

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K
CURRENT REPORTPursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934Date of Report (Date of earliest event reported):
AUGUST 5, 1999LAMAR ADVERTISING COMPANY
(Exact name of registrant as specified in its charter)

DELAWARE	0-20833	72-1449411
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

5551 CORPORATE BOULEVARD, BATON ROUTE, LOUISIANA 70808
(Address of principal executive offices and zip code)(225) 926-1000
(Registrant's telephone number, including area code)

ITEM 5. OTHER EVENTS.

Lamar Advertising Company has agreed to sell \$250,000,000 of convertible notes in an underwritten public offering. Filed herewith as Exhibit 99.1 is a copy of a press release that was issued today describing the sale.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits.

99.1 Press release issued by the registrant on August 5, 1999.

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.

Date: August 5, 1999

LAMAR ADVERTISING COMPANY

By: /s/ KEVIN P. REILLY, JR.

Kevin P. Reilly, Jr.
President and Chief Executive Officer

INDEX TO EXHIBITS

EXHIBIT
NUMBER
-----DESCRIPTION

99.1 Press release issued by the registrant on August 5, 1999.

Lamar Announces \$250 Million
Convertible Notes Offering

BATON ROUGE, La - (BUSINESS WIRE) --- August 5, 1999 --- Lamar Advertising Company (NASDAQ: LAMR) announced that it has agreed to sell \$250,000,000 of Convertible Notes through Goldman Sachs & Co., Deutsche Banc Alex. Brown, Morgan Stanley Dean Witter and Salomon Smith Barney as underwriters. The Convertible Notes will bear interest at the rate of 5.25% per annum and will be convertible into shares of Lamar Advertising's Class A common stock at a conversion price of \$46.25 per share. The proceeds of the Convertible Notes will be used to pay existing bank debt. The sale of the Convertible Notes is expected to be completed on August 10, 1999.

Lamar Advertising is a leading outdoor advertising company currently operating 107 outdoor advertising companies in 36 states, logo sign contracts in 20 states and the Province of Ontario, Canada and 23 transit advertising operations in nine states.

CONTACT: Lamar Advertising Company, Baton Rouge
Keith Istre, 225/926-1000