

BAGWELL KURT L

Form 4

March 06, 2019

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BAGWELL KURT L

2. Issuer Name **and** Ticker or Trading
Symbol
SBA COMMUNICATIONS CORP
[SBAC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
03/04/2019

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
EVP; Pres. - International

C/O SBA COMMUNICATIONS
CORPORATION, 8051 CONGRESS
AVENUE

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

BOCA RATON, FL 33487

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Class A Common Stock	03/04/2019		M		1,975	A	<u>(1)</u>	62,453	D
Class A Common Stock	03/04/2019		F		778 <u>(2)</u>	D	\$ 182.11	61,675	D
Class A Common Stock	03/05/2019		M		1,613	A	<u>(3)</u>	63,288	D

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Class A Common Stock	03/05/2019	F	635 <u>(2)</u>	D	\$ 182.48	62,653	D	
Class A Common Stock	03/06/2019	M	1,759	A	<u>(4)</u>	64,412	D	
Class A Common Stock	03/06/2019	M	1,409	A	<u>(5)</u>	65,821	D	
Class A Common Stock	03/06/2019	F	1,248 <u>(2)</u>	D	\$ 182.1	64,573	D	
Class A Common Stock						39,220	I	By GRAT

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 124.59							<u>(6)</u>	03/05/2022	Class A Common Stock	16,100
Restricted Stock Units	<u>(7)</u>	03/05/2019		M		1,613		<u>(8)</u>	<u>(8)</u>	Class A Common Stock	1,613
Stock Options (Right to Buy)	\$ 96.58							<u>(9)</u>	03/04/2023	Class A Common Stock	40,400
Restricted	<u>(7)</u>	03/04/2019		M		1,975		<u>(10)</u>	<u>(10)</u>	Class A	1,975

Stock Units								Common Stock	
Stock Options (Right to Buy)	\$ 115.17				(11)	03/06/2024		Class A Common Stock	51,40
Restricted Stock Units	(7)	03/06/2019	M	1,759	(12)	(12)		Class A Common Stock	1,75
Stock Options (Right to Buy)	\$ 156.5				(13)	03/06/2025		Class A Common Stock	54,0
Restricted Stock Units	(7)	03/06/2019	M	1,409	(14)	(14)		Class A Common Stock	1,40
Stock Options (Right to Buy)	\$ 182.3	03/06/2019	A	58,781	(15)	03/06/2026		Class A Common Stock	58,7
Restricted Stock Units	(7)	03/06/2019	A	5,467	(16)	(16)		Class A Common Stock	5,46

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BAGWELL KURT L C/O SBA COMMUNICATIONS CORPORATION 8051 CONGRESS AVENUE BOCA RATON, FL 33487			EVP; Pres. - International	

Signatures

/s/ Thomas P. Hunt, 03/06/2019
Attorney-in-Fact

__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) On March 4, 2019, 1,975 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.
- (3)

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On March 5, 2019, 1,613 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, 2019, 1,759 of the Reporting Person's restricted stock units were settled for an equal number of shares of Class A Common Stock.
- (5) On March 6, 2019, 1,409 of the Reporting Person's restricted stock units were settled for an equal number of shares of Class A Common Stock.
- (6) These options vest in accordance with the following schedule: 16,108 vest on the first anniversary of the grant date and 16,109 vest on each of the second through fourth anniversaries of the grant date (March 5, 2015).
- (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: 1,612 vest on each of the first through third anniversaries of the grant date and 1,613 vest on the fourth anniversary of the grant date (March 5, 2015).
- (9) These options vest in accordance with the following schedule: 20,208 vest on each of the first through fourth anniversaries of the grant date (March 4, 2016).
- (10) These restricted stock units vest in accordance with the following schedule: 1,975 vest on each of the first through third anniversaries of the grant date and 1,976 vest on the fourth anniversary of the grant date (March 4, 2016).
- (11) These options vest in accordance with the following schedule: 17,135 vest on each of the first through fourth anniversaries of the grant date (March 6, 2017).
- (12) These restricted stock units vest in accordance with the following schedule: 1,758 vest on the first anniversary of the grant date and 1,759 vest on each of the second through fourth anniversaries of the grant date (March 6, 2017).
- (13) These options vest in accordance with the following schedule: 13,518 vest on each of the first and the third anniversaries of the grant date, and 13,519 vest on each of the second and the fourth anniversaries of the grant date (March 6, 2018).
- (14) These restricted stock units vest in accordance with the following schedule: 1,409 vest on each of the first through fourth anniversaries of the grant date (March 6, 2018).
- (15) These options vest in accordance with the following schedule: 14,695 vest on each of the first through third anniversaries of the grant date and 14,696 vest on the fourth anniversary of the grant date (March 6, 2019).
- (16) 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, 2019).

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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