

SILBERSTEIN JASON V
 Form 4
 March 06, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 SILBERSTEIN JASON V

2. Issuer Name and Ticker or Trading Symbol
 SBA COMMUNICATIONS CORP
 [SBAC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

___ Director ___ 10% Owner
 ___X___ Officer (give title below) ___ Other (specify below)

EVP - Site Leasing

C/O SBA COMMUNICATIONS CORPORATION, 8051 CONGRESS AVENUE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

___X___ Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

BOCA RATON, FL 33487

(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. Code | | | | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|---------|---|--------|------------------|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) Price | | | |
| Class A Common Stock | 03/04/2018 | | M | | 1,440 | A | ① | 15,232 | D |
| Class A Common Stock | 03/05/2018 | | M | | 1,175 | A | ② | 16,407 | D |
| Class A Common Stock | 03/06/2018 | | M | | 1,302 | A | ③ | 17,709 | D |

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Class A
Common Stock 03/06/2018 M 1,289 A (4) 18,998 D

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

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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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code V (A) (D) | | Date Exercisable Expiration Date | Title | |
| Stock Options (Right to Buy) | \$ 95.53 | | | | | (5) 03/06/2021 | Class A Common Stock | 12,8 |
| Restricted Stock Units | (6) | 03/06/2018 | | M | 1,302 | (7) (7) | Class A Common Stock | 1,30 |
| Stock Options (Right to Buy) | \$ 124.59 | | | | | (8) 03/05/2022 | Class A Common Stock | 46,9 |
| Restricted Stock Units | (6) | 03/05/2018 | | M | 1,175 | (9) (9) | Class A Common Stock | 1,17 |
| Stock Options (Right to Buy) | \$ 96.58 | | | | | (10) 03/04/2023 | Class A Common Stock | 58,9 |
| Restricted Stock Units | (6) | 03/04/2018 | | M | 1,440 | (11) (11) | Class A Common Stock | 1,44 |
| Stock Options (Right to Buy) | \$ 115.17 | | | | | (12) 03/06/2024 | Class A Common Stock | 50,2 |

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- (11) These restricted stock units vest in accordance with the following schedule: 1,439 vest on the first anniversary of the grant date and 1,440 vest on each of the second through fourth anniversaries of the grant date (March 4, 2016).
- (12) These options vest in accordance with the following schedule: 12,565 vest on each of the first and the second anniversary of the grant date and 12,566 vest on each of the third and the fourth anniversary of the grant date (March 6, 2017).
- (13) These restricted stock units vest in accordance with the following schedule: 1,289 vest on the first anniversary of the grant date and 1,290 vest on each of the second through fourth anniversaries of the grant date (March 6, 2017).
- (14) These options vest in accordance with the following schedule: 10,139 vest on each of the first through fourth anniversaries of the grant date (March 6, 2018).
- (15) These restricted stock units vest in accordance with the following schedule: 1,056 vest on the first anniversary of the grant date and 1,057 vest on each of the second through fourth anniversaries of the grant date (March 6, 2018).

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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