

AMERICAN TOWER CORP /MA/

Form 4

August 14, 2007

**FORM 4****UNITED STATES 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 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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
TAICLET JAMES D JR

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)  
08/13/2007

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chairman, President and CEO

BOSTON, MA 02116

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

(City) (State) (Zip)

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Class A<br>Common<br>Stock            | 08/13/2007                              |                                                             | M                                    | 22,193 A                                                                | \$ 3.6 30,193                                                                                                      | D                                                                    |                                                                   |
| Class A<br>Common<br>Stock            | 08/13/2007                              |                                                             | M                                    | 17,807 A                                                                | \$ 4.7 48,000                                                                                                      | D                                                                    |                                                                   |
| Class A<br>Common<br>Stock            | 08/13/2007                              |                                                             | S <sup>(1)</sup>                     | 100 D                                                                   | \$ 40.34 47,900                                                                                                    | D                                                                    |                                                                   |
| Class A<br>Common                     | 08/13/2007                              |                                                             | S <sup>(1)</sup>                     | 100 D                                                                   | \$ 40.35 47,800                                                                                                    | D                                                                    |                                                                   |

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|                            |            |                        |       |   |             |        |   |  |
|----------------------------|------------|------------------------|-------|---|-------------|--------|---|--|
| Stock                      |            |                        |       |   |             |        |   |  |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 200   | D | \$<br>40.37 | 47,600 | D |  |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 100   | D | \$<br>40.38 | 47,500 | D |  |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 500   | D | \$<br>40.39 | 47,000 | D |  |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 600   | D | \$ 40.4     | 46,400 | D |  |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 500   | D | \$<br>40.41 | 45,900 | D |  |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 700   | D | \$<br>40.42 | 45,200 | D |  |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 100   | D | \$<br>40.43 | 45,100 | D |  |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 400   | D | \$<br>40.44 | 44,700 | D |  |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 600   | D | \$<br>40.45 | 44,100 | D |  |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 1,200 | D | \$<br>40.46 | 42,900 | D |  |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 1,300 | D | \$<br>40.47 | 41,600 | D |  |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 2,700 | D | \$<br>40.48 | 38,900 | D |  |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 3,400 | D | \$<br>40.49 | 35,500 | D |  |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 600   | D | \$ 40.5     | 34,900 | D |  |

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|                            |            |                        |       |   |             |        |   |
|----------------------------|------------|------------------------|-------|---|-------------|--------|---|
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 800   | D | \$<br>40.51 | 34,100 | D |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 1,200 | D | \$<br>40.52 | 32,900 | D |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 100   | D | \$<br>40.53 | 32,800 | D |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 700   | D | \$<br>40.54 | 32,100 | D |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 200   | D | \$<br>40.55 | 31,900 | D |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 500   | D | \$<br>40.56 | 31,400 | D |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 200   | D | \$<br>40.57 | 31,200 | D |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 300   | D | \$<br>40.58 | 30,900 | D |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 1,400 | D | \$<br>40.59 | 29,500 | D |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 700   | D | \$ 40.6     | 28,800 | D |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 400   | D | \$<br>40.61 | 28,400 | D |
| Class A<br>Common<br>Stock | 08/13/2007 | <u>S<sup>(1)</sup></u> | 800   | D | \$<br>40.62 | 27,600 | 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)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of Shares |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|----------------------------------------|
| Option to<br>purchase<br>Class A<br>Common<br>Stock | \$ 3.6                                                                | 08/13/2007                              |                                                             | M                                       | 22,193                                                                                                       | <u>(2)</u> 12/09/2012                                          | Class A<br>Common<br>Stock                                          | 22,193                                 |
| Option to<br>purchase<br>Class A<br>Common<br>Stock | \$ 4.7                                                                | 08/13/2007                              |                                                             | M                                       | 17,807                                                                                                       | <u>(3)</u> 10/04/2012                                          | Class A<br>Common<br>Stock                                          | 17,807                                 |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                                   |       |
|-----------------------------------------------------------------|---------------|-----------|-----------------------------------|-------|
|                                                                 | Director      | 10% Owner | Officer                           | Other |
| TAICLET JAMES D JR<br>116 HUNTINGTON AVENUE<br>BOSTON, MA 02116 | X             |           | Chairman,<br>President and<br>CEO |       |

## Signatures

/s/ Nathaniel B. Sisitsky, as  
attorney-in-fact

08/14/2007

\_\_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.
- (2) This option was granted pursuant to the 1997 Stock Option Plan, as amended, and is exercisable in 25% cumulative annual increments beginning December 9, 2003.
- (3) This option was granted pursuant to the 1997 Stock Option Plan, as amended, and is exercisable in 25% cumulative annual increments beginning October 4, 2003.

### Remarks:

This Form 4 is the first of four being filed to report sales of an aggregate of 40,000 shares of Class A Common Stock on August 14, 2007.  
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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