

Nimbus Atlas LLC
 Form 3
 June 15, 2018

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)

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|---|---|---|---|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Nimbus Atlas LLC</p> <p>(Last) (First) (Middle)</p> <p>399 PARK AVENUE,Â 16TH FLOOR</p> <p>(Street)</p> <p>NEW YORK,Â NYÂ 10022</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>06/04/2018</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>CUMULUS MEDIA INC [CMIA]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|---|---|---|--|

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 A Common Stock, par value \$0.0000001 per share | 384,791 | D <u>(1)</u> | Â |
| Class B Common Stock(non-voting), par value \$0.0000001/share | 1,053,352 | D <u>(2)</u> | Â |

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)

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| 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) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Nimbus Atlas LLC 399 PARK AVENUE 16TH FLOOR NEW YORK, NY 10022 | X | X | X | X |
| Brigade Capital GP, LLC 399 PARK AVENUE 16TH FLOOR NEW YORK, NY 10022 | X | X | X | X |

Signatures

| | |
|---|------------|
| Nimbus Atlas LLC, /s/ Donald E. Morgan, III, Managing Member of its Managing Member | 06/15/2018 |
| **Signature of Reporting Person | Date |
| Brigade Capital GP, LLC, /s/ Donald E. Morgan, III, Managing Member | 06/15/2018 |
| **Signature of Reporting Person | Date |

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) The reported securities are directly owned by Nimbus Atlas LLC (Nimbus) and may be deemed beneficially owned by Brigade Capital GP, LLC (BC-GP), the managing member of Nimbus, and by Brigade Capital Management, LP, the investment manager of Nimbus, Brigade Capital Management GP, LLC, the general partner of Brigade Capital Management, LP, and Donald E. Morgan, III, the managing member of Brigade Capital Management GP, LLC and BC-GP. Nimbus and BC-GP are each a Reporting Person. Due to a delay in obtaining EDGAR filing codes for Nimbus and BC-GP, the two filers were not able to be included on the Form 3 filing filed on June 14, 2018 by Brigade Capital Management, LP, Brigade Capital Management GP, LLC and Mr. Morgan. Nimbus and BC-GP are individually filing on this Form 3 in respect of this Issuer. Nimbus and BC-GP will make Section 16 filings jointly with the Brigade Capital Management, LP, Brigade Capital Management GP, LLC and Mr. Morgan going forward.
- (2) The reported securities are directly owned by Nimbus Atlas LLC (Nimbus) and may be deemed beneficially owned by Brigade Capital GP, LLC (BC-GP), the managing member of Nimbus, and by Brigade Capital Management, LP, the investment manager of Nimbus, Brigade Capital Management GP, LLC, the general partner of Brigade Capital Management, LP, and Donald E. Morgan, III, the managing member of Brigade Capital Management GP, LLC and BC-GP. Nimbus and BC-GP are each a Reporting Person. Due to a delay in obtaining EDGAR filing codes for Nimbus and BC-GP, the two filers were not able to be included on the Form 3 filing filed on June 14, 2018 by Brigade Capital Management, LP, Brigade Capital Management GP, LLC and Mr. Morgan. Nimbus and BC-GP are individually filing on this Form 3 in respect of this Issuer. Nimbus and BC-GP will make Section 16 filings jointly with the Brigade

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Capital Management, LP, Brigade Capital Management GP, LLC and Mr. Morgan going forward.

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Remarks:

NimbusÂ andÂ BrigadeÂ CapitalÂ GP,Â LLCÂ eachÂ disclaimÂ beneficialÂ ownershipÂ ofÂ theÂ reportedÂ securitiesÂ e

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

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