chairman of the Board and Chief Executive Officer of NAI, Chairman and President of NAIRI and Chairman of the Board of CBS.

The executive officers and directors of CRNI, CRMC, CBS Radio, CBSBI, W/CBS HCI, CBS, NAIRI and NAI, as of January 1, 2006, are set forth on Schedules I through VIII attached hereto, containing the following information with respect to each such person:

- (a) Name;
- (b) Residence or business address; and
- (c) Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted.

During the last five years, none of the Reporting Persons or any person named in any of Schedules I through VIII attached hereto has been (a) convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (b) a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Each person identified on Schedules I through VIII attached hereto is a citizen of the United States.

Item 7. Material to Be Filed as Exhibits

1. Joint Filing Agreement, dated February 14, 2006, among CBS Radio Network Inc., CBS Radio Media Corporation, CBS Radio Inc., CBS Broadcasting Inc., Westinghouse CBS Holding Company, Inc., CBS Corporation, NAIRI, Inc., National Amusements, Inc. and Sumner M. Redstone (filed herewith).

Page 12 of 34 Pages

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct. Pursuant to Rule 13d-1(k)(1), each of the undersigned agrees that this statement is filed on behalf of each of us.

Dated: February 14, 2006

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

CBS RADIO NETWORK INC.

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

CBS RADIO MEDIA CORPORATION

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

CBS RADIO INC.

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

CBS BROADCASTING INC.

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

WESTINGHOUSE CBS HOLDING COMPANY, INC.

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

CBS CORPORATION

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President, Deputy
General Counsel and Secretary

Page 13 of 34 Pages

NAIRI, INC.

By: /s/ SUMNER M. REDSTONE

Name: Sumner M. Redstone
Title: Chairman and President

NATIONAL AMUSEMENTS, INC.

By: /s/ SUMNER M. REDSTONE

 Name: Sumner M. Redstone
 Title: Chairman and Chief Executive Officer

/s/ SUMNER M. REDSTONE

 Name: Sumner M. Redstone
 Individually

Page 14 of 34 Pages

SCHEDULE I

Name, business address and present principal occupation or
 employment of the directors and executive officers of

CBS Radio Network Inc.

DIRECTORS

Name	Business Address	Present Principal Occupation Name and Principal Address Employment is Conducted
Louis J. Briskman	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and CBS Corporation 51 West 52nd Street New York, NY 10019
Susan C. Gordon	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Cont CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Fina CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and CBS Corporation 51 West 52nd Street New York, NY 10019

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation Name and Principal Address Employment is Conducted
------	------------------	---------------------------------------------------------------------------------------

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

Joel Hollander Chairman and Chief Executive Officer	CBS Radio Inc. 1515 Broadway New York, NY 10036	Chairman and Chief Executive CBS Radio Inc. 1515 Broadway New York, NY 10036
Anthony G. Ambrosio Executive Vice President	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, H CBS Corporation 51 West 52nd Street New York, NY 10019
Louis J. Briskman Executive Vice President and Assistant Secretary	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President an CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds Executive Vice President and Chief Financial Officer	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President an CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello Senior Vice President and Treasurer	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Fina CBS Corporation 51 West 52nd Street New York, NY 10019

Page 15 of 34 Pages

SCHEDULE I
(Continued)

Name, business address and present principal occupation or employment of the directors and executive officers of

CBS Radio Network Inc.

