

AMERICAN TOWER CORP /MA/

Form 4

November 15, 2005

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GEARON J MICHAEL JR

2. Issuer Name **and** Ticker or Trading  
Symbol  
AMERICAN TOWER CORP /MA/  
[AMT]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

116 HUNTINGTON AVENUE

(Street)

BOSTON, MA 02116

(City) (State) (Zip)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/11/2005

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

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Pres., American Tower Int'l.

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

**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	11/11/2005		S		1,600	D \$ 26.15	1,496,007	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005		S		3,300	D \$ 26.16	1,492,707	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005		S		15,100	D \$ 26.17	1,477,607	I	By partnership <u>(1)</u>
Class A Common	11/11/2005		S		6,500	D \$ 26.18	1,471,107	I	By partnership

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Stock								<u>(1)</u>
Class A Common Stock	11/11/2005	S	7,800	D	\$ 26.19	1,463,307	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005	S	52,400	D	\$ 26.2	1,410,907	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005	S	38,500	D	\$ 26.21	1,372,407	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005	S	11,000	D	\$ 26.22	1,361,407	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005	S	42,900	D	\$ 26.23	1,318,507	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005	S	44,700	D	\$ 26.24	1,273,807	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005	S	83,000	D	\$ 26.25	1,190,807	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005	S	6,200	D	\$ 26.27	1,184,607	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005	S	2,700	D	\$ 26.29	1,181,907	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005	S	4,300	D	\$ 26.3	1,177,607	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005	S	10,000	D	\$ 26.33	1,167,607	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005	S	10,000	D	\$ 26.34	1,157,607	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005	S	67,400	D	\$ 26.35	1,090,207	I	By partnership <u>(1)</u>
Class A Common Stock	11/11/2005	S	70,900	D	\$ 26.36	1,019,307	I	By partnership <u>(1)</u>

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Class A Common Stock	11/11/2005	S	18,300	D	\$ 26.37	1,001,007	I	By partnership (1)
Class A Common Stock	11/11/2005	S	28,500	D	\$ 26.38	972,507	I	By partnership (1)
Class A Common Stock	11/11/2005	S	9,400	D	\$ 26.39	963,107	I	By partnership (1)
Class A Common Stock	11/11/2005	S	260,500	D	\$ 26.4	702,607	I	By partnership (1)
Class A Common Stock	11/11/2005	S	13,000	D	\$ 26.41	689,607	I	By partnership (1)
Class A Common Stock	11/11/2005	S	23,100	D	\$ 26.42	666,507	I	By partnership (1)
Class A Common Stock	11/11/2005	S	27,400	D	\$ 26.43	639,107	I	By partnership (1)
Class A Common Stock	11/11/2005	S	7,300	D	\$ 26.44	631,807	I	By partnership (1)
Class A Common Stock	11/11/2005	S	13,900	D	\$ 26.45	617,907	I	By partnership (1)
Class A Common Stock	11/11/2005	S	300	D	\$ 26.46	617,607	I	By partnership (1)
Class A Common Stock	11/11/2005	S	10,000	D	\$ 26.47	607,607	I	By partnership (1)
Class A Common Stock	11/14/2005	S	66,800	D	\$ 26.1	540,807	I	By partnership (1)

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)

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

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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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				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
GEARON J MICHAEL JR 116 HUNTINGTON AVENUE BOSTON, MA 02116	Pres., American Tower Int'l.

## Signatures

/s/ Nathaniel B.  
Sisitsky 11/15/2005

\_\_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) Shares of Class A Common Stock held by JMG Partners L.P.

### Remarks:

This is the first of two (1 of 2) Forms 4 being filed by the reporting person on the same date (11/15/05).

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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