LANGER JACK Form 4 May 03, 2019

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** LANGER JACK			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
~			SBA COMMUNICATIONS CORP [SBAC]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	_X_ Director Officer (give title			
C/O SBA COMMUNICATIONS			05/01/2019	below)	below)		
CORPORAT	ION, 8051	CONGRESS					
AVENUE							

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting Person

BOCA RATON, FL 33487

	(City)	(State)	(Zip) Tabl	e I - Non-D	Derivative	Secu	rities Acqu	ired, Disposed of	, or Beneficiall	y Owned
Se	Fitle of curity estr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	spose	d of (D)	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)
C	lass A ommon ock	05/01/2019		M	269	A	(1)	3,121	D	
C	lass A ommon ock	05/01/2019		M	200	A	(2)	3,321	D	
C	lass A ommon ock	05/01/2019		F	165 <u>(3)</u>	D	\$ 203.73	3,156	D	

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Class A Common Stock	14,833 I	By Trust
Reminder: Report on a separate line for each class of securiti		SEC 1474
	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.	SEC 1474 (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. Transacti Code (Instr. 8)	onof Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. F Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to Buy)	\$ 79.67					(5)	05/09/2020	Class A Common Stock	1,999	
Stock Options (Right to Buy)	\$ 96.8					<u>(5)</u>	05/08/2021	Class A Common Stock	2,202	
Stock Options (Right to Buy)	\$ 113.55					<u>(5)</u>	05/21/2022	Class A Common Stock	1,899	
Stock Options (Right to Buy)	\$ 100					<u>(6)</u>	05/13/2023	Class A Common Stock	2,308	
Restricted Stock Units	(7)					(8)	(8)	Class A Common Stock	303	
Stock Options	\$ 132					<u>(9)</u>	05/18/2024	Class A Common	1,977	

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(Right to Buy)							Stock	
Restricted Stock Units	<u>(7)</u>	05/01/2019	М	269	(10)	(10)	Class A Common Stock	269
Stock Options (Right to Buy)	\$ 157.51				<u>(11)</u>	05/17/2025	Class A Common Stock	1,411
Restricted Stock Units	<u>(7)</u>	05/01/2019	М	200	(12)	(12)	Class A Common Stock	200

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

LANGER JACK
C/O SBA COMMUNICATIONS CORPORATION
8051 CONGRESS AVENUE
BOCA RATON, FL 33487

Signatures

/s/ Thomas P. Hunt, Attorney-in-Fact 05/03/2019

**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) On May 1, 2019, 269 of the Reporting Person's restricted stock units were settled for an equal number of Class A Common Stock.
- (2) On May 1, 2019, 200 of the Reporting Person's restricted stock units were settled for an equal number of Class A Common Stock.
- (3) Shares withheld for tax liability.
- The securities are held by The Jack Langer 2012 Irrevocable Family Trust for estate planning purposes. The trustee of the trust is the reporting person's spouse. The reporting person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein.
- (5) These options are immediately exercisable.
 - These options vest in accordance with the following schedule: 769 vest on the earlier of May 13, 2017 or the day immediately prior to the 2017 annual meeting of shareholders; 769 vest on the earlier of May 13, 2018 or the day immediately prior to the 2018 annual
- meeting of shareholders; and 770 vest on the earlier of May 13, 2019 or the day immediately prior to the 2019 annual meeting of shareholders.
- (7) Each restricted stock unit represents a contingent right to receive one share of Class A Common Stock.
- These restricted stock units vest in accordance with the following schedule: 302 vest on the earlier of May 13, 2017 or the day immediately prior to the 2017 annual meeting of shareholders; 302 vest on the earlier of May 13, 2018 or the day immediately prior to the 2018 annual meeting of shareholders; and 303 vest on the earlier of May 13, 2019 or the day immediately prior to the 2019 annual meeting of shareholders.

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- (9) These options vest in accordance with the following schedule: 658 vest on May 1, 2018; 659 vest on May 1, 2019; and 660 vest on May 1, 2020.
- (10) These restricted stock units vest in accordance with the following schedule: 268 vest on May 1, 2018; 269 vest on May 1, 2019; and 270 vest on May 1, 2020.
- (11) These options vest in accordance with the following schedule: 470 vest on May 1, 2019; 470 vest on May 1, 2020; and 471 vest on May 1, 2021.
- (12) These restricted stock units vest in accordance with the following schedule: 200 vest on May 1, 2019; 201 vest on May 1, 2020; and 201 vest on May 1, 2021.

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