SEC Form 4

| FORM 4  | UNITED STATES SECURITIES AND EXCHANGE COMMISSION<br>Washington, D.C. 20549       |   |   |   |   |  | OMB APPROVAL  |  |  |  |  |
|---|--|---|---|---|---|--|---|--|--|--|--|
| [] Check this box if no longer<br>subject to Section 16. Form 4 or Form<br>5 obligations may continue.<br>See Instruction 1(b).<br>(Print or Type Responses)  |  | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP<br>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility<br>Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 |   |   |   |  |   | OMB Number: 3235-0287<br>Expires: January 31, 2005<br>Estimated average burden<br>hours per response 0.5 |  |  |  |
| 1. Name and Address of Reporting Person"<br>Dolan, Raymond P.<br>(Last) (First) (Midd<br>116 Huntington Avenue  | American Tower Co  | n<br>ting   | 4. Statemen<br>Month/Da   | iy/Year   | 6. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)           X         Director           Officer         10% Owner           Officer         Other |  |   |  |  |  |  |
| Boston, MA 02116 (Street)<br>(City) (State) (Zip  | )  |   | February 27, 2003<br>5. If Amendment,<br>Date of Original<br>(Month/Day/Year) |   | 7. Individual or Joint/Group Filing (<br>X Form filed by One Reporting Per<br>Form filed by More than One R   |  |   |  |  |  |  |
|   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |   |   |   |   |  |   |  |  |  |  |
| 1. Title of Security<br>(Instr. 3)  | 2. Transaction Date<br>(Month/Day/Yea  | 2A. Deemed<br>Execution<br>Date, if any<br>(Month/Day/Year)   | 3. Transaction<br>Code<br>and<br>Voluntary<br>Code<br>(Instr. 8)<br>Code   V  | 4. Securities Acquired (A) or (<br>(Instr. 3, 4, and 5)<br>Amount | Disposed (D) Of A/D   Price   | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Owner-<br>ship<br>Form:<br>Direct(D)<br>or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)  |  |  |  |
|   |  |   |   |   |   |  |   |  |  |  |  |
| L       I |  |   |   |   |   |  |   |  |  |  |  |

## Form 4 (continued)

## Dolan, Raymond P. - February 27, 2003

| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned         (e.g., puts, calls, warrants, options, convertible securities) |  |  |  |   |  |   |  |   |   |   |   |
|--|--|--|--|---|--|---|--|---|---|---|---|
| 1. Title of Derivative Security<br>(Instr. 3)  | 2. Conver-<br>sion or<br>Exercise<br>Price of<br>Deri-<br>vative<br>Security | 3. Transaction<br>Date<br>(Month/<br>Day/<br>Year) | 3A. Deemed<br>Execution<br>Date, if<br>any<br>(Month/<br>Day/<br>Year) | 4. Transaction<br>Code<br>and<br>Voluntary (V)<br>Code<br>(Instr.8) | 5. Number of Derivative<br>Securities Acquired (A)<br>or Disposed (D) Of<br>(Instr. 3,4 and 5) | 6. Date Exercisable(DE) and<br>Expiration Date(ED)<br>(Month/Day/Year)<br>(DE)   (ED) | <ol> <li>Title and Amount of<br/>Underlying Securities<br/>(Instr. 3 and 4)</li> </ol> | 8. Price<br>of<br>Derivative<br>Security<br>(Instr.5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transactions<br>(Instr.4) | 10.<br>Owner-<br>ship<br>Form of<br>Deriv-<br>ative<br>Security:<br>Direct<br>(D)<br>or<br>Indirect<br>(I)<br>(Instr.4) | 11. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr.4) |
| Option to purchase Class A<br>Common Stock   | \$4.80   | 02/27/2003   |  | A   | (A) 25,000   | 02/27/2003   02/27/2013   | Class A Common Stock - 25,000  |   | 25,000  | D   |   |
|  |  |  |  |   |  |   |  |   |   |   |   |
| Explanation of Responses :   |  |  |  |   |  |   |  |   |   |   |   |

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). By: William H. Hess, Attorney in Fact on behalf of 03-03-2003
\*\* Signature of Reporting Person Date

Power of Attorney

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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.

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