

LAMAR MEDIA CORP/DE  
Form 8-K  
October 26, 2012

**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): October 25, 2012**

**LAMAR ADVERTISING COMPANY**

**LAMAR MEDIA CORP.**

*(Exact name of registrants as specified in their charters)*

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**Delaware**  
**Delaware**  
*(States or other jurisdictions  
of incorporation)*

**0-30242**  
**1-12407**  
*(Commission File  
Numbers)*

**72-1449411**  
**72-1205791**  
*(IRS Employer  
Identification Nos.)*

**5321 Corporate Boulevard, Baton Rouge, Louisiana 70808**

*(Address of principal executive offices and zip code)*

**(225) 926-1000**

*(Registrants telephone number, including area code)*

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 8.01. Other Events.**

On October 25, 2012, Lamar Advertising Company issued a press release announcing that its wholly owned subsidiary, Lamar Media Corp., has agreed to sell \$535 million in aggregate principal amount of 5.00% Senior Subordinated Notes due 2023 through an institutional private placement (the Notes Offering ). Subject to customary closing conditions, the closing of the Notes Offering is expected on or about October 30, 2012. The press release is attached hereto as Exhibit 99.1 and incorporated by reference herein in accordance with Rule 135c of the Securities Act of 1933, as amended.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release of Lamar Advertising Company dated October 25, 2012.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

Date: October 25, 2012

**LAMAR ADVERTISING COMPANY**

By: /s/ Keith A. Istre  
Keith A. Istre  
Treasurer and Chief Financial Officer

Date: October 25, 2012

**LAMAR MEDIA CORP.**

By: /s/ Keith A. Istre  
Keith A. Istre  
Treasurer and Chief Financial Officer

**EXHIBIT INDEX**

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