#### **COCROFT DUNCAN**

Form 4 May 03, 2019

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL OMB** 

Number:

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obligations

Check this box

**SECURITIES** 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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* **COCROFT DUNCAN** 

2. Issuer Name and Ticker or Trading

Symbol

Issuer

(Check all applicable)

5. Relationship of Reporting Person(s) to

SBA COMMUNICATIONS CORP

[SBAC]

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

\_X\_\_ Director Officer (give title

10% Owner \_ Other (specify

05/01/2019

C/O SBA COMMUNICATIONS CORPORATION, 8051 CONGRESS

05/01/2019

**AVENUE** 

Common

Stock

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

76,037

203.73

D

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

BOCA RATON, FL 33487

(City)	(State)	(Zıp) Tabl	le I - Non-I	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	ed of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	05/01/2019		M	269	A	<u>(1)</u>	76,011	D	
Class A Common Stock	05/01/2019		M	200	A	(2)	76,211	D	
Class A						\$			

174 (3) D

F

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

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SEC 1474 (9-02)

8. For Section (Institute 1)

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. Transac Code (Instr. 8	nsactionof le Derivative		6. Date Exer Expiration D (Month/Day	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 79.67							<u>(4)</u>	05/09/2020	Class A Common Stock	1,999
Stock Options (Right to Buy)	\$ 96.8							<u>(4)</u>	05/08/2021	Class A Common Stock	2,202
Stock Options (Right to Buy)	\$ 113.55							<u>(4)</u>	05/21/2022	Class A Common Stock	1,899
Stock Options (Right to Buy)	\$ 100							<u>(5)</u>	05/13/2023	Class A Common Stock	2,308
Restricted Stock Units	<u>(6)</u>							<u>(7)</u>	<u>(7)</u>	Class A Common Stock	303
Stock Options (Right to Buy)	\$ 132							<u>(8)</u>	05/18/2024	Class A Common Stock	1,977
Restricted Stock	<u>(6)</u>	05/01/2019		M			269	<u>(9)</u>	<u>(9)</u>	Class A Common	269

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Units							Stock	
Stock Options (Right to Buy)	\$ 157.51				(10)	05/17/2025	Class A Common Stock	1,411
Restricted Stock Units	<u>(6)</u>	05/01/2019	M	200	(11)	(11)	Class A Common Stock	200

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

COCROFT DUNCAN C/O SBA COMMUNICATIONS CORPORATION 8051 CONGRESS AVENUE BOCA RATON, FL 33487



## **Signatures**

/s/ Thomas P. Hunt, Attorney-in-Fact 05/03/2019

\*\*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 May 1, 2019, 269 of the Reporting Person's restricted stock units were settled for an equal number of Class A Common Stock.
- (2) On May 1, 2019, 200 of the Reporting Person's restricted stock units were settled for an equal number of Class A Common Stock.
- (3) Shares withheld for tax liability.
- (4) These options are exercisable immediately.
- These options vest in accordance with the following schedule: 769 vest on the earlier of May 13, 2017 or the day immediately prior to the 2017 annual meeting of shareholders; 769 vest on the earlier of May 13, 2018 or the day immediately prior to the 2018 annual meeting of shareholders; and 770 vest on the earlier of May 13, 2019 or the day immediately prior to the 2019 annual meeting of shareholders.
- (6) Each restricted stock unit represents a contingent right to receive one share of Class A Common Stock.
- These restricted stock units vest in accordance with the following schedule: 302 vest on the earlier of May 13, 2017 or the day immediately prior to the 2017 annual meeting of shareholders; 302 vest on the earlier of May 13, 2018 or the day immediately prior to the 2018 annual meeting of shareholders; and 303 vest on the earlier of May 13, 2019 or the day immediately prior to the 2019 annual meeting of shareholders.
- (8) These options vest in accordance with the following schedule: 658 vest on May 1, 2018; 659 vest on May 1, 2019; and 660 vest on May 1, 2020
- (9) These restricted stock units vest in accordance with the following schedule: 268 vest on May 1, 2018; 269 vest on May 1, 2019; and 270 vest on May 1, 2020.
- (10) These options vest in accordance with the following schedule: 470 vest on May 1, 2019; 470 vest on May 1, 2020; and 471 vest on May 1, 2021.

**(11)** 

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These restricted stock units vest in accordance with the following schedule: 200 vest on May 1, 2019; 201 vest on May 1, 2020; and 201 vest on May 1, 2021.

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