SBA COMMUNICATIONS CORP

Form 4

March 07, 2017

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

10% Owner

Form filed by More than One Reporting

Other (specify

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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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SILBERSTEIN JASON V Issuer Symbol SBA COMMUNICATIONS CORP (Check all applicable) [SBAC] (Last) (First) (Middle) 3. Date of Earliest Transaction Director X_ Officer (give title (Month/Day/Year) below) C/O SBA COMMUNICATIONS 03/04/2017 EVP - Site Leasing CORPORATION, 8051 CONGRESS **AVENUE** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person

BOCA RATON, FL 33487

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 7. Nature of Transaction(A) or Disposed of (D) Indirect Security (Month/Day/Year) Execution Date, if Securities Ownership (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial (Month/Day/Year) (Instr. 8) Owned (D) or Ownership Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Class A Common 03/04/2017 M 1,439 Α (1) 11,412 D Stock Class A Common 03/04/2017 F 394 (2) D 11,018 D Stock Class A Common 03/05/2017 M 1,175 (3) 12,193 D Α Stock

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Class A Common Stock	03/05/2017	F	322 (2)	D	\$ 114.98	11,871	D
Class A Common Stock	03/06/2017	M	1,367	A	<u>(4)</u>	13,238	D
Class A Common Stock	03/06/2017	M	1,301	A	<u>(5)</u>	14,539	D
Class A Common Stock	03/06/2017	F	747 (2)	D	\$ 114.98	13,792	D

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

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SEC 1474

(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 orDerivative Securities Acquired Disposed (Instr. 3,	(A) or of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		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)	\$ 72.99						<u>(6)</u>	03/06/2020	Class A Common Stock	10,43
Restricted Stock Units	<u>(7)</u>	03/06/2017		M		1,367	<u>(8)</u>	(8)	Class A Common Stock	1,36
Stock Options (Right to Buy)	\$ 95.53						<u>(9)</u>	03/06/2021	Class A Common Stock	51,32
Restricted Stock Units	<u>(7)</u>	03/06/2017		M		1,301	(10)	(10)	Class A Common Stock	1,30
Stock	\$ 124.59						(11)	03/05/2022	Class A	46,9

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Options (Right to Buy)							Common Stock	
Restricted Stock Units	(7)	03/05/2017	M	1,175	<u>(12)</u>	(12)	Class A Common Stock	1,17
Stock Options (Right to Buy)	\$ 96.58				<u>(13)</u>	03/04/2023	Class A Common Stock	58,9
Restricted Stock Units	<u>(7)</u>	03/04/2017	M	1,439	(14)	(14)	Class A Common Stock	1,43
Stock Options (Right to Buy)	\$ 115.17	03/06/2017	A	50,262	<u>(15)</u>	03/06/2024	Class A Common Stock	50,20
Restricted Stock Units	(7)	03/06/2017	A	5,159	(16)	(16)	Class A Common Stock	5,15

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner Officer	Other			

SILBERSTEIN JASON V C/O SBA COMMUNICATIONS CORPORATION 8051 CONGRESS AVENUE BOCA RATON, FL 33487

EVP - Site Leasing

Signatures

/s/ Thomas P. Hunt,
Attorney-in-Fact
03/07/2017

**Signature of Reporting Person

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).

Date

- (1) On March 4, 2017, 1,439 of the Reporting Person's restricted stock units were settled for an equal number of shares of Class A Common Stock.
- (2) Shares withheld for payment of tax liability.
- On March 5, 2017, 1,175 of the Reporting Person's restricted stock units were settled for an equal number of shares of Class A Common Stock
- (4) On March 6, 2017, 1,367 of the Reporting Person's restricted stock units were settled for an equal number of shares of Class A Common Stock.

Reporting Owners 3

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- On March 6, 2017, 1301 of the Reporting Person's restricted stock units were settled for an equal number of shares of Class A Common Stock.
- (6) These options are immediately exercisable.
- (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: 1,366 vest on the first anniversary of the grant date and 1,367 vest on each of the second through fourth anniversaries of the grant date (March 6, 2013).
- (9) These options vest in accordance with the following schedule: 12,830 vest on each of the first and the third anniversary of the grant date and 12,831 vest on each of the second and the fourth anniversary of the grant date (March 6, 2014).
- (10) These restricted stock units vest in accordance with the following schedule: 1,301 vest on each of the first and the third anniversary of the grant date and 1,302 vest on each of the second and the fourth anniversary of the grant date (March 6, 2014).
- (11) These options vest in accordance with the following schedule: 11,741 vest on each of the first through third anniversaries of the grant date and 11,742 vest on the fourth anniversary of the grant date (March 5, 2015).
- (12) These restricted stock units vest in accordance with the following schedule: 1,175 vest on each of the first through third anniversaries of the grant date and 1,176 vest on the fourth anniversary of the grant date (March 5, 2015).
- (13) These options vest in accordance with the following schedule: 14,729 vest on each of the first and the third anniversary of the grant date and 14,730 vest on each of the second and the fourth anniversary of the grant date (March 4, 2016).
- These restricted stock units vest in accordance with the following schedule: 1,439 vest on the first anniversary of the grant date and 1,440 vest on each of the second through fourth anniversaries of the grant date (March 4, 2016).
- (15) These options vest in accordance with the following schedule: 12,565 vest on each of the first and the second anniversary of the grant date and 12,566 vest on each of the third and the fourth anniversary of the grant date (March 6, 2017).
- (16) These restricted stock units vest in accordance with the following schedule: 1,289 vest on the first anniversary of the grant date and 1,290 vest on each of the second through fourth anniversaries of the grant date (March 6, 2017).

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.