

WESTWOOD ONE INC /DE/

Form 8-K

March 09, 2007

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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): March 6, 2007

WESTWOOD ONE, INC.
(Exact name of registrant as specified in its charter)

Delaware **001-14691** **95-3980449**
(State or other Jurisdiction of (Commission File Number) (IRS Employer Identification No.)
Incorporation)

40 West 57th Street, 5th Floor
New York, NY **10019**
(Address of Principal Executive Offices) (Zip Code)
Registrant's telephone number, including area code: **(212) 641-2000**

(Former name or former address if changed since last report.)
Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Section 2 Financial Information

Item 2.02 Results of Operations and Financial Condition.

On March 7, 2007, Westwood One, Inc. (the Company) issued a press release announcing earnings for the full year and fourth quarter ended December 31, 2006. A copy of such press release is furnished herewith as Exhibit 99.1 and is incorporated by reference herein in its entirety.

Section 8 Other Events

Item 8.01 Other Events.

On March 6, 2007, the Company s Board of Directors (Board) declared a cash dividend of two cents (\$0.02) per share on issued and outstanding shares of the Company s common stock and a cash dividend of one and sixth tenth cents (\$0.016) per share on issued and outstanding shares of the Company s Class B stock, such dividends to be paid on March 30, 2007 to stockholders of record at the close of business on March 20, 2007. A copy of the press release announcing the cash dividend on the Company s common stock is furnished herewith as Exhibit 99.1 and is incorporated by reference herein in its entirety.

Section 9 Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The following is a list of the exhibits filed as a part of this Form 8-K:

Exhibit No.	Description of Exhibit
99.1	Press Release, dated March 7, 2007, announcing earnings for the for the full year and fourth quarter ended December 31, 2006 and the declaration of a cash dividend on the Company s common stock and Class B stock.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WESTWOOD ONE, INC.

Date: March 9, 2007

By: /s/ David Hillman

Name: David Hillman

Title: EVP, Business Affairs, General Counsel and
Secretary

EXHIBIT INDEX

Current Report on Form 8-K
dated March 6, 2007

Westwood One, Inc.

Exhibit

No.	Description of Exhibit
99.1	Press Release, dated March 7, 2007, announcing earnings for the for the full year and fourth quarter ended December 31, 2006 and the declaration of a cash dividend on the Company's common stock and Class B stock.