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation Name and Principal Address Employment is Conducted
Angeline C. Straka Senior Vice President and Secretary	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Depu CBS Corporation 51 West 52nd Street New York, NY 10019
Susan C. Gordon Senior Vice President	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Cont CBS Corporation 51 West 52nd Street New York, NY 10019
Richard M. Jones Senior Vice President and General Tax Counsel	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President and G CBS Corporation 51 West 52nd Street New York, NY 10019

Page 16 of 34 Pages

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

SCHEDULE II

Name, business address and present principal occupation or employment of the directors and executive officers of

CBS Radio Media Corporation

DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Employment is Conducted
Louis J. Briskman	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and General Counsel CBS Corporation 51 West 52nd Street New York, NY 10019
Susan C. Gordon	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Controller CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chief Financial Officer CBS Corporation 51 West 52nd Street New York, NY 10019

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Employment is Conducted
Joel Hollander Chairman and Chief Executive Officer	CBS Radio Inc. 1515 Broadway New York, NY 10036	Chairman and Chief Executive Officer CBS Radio Inc. 1515 Broadway New York, NY 10036
Anthony G. Ambrosio Executive Vice President	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Human Resources CBS Corporation 51 West 52nd Street New York, NY 10019
Louis J. Briskman Executive Vice President and Assistant Secretary	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and General Counsel CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds Executive Vice President and Chief Financial Officer	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chief Financial Officer CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello Senior Vice President and Treasurer	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance CBS Corporation 51 West 52nd Street

Page 17 of 34 Pages

SCHEDULE II
(Continued)

Name, business address and present principal occupation or
employment of the directors and executive officers of

CBS Radio Media Corporation

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Employment is Conducted
Angeline C. Straka Senior Vice President and Secretary	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Deputy CBS Corporation 51 West 52nd Street New York, NY 10019
Susan C. Gordon Senior Vice President	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Control CBS Corporation 51 West 52nd Street New York, NY 10019
Richard M. Jones Senior Vice President and General Tax Counsel	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President and Gene CBS Corporation 51 West 52nd Street New York, NY 10019

Page 18 of 34 Pages

SCHEDULE III

Name, business address and present principal occupation or
employment of the directors and executive officers of

CBS Radio Inc.

DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Louis J. Briskman	CBS Corporation	Executive Vice President and Gen

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

	51 West 52nd Street New York, NY 10019	CBS Corporation 51 West 52nd Street New York, NY 10019
Susan C. Gordon	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Controller CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chief CBS Corporation 51 West 52nd Street New York, NY 10019

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Company in which Employment is Conducted
Joel Hollander Chairman and Chief Executive Officer	CBS Radio Inc. 1515 Broadway New York, NY 10036	Chairman and Chief Executive Officer CBS Radio Inc. 1515 Broadway New York, NY 10036
Anthony G. Ambrosio Executive Vice President	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Human Resources CBS Corporation 51 West 52nd Street New York, NY 10019
Louis J. Briskman Executive Vice President and Assistant Secretary	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and General Counsel CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds Executive Vice President and Chief Financial Officer	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chief Financial Officer CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello Senior Vice President and Treasurer	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance and Administration CBS Corporation 51 West 52nd Street New York, NY 10019

Page 19 of 34 Pages

SCHEDULE III
(Continued)

Name, business address and present principal occupation or employment of the directors and executive officers of

CBS Radio Inc.

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Company in which Employment is Conducted
Angeline C. Straka Senior Vice President and Secretary	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Deputy General Counsel CBS Corporation 51 West 52nd Street New York, NY 10019
Susan C. Gordon Senior Vice President	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Controller CBS Corporation 51 West 52nd Street New York, NY 10019
Richard M. Jones Senior Vice President and General Tax Counsel	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President and General Counsel CBS Corporation 51 West 52nd Street New York, NY 10019

Page 20 of 34 Pages

SCHEDULE IV

Name, business address and present principal occupation or employment of the directors and executive officers of

CBS Broadcasting Inc.

DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Company in which Employment is Conducted
Louis J. Briskman	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and General Counsel CBS Corporation 51 West 52nd Street New York, NY 10019
Susan C. Gordon	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Controller CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance and Administration CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chief Financial Officer CBS Corporation 51 West 52nd Street New York, NY 10019

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Leslie Moonves President	CBS Corporation 51 West 52nd Street New York, NY 10019	President and Chief Executive Of CBS Corporation 51 West 52nd Street New York, NY 10019
Anthony G. Ambrosio Executive Vice President	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Human CBS Corporation 51 West 52nd Street New York, NY 10019
Louis J. Briskman Executive Vice President and Assistant Secretary	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Gen CBS Corporation 51 West 52nd Street New York, NY 10019
Harry Isaacs Executive Vice President	CBS Broadcasting Inc. 1800 Beverly Boulevard Los Angeles, CA 90036	Senior Vice President, Industria CBS Broadcasting Inc. 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds Executive Vice President	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chi CBS Corporation 51 West 52nd Street New York, NY 10019

Page 21 of 34 Pages

SCHEDULE IV
(Continued)

Name, business address and present principal occupation or employment of the directors and executive officers of

CBS Broadcasting Inc.

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Jonathan H. Anshell Executive Vice President, General Counsel and Assistant Secretary	CBS Broadcasting Inc. 1800 Beverly Boulevard Los Angeles, CA 90036	Executive Vice President, Genera CBS Broadcasting Inc. 51 West 52nd Street New York, NY 10019
Susan C. Gordon Senior Vice President	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Controlle CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello Senior Vice President and Treasurer	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance a CBS Corporation 51 West 52nd Street

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

Richard M. Jones Senior Vice President and General Tax Counsel	CBS Corporation 1515 Broadway New York, NY 10036	New York, NY 10019 Senior Vice President and General CBS Corporation 51 West 52nd Street New York, NY 10019
Angeline C. Straka Senior Vice President and Secretary	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Deputy General CBS Corporation 51 West 52nd Street New York, NY 10019

Page 22 of 34 Pages

SCHEDULE V

Name, business address and present principal occupation or
employment of the directors and executive officers of

Westinghouse CBS Holding Company, Inc.

DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Company Employment is Conducted
Louis J. Briskman	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and General CBS Corporation 51 West 52nd Street New York, NY 10019
Susan C. Gordon	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Controller CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance and CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chairman CBS Corporation 51 West 52nd Street New York, NY 10019

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Company Employment is Conducted
Leslie Moonves Chairman	CBS Corporation 51 West 52nd Street New York, NY 10019	President and Chief Executive Officer CBS Corporation 51 West 52nd Street New York, NY 10019

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

Anthony G. Ambrosio Executive Vice President	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Human CBS Corporation 51 West 52nd Street New York, NY 10019
Jonathan H. Anshell Executive Vice President, General Counsel and Assistant Secretary	CBS Broadcasting Inc. 1800 Beverly Boulevard Los Angeles, CA 90036	Executive Vice President, Genera CBS Broadcasting Inc. 51 West 52nd Street New York, NY 10019
Louis J. Briskman Executive Vice President and Assistant Secretary	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Gen CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds President	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chi CBS Corporation 51 West 52nd Street New York, NY 10019

Page 23 of 34 Pages

SCHEDULE V
(Continued)

Name, business address and present principal occupation or
employment of the directors and executive officers of

Westinghouse CBS Holding Company, Inc.

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Susan C. Gordon Senior Vice President	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Controlle CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello Senior Vice President and Treasurer	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance a CBS Corporation 51 West 52nd Street New York, NY 10019
Richard M. Jones Senior Vice President and General Tax Counsel	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President and Genera CBS Corporation 51 West 52nd Street New York, NY 10019
Angeline C. Straka Senior Vice President and Secretary	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Deputy Ge CBS Corporation 51 West 52nd Street New York, NY 10019

Page 24 of 34 Pages

SCHEDULE VI

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

Name, business address and present principal occupation or employment of the directors and executive officers of

