

EMMIS COMMUNICATIONS CORP  
Form 8-K  
July 18, 2011

**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): July 13, 2011**

**EMMIS COMMUNICATIONS CORPORATION**  
(Exact name of registrant as specified in its charter)

**INDIANA**

(State or other Jurisdiction of  
Incorporation)

**0-23264**

(Commission File Number)

**35-1542018**

(IRS Employer Identification No.)

**ONE EMMIS PLAZA  
40 MONUMENT CIRCLE  
SUITE 700**

**INDIANAPOLIS, INDIANA**

(Address of Principal Executive Offices)

**46204**

(Zip Code)

Registrant's telephone number, including area code: **(317) 266-0100**

(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))



**ITEM 5.07. Submission of Matters to a Vote of Security Holders**

At the Annual Meeting of shareholders of Emmis Communications Corporation held on July 13, 2011, the following directors were elected, and the following additional proposal was voted upon and adopted:

**Election of Directors by Common Shareholders:**

<b>Director</b>	<b>Shareholder Votes</b>		<b>Broker</b>
	<b>For</b>	<b>Withheld</b>	<b>Non-Votes</b>
Richard A. Leventhal	56,793,010	6,959,376	14,291,853
Peter A. Lund*	9,667,811	6,857,735	14,291,853
Lawrence B. Sorrel	56,894,651	6,857,735	14,291,853

**Election of Directors by Preferred Shareholders:**

<b>Director</b>	<b>Shareholder Votes</b>		<b>Broker</b>
	<b>For</b>	<b>Withheld</b>	<b>Non-Votes</b>
David Gale	1,728,496	589,540	—
Joseph R. Siegelbaum	1,728,496	589,540	—

<b>Proposal</b>	<b>Shareholder Votes</b>			<b>Broker</b>
	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Non-Votes</b>
Proposal to ratify the selection of Ernst & Young LLP as Emmis Communications Corporation's independent registered public accountants for the fiscal year ending February 29, 2012	77,887,129	151,305	5,805	—

\* Mr. Lund was elected by the Class A common stock voting as a class.

2

2

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, thereunto duly authorized.

EMMIS COMMUNICATIONS CORPORATION

Date: July 18, 2011

By: /s/ J. Scott Enright

J. Scott Enright, Executive Vice President,  
General Counsel and Secretary

3

3