Cavanagh Brendan Thomas Form 4

March 06, 2012

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

burden hours per

response...

5. Relationship of Reporting Person(s) to

22,306

D

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005 Estimated average

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

Stock Class A

Stock

Common

03/04/2012

(Print or Type Responses)

1. Name and Address of Reporting Person \*

	rendan Thomas	Symbol	OMMUN			C	Issuer (Che	ck all applicable		
CORPORA	(First) (M OMMUNICATIO TION, 5900 BRO RKWAY NW	(Month/I DNS 03/04/2	3. Date of Earliest Transaction (Month/Day/Year) 03/04/2012				Director 10% Owner X Officer (give title Other (specify below) Senior Vice President & CFO			
	(Street)	4. If Am	endment, Da	te Origina	1		6. Individual or	Joint/Group Fili	ng(Check	
Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person					
BOCA RAT						Form filed by More than One Reporting Person				
(City)	(State) (	(Zip) Tab	le I - Non-D	erivative	Secur	ities Acc	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securities Acquired saction(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Class A			Code V	Amount	(D)	Price				
Common Stock	03/04/2012		M	1,621	A	(1)	21,816	D		
Class A Common	03/04/2012		M	1,702	A	<u>(2)</u>	23,518	D		

1,212

F

#### Edgar Filing: Cavanagh Brendan Thomas - Form 4

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired Disposed (Instr. 3,	re s (A) or of (D)	Expiration Date		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Stock Options (Right to Buy)	\$ 8.56						<u>(4)</u>	02/01/2015	Class A Common Stock	4,47
Stock Options (Right to Buy)	\$ 19.1						<u>(4)</u>	01/19/2016	Class A Common Stock	35,00
Stock Options (Right to Buy)	\$ 28.54						<u>(4)</u>	02/26/2014	Class A Common Stock	35,00
Stock Options (Right to Buy)	\$ 32.39						<u>(4)</u>	02/28/2015	Class A Common Stock	40,00
Stock Options (Right to Buy)	\$ 19.68						<u>(5)</u>	03/05/2016	Class A Common Stock	61,62
Stock Options (Right to Buy)	\$ 35.71						<u>(6)</u>	03/04/2017	Class A Common Stock	28,40
Restricted Stock Units	(7)	03/04/2012		M		1,621	(8)	<u>(8)</u>	Class A Common Stock	1,62
Stock Options	\$ 42.15						<u>(9)</u>	03/04/2018	Class A Common	29,59

#### Edgar Filing: Cavanagh Brendan Thomas - Form 4

(Right to Buy)							Stock	
Restricted Stock Units	(7)	03/04/2012	M	1,702	(10)	(10)	Class A Common Stock	1,70
Stock Options (Right to Buy)	\$ 47.52	03/06/2012	A	31,103	<u>(11)</u>	03/06/2019	Class A Common Stock	31,10
Restricted Stock Units	<u>(7)</u>	03/06/2012	A	6,878	(12)	(12)	Class A Common Stock	6,87

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Cavanagh Brendan Thomas C/O SBA COMMUNICATIONS CORPORATION 5900 BROKEN SOUND PARKWAY NW BOCA RATON, FL 33487

Senior Vice President & CFO

## **Signatures**

/s/ Joshua M. Koenig, Attorney-in-Fact 03/06/2012

\*\*Signature of Reporting Person Date

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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) On March 4, 2012, 1,621 of the Reporting Person's restricted stock units were settled for an equal number of shares of Class A Common Stock.
- (2) On March 4, 2012, 1,702 of the Reporting Person's restricted stock units were settled for an equal number of shares of Class A Common Stock.
- (3) Shares withheld for payment of tax liability.
- (4) These options are immediately exercisable.
- (5) These options vest in accordance with the following schedule: 15,407 vest on each of the first through fourth anniversaries of the grant date (March 5, 2009).
- These options vest in accordance with the following schedule: 7,102 vest on each of the first through the third anniversaries of the grant date and 7,103 vest on the fourth anniversary of the grant date (March 4, 2010).
- (7) Each restricted stock unit represents a contingent right to receive one share of Class A Common Stock.
- (8) These restricted stock units vest in accordance with the following schedule: 1,621 vest on each of the first through fourth anniversaries of the grant date (March 4, 2010).
- (9) These options vest in accordance with the following schedule: 7,398 vest on each of the first through third anniversaries of the grant date and 7,399 vest on the fourth anniversary of the grant date (March 4, 2011).

Reporting Owners 3

#### Edgar Filing: Cavanagh Brendan Thomas - Form 4

- (10) These restricted stock units vest in accordance with the following schedule: 1,702 vest on each of the first and third anniversary of the grant date and 1,703 vest on each of the second and fourth anniversary of the grant date (March 4, 2011).
- (11) These options vest in accordance with the following schedule: 7,775 vest on the first anniversary of the grant date and 7,776 vest on each of the second through fourth anniversaries of the grant date (March 6, 2012).
- (12) These restricted stock units vest in accordance with the following schedule: 1,719 vest on each of the first and third anniversary of the grant date and 1,720 vest on each of the second and fourth anniversary of the grant date (March 6, 2012).

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.