

BAGWELL KURT L
Form 4
June 29, 2018

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)
06/27/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Class A Common Stock	06/27/2018		M		9,123 A \$ 47.52	42,089	D
Class A Common Stock	06/27/2018		M		45,466 A \$ 72.99	87,555	D
Class A Common Stock	06/27/2018		M		1,684 A \$ 95.53	89,239	D

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Class A Common Stock	06/27/2018	S	56,273	D	\$ 165.05 (1)	32,966	D	
Class A Common Stock	06/28/2018	M	23,474	A	\$ 95.53	56,440	D	
Class A Common Stock	06/28/2018	S	23,474	D	\$ 165.03 (2)	32,966	D	
Class A Common Stock	06/29/2018	M	46,858	A	\$ 95.53	79,824	D	
Class A Common Stock	06/29/2018	S	46,858	D	\$ 165.08 (3)	32,966	D	
Class A Common Stock						68,502	I	By GRAT

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 47.52	06/27/2018		M	9,123	(4)	03/06/2019	Class A Common Stock	9,123
Stock Options (Right to Buy)	\$ 72.99	06/27/2018		M	45,466	(4)	03/06/2020	Class A Common Stock	45,466

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Stock Options (Right to Buy)	\$ 95.53	06/27/2018	M	1,684	<u>(4)</u>	03/06/2021	Class A Common Stock	1,684
Stock Options (Right to Buy)	\$ 95.53	06/28/2018	M	23,474	<u>(4)</u>	03/06/2021	Class A Common Stock	23,474
Stock Options (Right to Buy)	\$ 95.53	06/29/2018	M	46,858	<u>(4)</u>	03/06/2021	Class A Common Stock	46,858
Stock Options (Right to Buy)	\$ 124.59				<u>(5)</u>	03/05/2022	Class A Common Stock	64,435
Restricted Stock Units	<u>(6)</u>				<u>(7)</u>	<u>(7)</u>	Class A Common Stock	1,613
Stock Options (Right to Buy)	\$ 96.58				<u>(8)</u>	03/04/2023	Class A Common Stock	80,832
Restricted Stock Units	<u>(6)</u>				<u>(9)</u>	<u>(9)</u>	Class A Common Stock	3,951
Stock Options (Right to Buy)	\$ 115.17				<u>(10)</u>	03/06/2024	Class A Common Stock	68,540
Restricted Stock Units	<u>(6)</u>				<u>(11)</u>	<u>(11)</u>	Class A Common Stock	5,277
Stock Options (Right to Buy)	\$ 156.5				<u>(12)</u>	03/06/2025	Class A Common Stock	54,074
Restricted Stock Units	<u>(6)</u>				<u>(13)</u>	<u>(13)</u>	Class A Common Stock	5,636

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

06/29/2018

**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 \$165.00 to \$165.26 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 \$165.00 to \$165.07 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) Represents the weighted average price of the shares sold. The prices of the shares sold pursuant to the transactions ranged from \$165.00 to \$165.17 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.
- (4) These options are immediately exercisable.
- (5) 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).
- (6) Each restricted stock unit represents a contingent right to receive one share of Class A Common Stock.
- (7) 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).
- (8) 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).
- (9) 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).
- (10) 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).
- (11) 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).
- (12) 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).
- (13) 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.