



Entercom Communications Corp.
 Regulation G Presentations and Reconciliations
 Selected Financial Data - Non-GAAP Disclosures
 Amounts In Thousands, Except Per Share Data

Reconciliation Of GAAP Operating Income To Station Operating Income

	Three Months Ended March 31,	
	2020	2019
Reconciliation of GAAP Operating Income To Station Operating Income		
Operating Income	\$ 11,363	\$ 30,383
Corporate Expenses	15,959	18,778
Corporate Expenses - Non-Cash Compensation	1,278	2,157
Station Expenses - Non-Cash Compensation	502	1,415
Depreciation And Amortization	12,498	11,104
Merger And Acquisition Costs	-	9
Restructuring Costs	4,209	1,014
Impairment Loss	1,050	-
Integration Costs	622	1,135
Time Brokerage Agreement (Income) Expense	-	40
Net (Gain) Loss On Sale Or Disposal Of Assets	-	(4,600)
Station Operating Income	<u>\$ 47,481</u>	<u>\$ 61,435</u>

Reconciliation Of GAAP Net Income (Loss) To Adjusted Net Income And Adjusted Net Income Per Share Data

	Three Months Ended March 31,	
	2020	2019
Reconciliation Of GAAP Net Income (Loss)		
To Adjusted Net Income		
Net Income (Loss)	\$ (9,138)	\$ 3,125
Income Taxes (Benefit)	(3,120)	2,038
Merger And Acquisition Costs	-	9
Non-Recurring Expenses Included In Station Expense	3,000	-
Impairment Loss	1,050	-
Integration Costs	622	1,135
Restructuring Costs	4,209	1,014
Net (Gain) Loss On Sale Or Disposal Of Assets	-	(4,600)
Non-Cash Compensation Expense	1,780	3,572
Adjusted Income Before Income Taxes	(1,597)	6,293
Income Taxes	(479)	1,888
Adjusted Net Income	<u>\$ (1,118)</u>	<u>\$ 4,405</u>
Numerator For Purposes Of Computing Adjusted Net Income Per Share - Diluted		
Adjusted Net Income	\$ (1,118)	\$ 4,405
Preferred Stock, Treated As If Not Converted	-	-
	<u>\$ (1,118)</u>	<u>\$ 4,405</u>
Weighted Average Diluted Shares Outstanding For Purposes Of Computing Adjusted Net Income Per Share - Diluted		
Weighted Common Shares Outstanding As Reported - Diluted	134,890	138,523
Dilutive Shares Not Included When Reporting A Loss	-	-
Preferred Stock, Treated As If Not Converted	-	-
	<u>134,890</u>	<u>138,523</u>
Adjusted Net Income Per Share - Diluted	<u>\$ (0.01)</u>	<u>\$ 0.03</u>

Reconciliation Of GAAP Net Income (Loss) To Adjusted EBITDA To Adjusted EBITDA

	Three Months Ended				
	31-Mar	31-Dec	30-Sep	30-Jun	31-Mar
	2020	2019	2019	2019	2019
Reconciliation Of GAAP Net Income (Loss)					
To Adjusted EBITDA					
Net Income (Loss)	\$ (9,138)	\$ (487,535)	\$ 38,208	\$ 25,992	\$ 3,125
Income Taxes (Benefit)	(3,120)	7,096	16,026	12,045	2,038
Income From Discontinued Operations	-	-	-	-	-
Net Interest Expense	23,621	24,683	25,256	24,944	25,220
Corporate Expenses - Non-Cash Compensation Expense	1,278	5,006	2,234	2,130	2,157
Station Expenses - Non-Cash Compensation Expense	502	892	1,107	1,243	1,415
Depreciation And Amortization	12,498	12,079	11,183	10,964	11,104
Time Brokerage Agreement Expense (Income)	-	-	13	53	40
Merger And Acquisition Costs	-	465	434	33	9
Restructuring Costs	4,209	1,023	1,577	3,362	1,014
Integration Costs	622	1,017	689	1,456	1,135
Transition Costs And Non-Recurring Expenses Included In Corporate Expenses	-	5,000	1,000	-	-
Non-Recurring Expenses Included In Station Expenses	3,000	-	-	-	-
Impairment Loss	1,050	545,457	-	-	-
Other Expenses Related To Refinancing	-	2,533	-	1,864	-
Loss On Early Extinguishment Of Debt	-	265	-	1,781	-
Net (Gain) Loss On Sale Or Disposal Of Assets	-	(4,957)	231	1,686	(4,600)
Adjusted EBITDA	34,522	113,024	97,958	87,553	42,657

