Edgar Filing: AMERICAN TOWER CORP /MA/ - Form 4

AMERICAN TOWER CORP /MA/ Form 4 September 14, 2005 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations 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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading CLARK STEPHEN H /NC/ Issuer Symbol AMERICAN TOWER CORP /MA/ (Check all applicable) [AMT] 3. Date of Earliest Transaction X_ Director (Last) (First) (Middle) 10% Owner Other (specify Officer (give title (Month/Day/Year) below) below) **116 HUNTINGTON AVE** 09/12/2005 (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 _ Form filed by More than One Reporting BOSTON, MA 02116 Person (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 3. 6. Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial any (Month/Day/Year) (Instr. 8) Owned (D) or Ownership Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Class A $S^{(1)}$ Common 8,100 D 108,200 D 09/13/2005 24.84 Stock Class A Common S⁽¹⁾ 6.300 D 101.900 D 09/13/2005 24 85 Stock Class A Common S⁽¹⁾ 1,900 D D 09/13/2005 100,000 24 86 Stock Class A S⁽¹⁾ D \$ D 09/13/2005 5.000 95.000 Common 24.88

Stock

Class A Common Stock	09/13/2005	S <u>(1)</u>	26,200	D	\$ 24.89	68,800	D
Class A Common Stock	09/13/2005	S <u>(1)</u>	17,100	D	\$ 24.9	51,700	D
Class A Common Stock	09/13/2005	S <u>(1)</u>	200	D	\$ 24.91	51,500	D
Class A Common Stock	09/13/2005	S <u>(1)</u>	10,000	D	\$ 24.94	41,500	D
Class A Common Stock	09/13/2005	S <u>(1)</u>	19,400	D	\$ 24.95	22,100	D
Class A Common Stock	09/13/2005	S <u>(1)</u>	2,100	D	\$ 24.96	20,000	D
Class A Common Stock	09/13/2005	S <u>(1)</u>	10,000	D	\$ 24.97	10,000	D
Class A Common Stock	09/13/2005	S <u>(1)</u>	10,000	D	\$ 25	0	D

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

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

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Da	ate	Amount of	Derivative	Deriv
Security	or Exercise	-	any	Code	of	(Month/Day/	Year)	Underlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securities	(Instr. 5)	Bene
. ,	Derivative		, , ,	. ,	Securities	5		(Instr. 3 and 4)		Owne
	Security				Acquired					Follo
	•				(A) or					Repo
					Disposed					Trans
					of (D)					(Instr
					(Instr. 3,					
					4, and 5)					
						_				
				Code V	(A) (D)	Date	1	Title Amount		
						Exercisable	Date	or		

Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CLARK STEPHEN H /NC/ 116 HUNTINGTON AVE BOSTON, MA 02116	Х						
Signatures							
/s/ Nathaniel B. Sisitsky, as attorney-in-fact	09/14/2005						
**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 option exercise and sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on October 10, 2003, as amended August 4, 2005.

Remarks:

This is the second of two (2 of 2) Forms 4 being filed by the reporting person on the same date (09/14/05).

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.