#### METROPCS COMMUNICATIONS INC

Form 4 April 26, 2007

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

5. Relationship of Reporting Person(s) to

3235-0287

January 31, Expires:

2005

0.5

response...

Estimated average burden hours per

**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

2. Issuer Name and Ticker or Trading

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

| LINQUIST ROGER D                     |   |   | Symbol METROPCS COMMUNICATIONS INC [PCS] |   |                            |         | Issuer (Check all applicable)  |  |   |  |  |
|--------------------------------------|---|---|--|---|----------------------------|---------|--|--|---|--|--|
|                                      |   |   | /Day/Year)                               |   |                            |         |  | X Director 10% OwnerX Officer (give title Other (specify below)  President, CEO and Chairman |   |  |  |
|                                      | (Street)                                |   | nendment, Da<br>onth/Day/Year            | · ·                                       |                            |         | 6. Individual or Applicable Line) _X_ Form filed by  | One Reporting  | Person  |  |  |
| DALLAS,                              | TX 75231                                |   |  |   |                            |         | Form filed by Person   | More than One  | Reporting   |  |  |
| (City)                               | (State)                                 | (Zip) Ta  | ble I - Non-I                            | Derivative S                              | Securit                    | ies Acq | quired, Disposed   | of, or Benefic   | ially Owned   |  |  |
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | e 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | Code (Instr. 8)                          | 4. Securities of (A) or Disp (Instr. 3, 4 | oosed of<br>and 5)  (A) or | of (D)  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)                                     | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |  |  |
| Common                               | 0.4/2.4/2.00=                           |   | Code V                                   | Amount                                    | (D)                        | Price   | ,  | _  |   |  |  |
| Stock                                | 04/24/2007                              |   | S  | 122,847                                   | D                          | \$ 23   | 5,320,761  | D  |   |  |  |
| Common<br>Stock                      | 04/24/2007                              |   | S  | 270,000                                   | D                          | \$ 23   | 1,530,000 (1)  | I  | By partnership  |  |  |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exerc | cisable and | 7. Title  | and          | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|-----------|--------------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transactio | onNumber   | Expiration D  | ate         | Amoun     | t of         | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)       | Underly   | ying         | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |             | Securit   | ies          | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities |               |             | (Instr. 3 | 3 and 4)     |             | Own    |
|             | Security    |                     |                    |            | Acquired   |               |             |           |              |             | Follo  |
|             | •           |                     |                    |            | (A) or     |               |             |           |              |             | Repo   |
|             |             |                     |                    |            | Disposed   |               |             |           |              |             | Trans  |
|             |             |                     |                    |            | of (D)     |               |             |           |              |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |               |             |           |              |             |        |
|             |             |                     |                    |            | 4, and 5)  |               |             |           |              |             |        |
|             |             |                     |                    |            |            |               |             |           | A manuat     |             |        |
|             |             |                     |                    |            |            |               |             |           | Amount       |             |        |
|             |             |                     |                    |            |            | Date          | Expiration  |           | Or<br>Number |             |        |
|             |             |                     |                    |            |            | Exercisable   | Date        |           | Number       |             |        |
|             |             |                     |                    | C + V      | (A) (D)    |               |             |           | of           |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |               |             |           | Shares       |             |        |

# **Reporting Owners**

| Reporting Owner Name / Address   | Relationships |           |            |       |  |  |  |
|----------------------------------|---------------|-----------|------------|-------|--|--|--|
| <b>2</b>                         | Director      | 10% Owner | Officer    | Other |  |  |  |
| LINQUIST ROGER D                 |               |           | President, |       |  |  |  |
| 8144 WALNUT HILL LANE, SUITE 800 | X             |           | CEO and    |       |  |  |  |
| DALLAS, TX 75231                 |               |           | Chairman   |       |  |  |  |

## **Signatures**

/s/ Damien E. Falgoust, as Attorney in Fact for Roger D. Linquist

> \*\*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).

These shares are held directly by THCT Partners, LTD, a partnership in which the reporting person is a general partner. The reporting person disclaims beneficial ownership of such shares, except to the extent of his interest in such shares arising from his interest tin THSCT Partners, LTD.

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.

04/26/2007

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