CBS Corporation

DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Sumner M. Redstone	CBS Corporation 1515 Broadway New York, NY 10036	Chairman of the Board of CBS Corporation Chief Executive Officer of National Association of Broadcasters Chairman and President of NAIRI, CBS Corporation 1515 Broadway New York, NY 10036
David R. Andelman	Lourie and Cutler, P.C. 60 State Street Boston, MA 02109	Attorney Lourie and Cutler, P.C. 60 State Street Boston, MA 02109
Joseph A. Califano Jr.	The National Center on Addiction and Substance Abuse at Columbia University 633 Third Avenue, 19th Floor New York, NY 10017	Chairman and President The National Center on Addiction and Substance Abuse at Columbia University 633 Third Avenue, 19th Floor New York, NY 10017
William S. Cohen	The Cohen Group 1200 19th Street, N.W. Suite 400 Washington, D.C. 20036	Chairman and Chief Executive Officer The Cohen Group 1200 19th Street, N.W. Suite 400 Washington, D.C. 20036
Philippe P. Dauman	DND Capital Partners, L.L.C. 450 Park Avenue New York, NY 10022	Co-Chairman and Chief Executive Officer DND Capital Partners, L.L.C. 450 Park Avenue New York, NY 10022
Charles K. Gifford	Bank of America 100 Federal Street Boston, MA 02110	Chairman Emeritus Bank of America 100 Federal Street Boston, MA 02110
Bruce S. Gordon	National Association for the Advancement of Colored People 4805 Mt. Hope Drive Baltimore, MD 21215	President and Chief Executive Officer National Association for the Advancement of Colored People 4805 Mt. Hope Drive Baltimore, MD 21215

Page 25 of 34 Pages

SCHEDULE VI
(Continued)

Name, business address and present principal occupation or employment of the directors and executive officers of

CBS Corporation

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Company in which Employment is Conducted
Leslie Moonves	CBS Corporation 51 West 52nd Street New York, NY 10019	President and Chief Executive Officer CBS Corporation 51 West 52nd Street New York, NY 10019
Ann N. Reese	Center for Adoption Policy 168A Kirby Lane Rye, NY 10580	Co-founder and Executive Director Center for Adoption Policy 168A Kirby Lane Rye, NY 10580
Shari E. Redstone	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	President of National Amusements President of NAIRI, Inc. National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Judith A. Sprieser	c/o CBS Corporation 51 West 52nd Street New York, NY 10019	Fomer CEO of Transora Inc. c/o CBS Corporation 51 West 52nd Street New York, NY 10019
Robert D. Walter	Cardinal Health, Inc. 7000 Cardinal Place Dublin, OH 43017	Chairman and Chief Executive Officer Cardinal Health, Inc. 7000 Cardinal Place Dublin, OH 43017

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Company in which Employment is Conducted
Sumner M. Redstone Chairman of the Board	CBS Corporation 1515 Broadway New York, NY 10036	Chairman of the Board of CBS Corporation Executive Officer of National Amusements, Inc. and President of NAIRI, Inc. CBS Corporation 1515 Broadway New York, NY 10036
Leslie Moonves President and Chief Executive Officer	CBS Corporation 51 West 52nd Street New York, NY 10019	President and Chief Executive Officer CBS Corporation 51 West 52nd Street New York, NY 10019

Page 26 of 34 Pages

SCHEDULE VI
(Continued)

Name, business address and present principal occupation or employment of the directors and executive officers of

