

COX RADIO, INC.

Code of Ethics for Senior Financial Officers

Introduction.

This Code of Ethics for Senior Financial Officers has been adopted by the Board of Directors of Cox Radio, Inc. to promote honest and ethical conduct, proper disclosure of financial information in the Corporation's periodic reports, and compliance with applicable laws, rules, and regulations by the Corporation's senior officers who have financial responsibilities.

Applicability.

As used in this Code, the term Senior Financial Officer means the Corporation's Chief Executive Officer, Chief Financial Officer, Controller, and principal accounting officer.

Principles and Practices.

In performing his or her duties, each of the Senior Financial Officers must:

- (1) maintain high standards of honest and ethical conduct and avoid any actual or apparent conflict of interest between personal and professional relationships;
- (2) provide, or cause to be provided, full, fair, accurate, timely, and understandable disclosure in reports and documents that the Corporation files with or submits to the Securities and Exchange Commission and in other public communications;
- (3) comply and take all reasonable actions to cause others to comply with applicable governmental laws, rules, and regulations; and
- (4) promptly report violations of this Code to the Audit Committee.

Waiver.

Any request for a waiver of any provision of this Code must be in writing and addressed to the Audit Committee. Any waiver of this Code will be disclosed in accordance with any applicable filing requirement on Form 8-K or any other means approved by the Securities and Exchange Commission.

Compliance and Accountability.

Any allegations of a violation of this Code should be reported promptly to the Audit Committee, and the Audit Committee will review reports of the investigation of such allegations. The Audit Committee will report material violations to the Board of Directors, and recommend to the Board appropriate action.