SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this bo	ox if no longer subject to
Section 16. F	orm 4 or Form 5
obligations m	ay 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

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			or Section 30(h) of the Investment Company Act of 1940			
	ess of Reporting Pers <u>rt Joseph JR</u>	son*	2. Issuer Name and Ticker or Trading Symbol AMERICAN TOWER CORP /MA/ [AMT]		ionship of Reporting Person all applicable) Director Officer (circe title	10% Owner
(Last) 116 HUNTING	(First) TON AVENUE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/16/2016	Х	Officer (give title below) SVP, Finance & Corp	Other (specify below) Controller
Street) BOSTON	MA	02116	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	idual or Joint/Group Filing (Form filed by One Reporti Form filed by More than C	ing Person
(City)	(State)	(Zip)			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. Transa Code (8)				5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	05/16/2016		М		1,250	Α	\$25.43	25,549	D	
Common Stock	05/16/2016		М		2,552	A	\$39.84	28,101	D	
Common Stock	05/16/2016		М		11,799	A	\$28.39	39,900	D	
Common Stock	05/16/2016		S		15,601	D	\$106.5	24,299	D	

 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 Exercisable and Expiration Date (Month/Day/Year)		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	\$25.43	05/16/2016		М			1,250	(1)	12/01/2018	Common Stock	1,250	\$0	0	D	
Option to Purchase Common Stock	\$39.84	05/16/2016		М			2,552	(2)	06/01/2020	Common Stock	2,552	\$0	0	D	
Option to Purchase Common Stock	\$28.39	05/16/2016		М			11,799	(3)	03/10/2019	Common Stock	11,799	\$0	0	D	

Explanation of Responses:

1. This option was granted pursuant to the 2007 Equity Incentive Plan and is exercisable in 25% cummualtive annual increments beginning December 1, 2009.

2. This option was granted pursuant to the 2007 Equity Incentive Plan and is exercisable in 25% cummualtive annual increments beginning June 1, 2011.

3. This option was granted pursuant to the 2007 Equity Incentive Plan and is exercisable in 25% cummualtive annual increments beginning March 10, 2010.

Remarks:

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

05/17/2016

** 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.