

AMERICAN TOWER CORP /MA/

Form 4

December 03, 2007

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Lara Gustavo

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)

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

12/03/2007

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify
below)

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

BOSTON, MA 02116

(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	(A) or (D)	Price			
Class A Common Stock	12/03/2007		M		20,000	A	\$ 17.83	22,100	D	
Class A Common Stock	12/03/2007		<u>S⁽¹⁾</u>		3,600	D	\$ 45.22	18,500	D	
Class A Common Stock	12/03/2007		<u>S⁽¹⁾</u>		1,100	D	\$ 45.24	17,400	D	
Class A Common	12/03/2007		<u>S⁽¹⁾</u>		200	D	\$ 45.25	17,200	D	

Stock

Class A Common Stock	12/03/2007	S ⁽¹⁾	100	D	\$ 45.26	17,100	D
Class A Common Stock	12/03/2007	S ⁽¹⁾	200	D	\$ 45.27	16,900	D
Class A Common Stock	12/03/2007	S ⁽¹⁾	1,301	D	\$ 45.29	15,599	D
Class A Common Stock	12/03/2007	S ⁽¹⁾	3,700	D	\$ 45.3	11,899	D
Class A Common Stock	12/03/2007	S ⁽¹⁾	1,200	D	\$ 45.31	10,699	D
Class A Common Stock	12/03/2007	S ⁽¹⁾	1,600	D	\$ 45.32	9,099	D
Class A Common Stock	12/03/2007	S ⁽¹⁾	5,099	D	\$ 45.33	4,000	D
Class A Common Stock	12/03/2007	S ⁽¹⁾	1,900	D	\$ 45.34	2,100	D

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.

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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

Option to Purchase Class A Common Stock ⁽²⁾

\$ 17.83

12/03/2007

M

20,000

02/03/2005

02/03/2015

Class A
Common
Stock

20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lara Gustavo 116 HUNTINGTON AVENUE BOSTON, MA 02116	X			

Signatures

/s/ Nathaniel B. Sisitsky, as
attorney-in-fact

12/03/2007

****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).
- (1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (2) This option was granted pursuant to the 1997 Stock Option Plan, as amended.

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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