

Schore Neal
Form 3/A
November 14, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

^ Schore Neal

(Last) (First) (Middle)

C/O WESTWOOD ONE,
INC., ^ 220 W. 42ND STREET

(Street)

NEW YORK, ^ NY ^ 10036

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

10/21/2011

3. Issuer Name **and** Ticker or Trading Symbol
WESTWOOD ONE INC /DE/ [DIAL]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☒ Director ☐ 10% Owner

☒ Officer ☐ Other

(give title below) (specify below)

Chairman of the Board

5. If Amendment, Date Original Filed(Month/Day/Year)

10/28/2011

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting Person

☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Class B Common Stock

34,237,638 ⁽¹⁾

I

By Triton Media Group, LLC ⁽²⁾

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

SEC 1473 (7-02)

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schore Neal C/O WESTWOOD ONE, INC. 220 W. 42ND STREET NEW YORK, NY 10036	☒	☐	☐ Chairman of the Board	☐

Signatures

Melissa Garza, as attorney-in-fact for Neal Schore	11/14/2011
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Signature of Reporting Person	Date
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Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) This amendment is being filed to correct the number of shares reported in the reporting person's original Form 3 filed on 10/28/11.
Triton Media Group, LLC is controlled by OCM Principal Opportunities Fund III, L.P., OCM Principal Opportunities Fund IIIA, L.P. and OCM Principal Opportunities Fund IV, L.P., each of which is a fund managed by Oaktree Capital Management, L.P. By virtue of being a director, President and CEO of Triton Media Group, LLC as well as having an indirect ownership interest therein, the reporting person could be deemed to have beneficial ownership of securities of the Issuer owned by Triton Media Group, LLC. The reporting person disclaims beneficial ownership of securities of the Issuer owned by Triton Media Group, LLC, except to the extent of any pecuniary interest therein.

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