SEC Form 4

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

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	Iress of Reporting F		2. Issuer Name and Ticker or Trading Symbol <u>AMERICAN TOWER CORP /MA/</u> [AMT]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>TAICLET JAMES D JR</u>				X	Director	10% Owner			
(Last) (First) (Middle) 116 HUNTINGTON AVENUE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	x	Officer (give title below)	Other (specify below)			
			11/13/2017		Chairman, President and CEO				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Fili	ng (Check Applicable			
BOSTON	MA	02116		X	Form filed by One Re	porting Person			
(City)	(State)	(Zip)			Form filed by More th Person	an One Reporting			

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)		Transaction Disposed Of (D) (Instr. 3, 4 and 5) Code (Instr.			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	11/13/2017		М		34,000	A	\$43.11	304,707	D	
Common Stock	11/13/2017		S ⁽¹⁾		4,600	D	\$150.45 ⁽²⁾	300,107	D	
Common Stock	11/13/2017		S ⁽¹⁾		28,185	D	\$151.29 ⁽³⁾	271,922	D	
Common Stock	11/13/2017		S ⁽¹⁾		1,215	D	\$151.88 ⁽⁴⁾	270,707	D	
Common Stock			1					1,420	I	By children ⁽⁵⁾
Common Stock								59,817	Ι	By GRAT

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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option to Purchase Common Stock	\$43.11	11/13/2017		М			34,000	(6)	03/10/2020	Common Stock	34,000	\$0	34,667	D	

Explanation of Responses:

1. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 10, 2017.

2. Represents the weighted average price of shares sold in multiple same-day transactions at prices ranging from \$149.74 to \$150.72 per share.

3. Represents the weighted average price of shares sold in multiple same-day transactions at prices ranging from \$150.74 to \$151.67 per share.

4. Represents the weighted average price of shares sold in multiple same-day transactions at prices ranging from \$151.74 to \$152.21 per share.

5. The reporting person disclaims beneficial ownership in shares held by children.

6. This option was granted pursuant to the 2007 Equity Incentive Plan, as amended, and is exercisable in 25% cumulative annual increments beginning March 10, 2011.

Remarks:

/s/ Mneesha O. Nahata, as attorney-in-fact

11/15/2017

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.