

SHINDLER STEVEN M  
Form 4  
May 02, 2007

**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 \*  
SHINDLER STEVEN M

2. Issuer Name and Ticker or Trading Symbol  
NII HOLDINGS INC [NIHD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
10700 PARKRIDGE BLVD., SUITE 600

3. Date of Earliest Transaction (Month/Day/Year)  
04/30/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
CEO and Chairman of the Board

(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

RESTON, VA 20191

(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	(D)	Price
Common Stock	04/30/2007		S		700	D	\$ 78.31
Common Stock	04/30/2007		S		200	D	\$ 78.33
Common Stock	04/30/2007		S		600	D	\$ 78.34
Common Stock	04/30/2007		S		800	D	\$ 78.35
Common Stock	04/30/2007		S		300	D	\$ 78.36

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Common Stock	04/30/2007	S	100	D	\$ 78.37	298,680	D
Common Stock	04/30/2007	S	200	D	\$ 78.38	298,480	D
Common Stock	04/30/2007	S	100	D	\$ 78.42	298,380	D
Common Stock	04/30/2007	S	100	D	\$ 78.43	298,280	D
Common Stock	04/30/2007	S	200	D	\$ 78.46	298,080	D
Common Stock	04/30/2007	S	100	D	\$ 78.48	297,980	D
Common Stock	04/30/2007	S	200	D	\$ 78.49	297,780	D
Common Stock	04/30/2007	S	400	D	\$ 78.5	297,380	D
Common Stock	04/30/2007	S	100	D	\$ 78.51	297,280	D
Common Stock	04/30/2007	S	100	D	\$ 78.52	297,180	D
Common Stock	04/30/2007	S	100	D	\$ 78.53	297,080	D
Common Stock	04/30/2007	S	81,542	D	\$ 78	215,538	D
Common Stock	04/30/2007	S	99	D	\$ 78.02	215,439	D
Common Stock	04/30/2007	S	8,698	D	\$ 78.06	206,741	D
Common Stock	04/30/2007	S	116	D	\$ 78.08	206,625	D
Common Stock	04/30/2007	S	200	D	\$ 78.1	206,425	D
Common Stock	04/30/2007	S	4,939	D	\$ 78.12	201,486	D
Common Stock	04/30/2007	S	50	D	\$ 78.13	201,436	D
Common Stock	04/30/2007	S	26	D	\$ 78.14	201,410	D
Common Stock	04/30/2007	S	1,232	D	\$ 77.3248	200,178	D
	04/30/2007	S	10,000	D		190,178	D

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Common Stock					\$	77.4445	
Common Stock	04/30/2007	S	2,100	D	\$ 77.5	188,078	D
Common Stock	04/30/2007	S	358	D	\$ 77.52	187,720	D
Common Stock	04/30/2007	S	200	D	\$ 77.59	187,520	D
Common Stock	04/30/2007	S	100	D	\$ 77.6	187,420	D

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

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(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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHINDLER STEVEN M 10700 PARKRIDGE BLVD. SUITE 600 RESTON, VA 20191	X		CEO and Chairman of the Board	

## Signatures

Gary D. Begeman  
Attorney-in-Fact

05/02/2007

\_\_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).

### Remarks:

The amount of securities beneficially owned following reported transactions entered on column 5 of Table I, include:  
35,000 shares of restricted stock that vest April 26, 2009, and  
35,000 shares of restricted stock that vest April 26, 2010.

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