

BAGWELL KURT L
Form 4
May 03, 2019

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(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)
05/02/2019

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify 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)
 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 or Price		
Class A Common Stock	05/02/2019		M		15,307 A \$ 124.59	72,880	D
Class A Common Stock	05/02/2019		M		20,208 A \$ 96.58	93,088	D
Class A Common Stock	05/02/2019		M		17,135 A \$ 115.17	110,223	D

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Class A Common Stock	05/02/2019	S	3,300	D	\$ 204.01 <u>(1)</u>	106,923	D	
Class A Common Stock	05/02/2019	S	49,350	D	\$ 205.02 <u>(2)</u>	57,573	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 of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Options (Right to Buy)	\$ 124.59	05/02/2019		M	15,307	<u>(3)</u> 03/05/2022	Class A Common Stock	15,307
Stock Options (Right to Buy)	\$ 96.58	05/02/2019		M	20,208	<u>(4)</u> 03/04/2023	Class A Common Stock	20,208
Restricted Stock Units	<u>(5)</u>					<u>(6)</u> <u>(6)</u>	Class A Common Stock	1,976
Stock Options (Right to Buy)	\$ 115.17	05/02/2019		M	17,135	<u>(7)</u> 03/06/2024	Class A Common Stock	17,135
Restricted Stock	<u>(5)</u>					<u>(8)</u> <u>(8)</u>	Class A Common	3,518

Units					Stock	
Stock Options (Right to Buy)	\$ 156.5		(9)	03/06/2025	Class A Common Stock	54,074
Restricted Stock Units	(5)		(10)	(10)	Class A Common Stock	4,227
Stock Options (Right to Buy)	\$ 182.3		(11)	03/06/2026	Class A Common Stock	58,781
Restricted Stock Units	(5)		(12)	(12)	Class A Common Stock	5,467

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, Attorney-in-Fact 05/03/2019

**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) Represents the weighted average price of the shares sold. The prices of the shares sold pursuant to the transactions ranged from \$204.00 to \$204.05 per share. The Reporting Person, upon request, will provide the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer full information regarding the number of shares sold at each separate price.
 - (2) Represents the weighted average price of the shares sold. The prices of the shares sold pursuant to the transactions ranged from \$205.00 to \$205.12 per share. The Reporting Person, upon request, will provide the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer full information regarding the number of shares sold at each separate price.
 - (3) These options are immediately exercisable.
 - (4) 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).
 - (5) Each restricted stock unit represents a contingent right to receive one share of Class A Common Stock.
 - (6) 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).

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- (7) 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).
- (8) 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).
- (9) 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).
- (10) 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).
- (11) 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).
- (12) 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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