Reconciliation Of GAAP Net Income (Loss) To Adjusted Free Cash Flow

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	Three Months Ended				
	31-Mar	31-Dec	30-Sep	30-Jun	31-Mar
	2020	2019	2019	2019	2019
Reconciliation GAAP Net Income (Loss)					
To Adjusted Free Cash Flow					
Net Income (Loss)	\$ (9,138)	\$ (487,535)	\$ 38,208	\$ 25,992	\$ 3,125
Depreciation And Amortization	12,498	12,079	11,183	10,964	11,104
Deferred Financing Costs Included In Interest Expense	946	856	755	671	801
Amortization Of Debt Discount Or (Debt Premium) Included In Interest Expense	(849)	(679)	(678)	(855)	(715)
Non-Cash Compensation Expense	1,780	5,898	3,341	3,373	3,572
Merger And Acquisition Costs	-	465	434	33	9
Impairment Loss	1,050	545,457	-	-	-
Restructuring Costs	4,209	1,023	1,577	3,362	1,014
Integration Costs	622	1,017	689	1,456	1,135
Transition Costs And Non-Recurring Expenses Included In Corporate Expenses	-	5,000	1,000	-	-
Non-Recurring Expenses Included In Station Expenses	3,000	-	-	-	-
Net (Gain) Loss On Sale Or Disposal Of Assets	-	(4,957)	231	1,686	(4,600)
Other Expenses Related To Refinancing	-	2,533	-	1,864	-
Loss On Early Extinguishment Of Debt	-	265	-	1,781	-
Income Taxes (Benefit)	(3,120)	7,096	16,026	12,045	2,038
Income Taxes Included In Income From Discontinued Operations	-	-	-	-	-
Net Capital Expenditures	(8,899)	(10,245)	(20,658)	(16,900)	(20,510)
Adjusted Income Taxes Paid	(1,297)	(18,757)	-	(7,764)	(697)
Adjusted Free Cash Flow	\$ 802	\$ 59,516	\$ 52,108	\$ 37,708	\$ (3,724)
Reconciliation of Capital Expenditures, Including Amortizable Intangibles, to Net Capital Expenditures					
Capital Expenditures, Including Amortizable Intangibles	(9,744)	(14,326)	(22,862)	(20,203)	(20,510)
Reimbursed Tenant Improvement Allowances	845	4,081	2,204	3,303	-
Net Capital Expenditures	\$ (8,899)	\$ (10,245)	\$ (20,658)	\$ (16,900)	\$ (20,510)
Reconciliation of Income Taxes Paid To Adjusted Income Taxes Paid					
Income Taxes Paid	\$ (1,297)	\$ (20,619)	\$ (3,935)	\$ (12,756)	\$ (1,790)
Income Taxes Paid Related to Gain/Loss On Sale Or Exchange Of Radio Station Assets	-	-	-	-	894
Income Taxes Paid Related to Gain/Loss On Sale Of Redundant Properties	-	1,862	3,935	4,992	199
Adjusted Income Taxes Paid	\$ (1,297)	\$ (18,757)	\$ -	\$ (7,764)	\$ (697)
Numerator For Purposes Of Computing Adjusted Free Cash Flow Per Share - Diluted					
Adjusted Free Cash Flow	\$ 802	\$ 59,516	\$ 52,108	\$ 37,708	\$ (3,724)
Preferred Stock Dividend, Treated As If Not Converted	-	-	-	-	-
	\$ 802	\$ 59,516	\$ 52,108	\$ 37,708	\$ (3,724)
Denominator For Purposes Of Computing Adjusted Free Cash Flow Per Share - Diluted					
Weighted Common Shares Outstanding As Reported - Diluted	134,890	133,985	136,453	139,074	138,523
Diluted Shares Excluded When Reporting A Net Loss	-	130	-	-	384
Preferred Stock Dividend, Treated As If Not Converted	-	-	-	-	-
	134,890	134,115	136,453	139,074	138,907
Adjusted Free Cash Flow Per Share - Diluted	\$ 0.01	\$ 0.44	\$ 0.38	\$ 0.27	\$ (0.03)

Certain Definitions

Management uses *Station Operating Income* as the metric to assess the performance of our stations. When measuring *Adjusted EBITDA*, *Adjusted Free Cash Flow*, *Adjusted Free Cash Flow Per Share*, *Net Capital Expenditures*, *Adjusted Income Taxes Paid*, *Adjusted Net Income* and *Adjusted Net Income Per Share*, the resulting amounts are attributable to common shareholders.

It is important to note that *Station Expenses*, *Station Operating Income*, *Corporate Expenses*, *Adjusted EBITDA*, *Adjusted Net Income*, *Adjusted Net Income Per Share*, *Adjusted Free Cash Flow* and *Adjusted Free Cash Flow Per Share*, *Adjusted Income Taxes Paid* and *Net Capital Expenditures* are not measures of performance or liquidity calculated in accordance with generally accepted accounting principles (“GAAP”). Management believes that these measures are useful as a way to evaluate the Company and the means for management to evaluate our radio stations’ performance and operations. Management believes that these measures are useful to an investor in evaluating our performance because they are widely used in the broadcast industry to measure a radio company’s operating performance.

