

CROWN CASTLE INTERNATIONAL CORP

Form 4

August 15, 2006

**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 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

## OMB APPROVAL

OMB  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KELLY JOHN P**

2. Issuer Name **and** Ticker or Trading  
Symbol

**CROWN CASTLE  
INTERNATIONAL CORP [CCI]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

510 BERING DRIVE, SUITE 600

(Street)

HOUSTON, TX 77057

(City)

(State)

(Zip)

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

08/14/2006

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

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

CEO & President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
Common Stock, \$0.01 Par Value	08/14/2006		M <sup>(1)</sup>	40,000 A	\$ 7.5 927,839	D	
Common Stock, \$0.01 Par Value	08/14/2006		S <sup>(1)</sup>	100 D	\$ 32.9 927,739	D	
Common Stock, \$0.01 Par Value	08/14/2006		S <sup>(1)</sup>	100 D	\$ 32.83 927,639	D	

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Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	200	D	\$ 32.78	927,439	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	200	D	\$ 32.77	927,239	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	600	D	\$ 32.76	926,639	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	600	D	\$ 32.75	926,039	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	2,600	D	\$ 32.7	923,439	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	3,900	D	\$ 32.46	919,539	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	4,400	D	\$ 32.45	915,139	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	1,300	D	\$ 32.44	913,839	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	7,600	D	\$ 32.43	906,239	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	1,900	D	\$ 32.42	904,339	D
Common Stock, \$0.01 Par Value	08/14/2006	<u>S<sup>(1)</sup></u>	2,900	D	\$ 32.41	901,439	D
	08/14/2006	<u>S<sup>(1)</sup></u>	10,300	D	\$ 32.4	891,139	D

Common  
Stock,  
\$0.01 Par  
Value

Common Stock, \$0.01 Par Value	08/14/2006	S <sup>(1)</sup>	200	D	\$ 32.39	890,939	D
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Common Stock, \$0.01 Par Value	08/14/2006	S <sup>(1)</sup>	1,400	D	\$ 32.38	889,539	D
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Common Stock, \$0.01 Par Value	08/14/2006	S <sup>(1)</sup>	1,700	D	\$ 32.35	887,839	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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. 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to purchase Common Stock)	\$ 7.5	08/14/2006		M <sup>(1)</sup>		40,000		<sup>(2)</sup>	07/06/2008	Common Stock	40,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

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Director    10% Owner    Officer    Other

KELLY JOHN P  
510 BERING DRIVE  
SUITE 600  
HOUSTON, TX 77057

X

CEO & President

## Signatures

/s/ John P. Kelly

08/15/2006

\_\_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) The option exercise and sales reported pursuant to this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 12, 2006.
- (2) Vested 20% annually over five years commencing July 6, 1999.

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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