

MOSKOWITZ STEVEN J

Form 5

February 14, 2003

SEC Form 5

|                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                                                                                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>FORM 5</b><br><br><input type="checkbox"/> Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).<br><br><input type="checkbox"/> Form 3 Holdings Reported<br><input type="checkbox"/> Form 4 Transactions Reported                                                                                                                           | <b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b><br>Washington, D.C. 20549<br><br><b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b><br><br>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<br><br><hr/> OMB Number: 3235-0362<br>Expires: January 31, 2005<br>Estimated average burden hours per response. . . . 0.5                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| 1. Name and Address of Reporting Person*<br><b>Moskowitz, Steven J.</b><br><br><div style="display: flex; justify-content: space-between;"> <span>(Last)</span> <span>(First)</span> <span>(Middle)</span> </div> <b>116 Huntington Avenue</b><br><br><div style="display: flex; justify-content: space-between;"> <span>(City)</span> <span>(State)</span> <span>(Zip)</span> </div> <b>Boston, MA 02116</b> | 2. Issuer Name and Ticker or Trading Symbol<br><b>American Tower Corporation (AMT)</b><br><br>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)<br><br>4. Statement for Month/Day/Year<br><b>December 31, 2002</b><br><br>5. If Amendment, Date of Original (Month/Day/Year)                                           | 6. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br><div style="display: flex; justify-content: space-between;"> <span>Director</span> <span>_____</span> </div> <div style="display: flex; justify-content: space-between;"> <span>10% Owner</span> <span><input checked="" type="checkbox"/> _____</span> </div> <div style="display: flex; justify-content: space-between;"> <span>Officer</span> <span>_____</span> </div> <div style="display: flex; justify-content: space-between;"> <span>Other</span> <span>_____</span> </div> <div style="display: flex; justify-content: space-between;"> <span>Officer/Other Description</span> <span><b>Executive Vice President, Tower Division</b></span> </div> <hr/> 7. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Individual Filing<br><input type="checkbox"/> Joint/Group Filing |

| 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 (D) Of (Instr. 3, 4, and 5)                                                                                                                                                            | 5. Amount of Securities Beneficially Owned at End of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|                                                                                  |                                      |                                                    |                                | <div style="display: flex; justify-content: space-between;"> <span>Amount</span> <span> </span> </div> <div style="display: flex; justify-content: space-between;"> <span>A/D</span> <span> </span> <span>Price</span> </div> |                                                                                            |                                                         |                                                       |

If the form is filed by more than one reporting person, *see* instruction 4(b)(v). 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.

(over)  
SEC 2270 (7-02)

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**Form 5 (continued)**

| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned<br>(e.g., puts, calls, warrants, options, convertible securities) |                           |                     |                               |                |                         |                                        |                                   |                        |                                    |               |                                   |
|-------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------|---------------------|-------------------------------|----------------|-------------------------|----------------------------------------|-----------------------------------|------------------------|------------------------------------|---------------|-----------------------------------|
| 1. Title of Derivative Security                                                                                                                 | 2. Conversion or Exercise | 3. Transaction Date | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable(DE) and Expiration | 7. Title and Amount of Underlying | 8. Price of Derivative | 9. Number of Derivative Securities | 10. Ownership | 11. Nature of Indirect Beneficial |
|                                                                                                                                                 |                           |                     |                               |                |                         |                                        |                                   |                        |                                    |               |                                   |

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| (Instr. 3)                              | Price of Derivative Security | (Month/Day/Year) | any (Month/Day/Year) | Code | Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5) | Date(ED) (Month/Day/Year) | Securities (Instr. 3 and 4)    | Security (Instr.5) | Beneficially Owned at End of Year (Instr.4) | Form of Derivative Security: Direct (D) or Indirect (I) (Instr.4) | Ownership (Instr.4) |
|-----------------------------------------|------------------------------|------------------|----------------------|------|---------------------------------------------------------------|---------------------------|--------------------------------|--------------------|---------------------------------------------|-------------------------------------------------------------------|---------------------|
|                                         |                              |                  |                      |      |                                                               | (DE)   (ED)               |                                |                    |                                             |                                                                   |                     |
| Option to purchase Class A Common Stock | \$5.91                       | 01/18/2002       |                      | A    | (A) 200,000                                                   | (1)   01/18/2012          | Class A Common Stock - 200,000 |                    | 200,000                                     | D                                                                 |                     |
| Option to purchase Class A Common Stock | \$3.15                       | 06/14/2002       |                      | A    | (A) 50,000                                                    | (2)   06/14/2012          | Class A Common Stock - 50,000  |                    | 50,000                                      | 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).

/s/ Steven J. Moskowitz -  
02-13-2003  
 \*\* Signature of Reporting Person  
 Date

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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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.

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**Form 5 (continued)**

**FOOTNOTE Descriptions for American Tower Corporation (AMT)**

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**Steven J. Moskowitz**  
**116 Huntington Avenue**  
**Boston, MA 02116**

**Explanation of responses:**

- (1) This option was granted pursuant to the 1997 Stock Option Plan, as amended, and is exercisable in 25% cumulative annual increments beginning January 18, 2003.
- (2) This option was granted pursuant to the 1997 Stock Option Plan, as amended,

and is exercisable in 25% cumulative annual increments beginning June 14, 2003.

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