CBS Corporation

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Company in which Employment is Conducted
Shari E. Redstone Vice Chair of the Board	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	President of National Amusements of NAIRI, Inc. National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Anthony G. Ambrosio Executive Vice President, Human Resources and Administration	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Human Resources CBS Corporation 51 West 52nd Street New York, NY 10019
Louis J. Briskman Executive Vice President and General Counsel	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and General Counsel CBS Corporation 51 West 52nd Street New York, NY 10019
Carl D. Folta Executive Vice President, Office of the Chairman	CBS Corporation 1515 Broadway New York, NY 10036	Executive Vice President, Office of the Chairman CBS Corporation 51 West 52nd Street New York, NY 10019
Martin D. Franks Executive Vice President, Planning, Policy and Government Relations	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Planning, Policy and Government Relations CBS Corporation 51 West 52nd Street New York, NY 10019
Susan C. Gordon Senior Vice President, Controller and Chief Accounting Officer	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Controller and Chief Accounting Officer CBS Corporation 51 West 52nd Street New York, NY 10019
Joseph R. Ianniello Senior Vice President, Finance and Treasurer	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Finance and Treasurer CBS Corporation 51 West 52nd Street New York, NY 10019
Richard M. Jones Senior Vice President and General Tax Counsel	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President and General Tax Counsel CBS Corporation 51 West 52nd Street New York, NY 10019
Fredric G. Reynolds Executive Vice President and Chief Financial Officer	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President and Chief Financial Officer CBS Corporation 51 West 52nd Street New York, NY 10019

Page 27 of 34 Pages

SCHEDULE VI
(Continued)

Name, business address and present principal occupation or employment of the directors and executive officers of

CBS Corporation

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Gil Schwartz Executive Vice President, Corporate Communications	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Corpor CBS Corporation 51 West 52nd Street New York, NY 10019
Martin M. Shea Executive Vice President, Investor Relations	CBS Corporation 51 West 52nd Street New York, NY 10019	Executive Vice President, Invest CBS Corporation 51 West 52nd Street New York, NY 10019
Angeline C. Straka Senior Vice President, Deputy General Counsel and Secretary	CBS Corporation 1515 Broadway New York, NY 10036	Senior Vice President, Deputy Ge CBS Corporation 51 West 52nd Street New York, NY 10019

Page 28 of 34 Pages

SCHEDULE VII

Name, business address and present principal occupation or
employment of the directors and executive officers of

NAIRI, Inc.

DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
George S. Abrams	Winer & Abrams 60 State Street Boston, MA 02109	Attorney Winer & Abrams 60 State Street Boston, MA 02109
David Andelman	Lourie and Cutler, P.C. 60 State Street Boston, MA 02109	Attorney Lourie and Cutler, P.C. 60 State Street Boston, MA 02109
Philippe P. Dauman	DND Capital Partners, L.L.C. 450 Park Avenue New York, NY 10022	Co-Chairman and Chief Executive DND Capital Partners, L.L.C. 450 Park Avenue New York, NY 10022
Brent D. Redstone	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Director National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Shari E. Redstone	National Amusements, Inc. 200 Elm Street	President of National Amusements President of NAIRI, Inc.

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

	Dedham, MA 02026	National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Sumner M. Redstone	CBS Corporation 1515 Broadway New York, NY 10036	Chairman of the Board of CBS Cor Executive Officer of National Am President of NAIRI, Inc. CBS Corporation 1515 Broadway New York, NY 10036

Page 29 of 34 Pages

SCHEDULE VII
(Continued)

Name, business address and present principal occupation or
employment of the directors and executive officers of

NAIRI, Inc.

EXECUTIVE OFFICERS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Co Employment is Conducted
Sumner M. Redstone Chairman and President	CBS Corporation 1515 Broadway New York, NY 10036	Chairman of the Board of CBS Cor Executive Officer of National Am President of NAIRI, Inc. CBS Corporation 1515 Broadway New York, NY 10036
Shari E. Redstone Executive Vice President	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	President of National Amusements President of NAIRI, Inc. National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Jerome Magner Vice President and Treasurer	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Vice President and Treasurer of NAIRI, Inc. 200 Elm Street Dedham, MA 02026
Richard Sherman Vice President and Assistant Secretary	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Vice President of National Amuse 200 Elm Street Dedham, MA 02026
Tilly Berman Secretary	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Secretary National Amusements, Inc. 200 Elm Street Dedham, MA 02026

Page 30 of 34 Pages

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

SCHEDULE VIII

Name, business address and present principal occupation or employment of the directors and executive officers of

National Amusements, Inc.

