

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

AMERICAN TOWER CORP /MA/
Form 4
September 11, 2001

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/ OMB APPROVAL /
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| FORM 4 |
+-----+

U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

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
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(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*

Gearon, Jr. J. Michael

(Last) (First) (Middle)

116 Huntington Avenue

(Street)

Boston Massachusetts 02116

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

American Tower Corporation (NYSE: AMT)

3. I.R.S. Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

September 2001

5. If Amendment, Date of Original (Month/Year)

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6. Relationship of Reporting Person to Issuer (Check all applicable)

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

President of American Tower International

7. 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. Trans-action Date (Month/Day/Year)	3. Trans-action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 a)		
			Code	V	Amount (A) or (D)		Price	
Class A Common Stock (1)	9/10/01	P			5,000	A	\$11.02	
Class A Common Stock (1)	9/10/01	P			5,000	A	\$11.07	733,743 (2)
								2,028,854 (2)
								40,000 (2)

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

* If this form is filed by more than one reporting person, see Instruction 4(b) (v).

(Over)
 SEC 1474 (3-99)

Table II--Derivative Securities Acquired, Disposed of, or Beneficially Owned

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(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)	4. Transaction Code (Instr. 8)
			Code V

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

6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 6)
Date Exercisable	Expiration Date		

Explanation of Responses:

- (1) This Form 4 is being filed to report Mr. Gearon's purchase of 10,000 shares of Class A Common Stock on the open market on September 10, 2001.
- (2) The information set forth in column 5, "Amount of Securities Beneficially

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Owned at End of Month" includes information, as of September 10, 2001, only with respect to Mr. Gearon's beneficial ownership of Class A Common Stock. It does not include information about Mr. Gearon's beneficial ownership of stock options to purchase Class A Common Stock because Mr. Gearon had no reportable transactions in such securities during the period for which this report is filed.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ J. Michael Gearon, Jr. September 10, 2001
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**Signature of Reporting Person Date

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

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