

Eccleshare Christopher William  
Form 3/A  
October 21, 2010

# 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 \*  
Â Eccleshare Christopher William

(Last) (First) (Middle)

C/O CLEAR CHANNEL  
OUTDOOR HOLDINGS,  
INC.,Â 200 EAST BASSE  
ROAD

(Street)

SAN ANTONIO,,Â TXÂ 78209

(City) (State) (Zip)

2. Date of Event Requiring Statement  
(Month/Day/Year)  
09/10/2009

3. Issuer Name **and** Ticker or Trading Symbol  
Clear Channel Outdoor Holdings, Inc. [CCO]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer ☐ Other  
(give title below) (specify below)  
President & CEO, CCI

5. If Amendment, Date Original Filed(Month/Day/Year)  
09/14/2009

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)

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)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

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

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Common Stock Options (right to buy)	Â (1)	09/10/2019	Common Stock	40,000	\$ 7.02	D	Â
Common Stock Options (right to buy) (3)	Â (2)	09/10/2009	Common Stock	30,721	\$ 7.02	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Eccleshare Christopher William C/O CLEAR CHANNEL OUTDOOR HOLDINGS, INC. 200 EAST BASSE ROAD SAN ANTONIO,, TX 78209	Â	Â	Â President & CEO, CCI	Â

## Signatures

/s/ Michelle Miller, as  
Attonrey-in-Fact on behalf of  
Christopher William Eccleshare

10/21/2010

\_\_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) Assuming continued employment and compliance with the terms and conditions of Mr. Eccleshare's Stock Option Agreement dated as of September 10, 2009 (the "Stock Option Agreement"), half of the shares represented by these options shall become vested and fully exercisable on September 10, 2010 and the other half of the shares represented by these options shall become vested and fully exercisable on September 10, 2011.
- (2) Assuming continued employment and compliance with the terms and conditions of the Stock Option Agreement, these options shall become vested and fully exercisable in four equal installments beginning on September 10, 2010.
- (3) The original Form 3 is amended to remove unvested options that will vest only if performance targets are met. No other changes have been made to the original Form 3.

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.