DIRECTORS

Name	Business Address	Present Principal Occupation or Name and Principal Address of Company in which Employment is Conducted
George S. Abrams	Winer & Abrams 60 State Street Boston, MA 02109	Attorney Winer & Abrams 60 State Street Boston, MA 02109
David Andelman	Lourie and Cutler, P.C. 60 State Street Boston, MA 02109	Attorney Lourie and Cutler, P.C. 60 State Street Boston, MA 02109
Philippe P. Dauman	DND Capital Partners, L.L.C. 450 Park Avenue New York, NY 10022	Co-Chairman and Chief Executive DND Capital Partners, L.L.C. 450 Park Avenue New York, NY 10022
Brent D. Redstone	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Director National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Shari E. Redstone	CBS Corporation 1515 Broadway New York, NY 10036	President of National Amusements President of NAIRI, Inc. CBS Corporation 1515 Broadway New York, NY 10036
Sumner M. Redstone	CBS Corporation 1515 Broadway New York, NY 10036	Chairman of the Board of CBS Corporation Executive Officer of National Amusements President of NAIRI, Inc. CBS Corporation 1515 Broadway New York, NY 10036

Page 31 of 34 Pages

SCHEDULE VIII

(Continued)

Name, business address and present principal occupation or employment of the directors and executive officers of

National Amusements, Inc.

EXECUTIVE OFFICERS

Edgar Filing: WESTWOOD ONE INC /DE/ - Form SC 13D/A

Name	Business Address	Present Principal Occupation or Em Name and Principal Address of Corp Employment is Conducted
Sumner M. Redstone Chairman and Chief Executive Officer	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Chairman of the Board of CBS Corpo Executive Officer of National Amus President of NAIRI, Inc. National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Shari E. Redstone President	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	President of National Amusements, President of NAIRI, Inc. National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Jerome Magner Vice President and Treasurer	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Vice President and Treasurer of Na NAIRI, Inc. 200 Elm Street Dedham, MA 02026
Richard Sherman Vice President and Assistant Secretary	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Vice President of National Amuseme 200 Elm Street Dedham, MA 02026
Tilly Berman Secretary	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Secretary National Amusements, Inc. 200 Elm Street Dedham, MA 02026

Page 32 of 34 Pages

JOINT FILING AGREEMENT

The undersigned hereby agree that the Statement on Schedule 13D, dated February 14, 2006 (the "Schedule 13D"), with respect to the Common Stock, par value \$.01 per share, of Westwood One, Inc. is, and any amendments executed by us shall be, filed on behalf of each of us pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, and that this Agreement shall be included as an exhibit to the Schedule 13D and each such amendment. Each of the undersigned agrees to be responsible for the timely filing of the Schedule 13D and any amendments thereto, and for the completeness and accuracy of the information concerning itself contained therein. This Agreement may be executed in any number of counterparts, all of which taken together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 14th day of February 2006.

CBS RADIO NETWORK INC.

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

CBS RADIO MEDIA CORPORATION

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

CBS RADIO INC.

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

CBS BROADCASTING INC.

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

WESTINGHOUSE CBS HOLDING COMPANY, INC.

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President and Secretary

CBS CORPORATION

By: /s/ ANGELINE C. STRAKA

Name: Angeline C. Straka
Title: Senior Vice President, Deputy General
Counsel and Secretary

Page 33 of 34 Pages

NAIRI, INC.

By: /s/ SUMNER M. REDSTONE

Name: Sumner M. Redstone
Title: Chairman and President

NATIONAL AMUSEMENTS, INC.

By: /s/ SUMNER M. REDSTONE

Name: Sumner M. Redstone
Title: Chairman and Chief Executive Officer

/s/ SUMNER M. REDSTONE

Name: Sumner M. Redstone

Individually

Page 34 of 34 Pages