

CROWN CASTLE INTERNATIONAL CORP

Form 8-K

March 03, 2006

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF

THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): March 1, 2006

Crown Castle International Corp.

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-16441
(Commission File Number)

76-0470458
(IRS Employer

Identification Number)

510 Bering Drive

Suite 600

Houston, TX 77057

(Address of Principal Executive Office)

Registrant's telephone number, including area code: (713) 570-3000

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 2.03 - CREATION OF A DIRECT FINANCIAL OBLIGATION OR AN OBLIGATION UNDER AN OFF-BALANCE SHEET ARRANGEMENT OF A REGISTRANT

On March 1, 2006, Crown Castle International Corp. (Company) entered into three forward-starting interest rate swap agreements, with notional amounts equal to \$1,000 million, \$625 million, and \$275 million, respectively, to hedge the variability of future interest rates in anticipation of the refinancing of \$1.9 billion of Tower Revenue Notes by a subsidiary of the Company, which is expected to occur on or before June 15, 2010. Under the swap agreements, the Company has agreed to pay fixed interest rates of 5.182%, 5.181% and 5.179%, respectively, with a weighted average interest rate of approximately 5.18%, beginning on or before June 15, 2010 through June 15, 2015, in exchange for receiving floating payments based on three-month LIBOR on the same \$1.9 billion notional amount for the same five-year period. The swap agreements will be cash settled, in accordance with its terms, on or before June 15, 2010.

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.

CROWN CASTLE INTERNATIONAL CORP.

By: /s/ E. Blake Hawk
Name: E. Blake Hawk
Title: Executive Vice President and General Counsel

Date: March 2, 2006