Certain adjusted non-GAAP financial measures are presented in this table (i.e., *Station Expenses*, *Station Operating Income*, *Corporate Expenses*, *Adjusted EBITDA*, *Pro Forma Adjusted EBITDA*, *Adjusted Income Taxes Paid*, *Net Capital Expenditures*, *Adjusted Net Income*, *Adjusted Net Income Per Share*, *Adjusted Free Cash Flow* and *Adjusted Free Cash Flow Per Share*). Management believes these adjusted non-GAAP measures provide useful information to management and investors by excluding certain income, expenses and gains and losses that may not be indicative of the Company’s core operating and financial results. Similarly, Management believes these adjusted measures are a useful performance measure because certain items included in the calculation of net income may either mask or exaggerate trends in the Company’s ongoing operating performance. Further, the reconciliations corresponding to these adjusted measures, by identifying the individual adjustments, provide a useful mechanism for investors to consider these adjusted measures with some or all of the identified adjustments.

Management uses these Non-GAAP financial measures on an ongoing basis to track and assess the Company’s financial performance. You, however, should not consider non-GAAP measures in isolation or as substitutes for net income, operating income, or any other measure for determining our operating performance that is calculated in accordance with generally accepted accounting principles. These non-GAAP measures are not necessarily comparable to similarly titled measures employed by other companies. The accompanying financial tables provide reconciliations to the nearest GAAP measure of all non-GAAP measures provided in this press release.

Adjusted Net Income (Loss) consists of net income (loss) available to common shareholders adjusted to exclude: (i) income taxes (benefit) as reported, including income taxes otherwise included in income from discontinued operations; (ii) gain/loss on sale of assets, derivative instruments and investments; (iii) non-cash compensation expense; (iv) impairment loss; (v) merger and acquisition costs, restructuring and integration costs, and non-recurring expenses otherwise included in corporate or station expenses; (vi) other expenses related to refinancing; and (vii) gain/loss on early extinguishment of debt. For purposes of comparability, income taxes are reflected at the expected statutory federal and state income tax rate of 30% without discrete items of tax.

Adjusted Free Cash Flow: consists of operating income (loss): (i) plus depreciation and amortization; net (gain) loss on sale or disposal of assets; non-cash compensation expense (which is otherwise included in station operating expenses and corporate general and administrative expenses); impairment loss; merger and acquisition costs; restructuring and integration costs, other income and non-recurring expenses otherwise included in corporate or station expenses; income from discontinued operations (excluding income taxes or tax benefit); and (ii) less net interest expense (excluding amortization of deferred financing costs or debt premium), Adjusted Income Taxes Paid, and Net Capital Expenditures.

Adjusted Income Taxes Paid: consists of income tax paid, adjusted to exclude taxes paid related to the gain/loss on sale or exchange of radio station assets; and taxes paid related to the gain/loss on sale of redundant property.

Net Capital Expenditures: consists of capital expenditures, including amortizable intangibles, adjusted to exclude reimbursed tenant improvement allowances.

Station Operating Income consists of operating income (loss) before: depreciation and amortization; time brokerage agreement fees (income); corporate general and administrative expenses; non-cash compensation expense (which is otherwise included in station operating expenses); impairment loss; merger and acquisition costs, restructuring and integration costs, other expenses related to the refinancing; non-recurring expenses otherwise included in corporate or station expenses; and gain or loss on sale or disposition of assets.

Adjusted EBITDA consists of net income (loss) available to common shareholders, adjusted to exclude: income taxes (benefit); income from discontinued operations, net of income taxes or benefit; total other income or expense; net interest expense; depreciation and amortization; time brokerage agreement fees (income); non-cash compensation expense (which is otherwise included in station operating expenses and corporate G&A expenses); other expenses related to the refinancing; impairment loss, merger and acquisition costs, restructuring and integration costs, preferred stock dividends; non-recurring expenses otherwise included in corporate or station expenses, loss on early extinguishment of debt, and gain or loss on sale or disposition of assets.

Station Expenses consist of station operating expenses excluding non-cash compensation expense.

Corporate Expenses consist of corporate general and administrative expenses excluding non-cash compensation expense

Adjusted Net Income (Loss) Per Share - Diluted And Adjusted Free Cash Flow Per Share: includes any dilutive equivalent shares when not anti-dilutive, other than the convertible preferred stock as the convertible preferred stock is treated as if it is never converted.