

AMERICAN TOWER CORP /MA/
Form 4
March 17, 2017

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF 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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Lara Gustavo

2. Issuer Name and Ticker or Trading Symbol
AMERICAN TOWER CORP /MA/
[AMT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
116 HUNTINGTON AVENUE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/15/2017

Director 10% Owner
 Officer (give title below) Other (specify below)

BOSTON, MA 02116

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/15/2017		M		3,653	A	\$ 50.78
Common Stock	03/15/2017		M		3,590	A	\$ 62
Common Stock	03/15/2017		M		3,239	A	\$ 76.9
Common Stock	03/15/2017		M		5,054	A	\$ 81.18
Common Stock	03/15/2017		M		4,971	A	\$ 94.57
							18,117
							21,707
							24,946
							30,000
							34,971

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Common Stock	03/15/2017	<u>S</u> ⁽¹⁾	20,507	D	\$ 116 <u>(2)</u>	14,464	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock ⁽³⁾	\$ 50.78	03/15/2017		M	3,653	03/10/2011 03/10/2021	Common Stock	3,653	
Option to Purchase Common Stock ⁽³⁾	\$ 62	03/15/2017		M	3,590	03/12/2012 03/12/2022	Common Stock	3,590	
Option to Purchase Common Stock ⁽³⁾	\$ 76.9	03/15/2017		M	3,239	03/11/2013 03/11/2023	Common Stock	3,239	
Option to Purchase Common Stock ⁽³⁾	\$ 81.18	03/15/2017		M	5,054	03/10/2014 03/10/2024	Common Stock	5,054	
Option to Purchase Common Stock ⁽³⁾	\$ 94.57	03/15/2017		M	4,971	03/10/2015 03/10/2025	Common Stock	4,971	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lara Gustavo 116 HUNTINGTON AVENUE BOSTON, MA 02116	X			

Signatures

/s/ Mneesha O. Nahata, as attorney-in-fact	03/17/2017
**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) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on October 30, 2016.
- (2) Represents the weighted average price of shares sold in multiple same-day transactions at prices ranging from \$116.00 to \$116.01 per share.
- (3) This option was granted pursuant to the 2007 Equity Incentive Plan, as amended.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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