

Meyer Robert Joseph JR  
 Form 4  
 December 04, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
 Meyer Robert Joseph JR

2. Issuer Name and Ticker or Trading Symbol  
 AMERICAN TOWER CORP /MA/ [AMT]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 116 HUNTINGTON AVENUE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/30/2012

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 SVP, Finance & Corp Controller

BOSTON, MA 2116  
 (City) (State) (Zip)

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

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/30/2012		S	4,606	D \$ 75	4,181 <sup>(1)</sup>	D
Common Stock	12/01/2012		M	2,232	A \$ 0	6,413	D
Common stock	12/01/2012		F	709	D \$ 74.93	5,704	D

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

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SEC 1474 (9-02)

number.

**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 (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)	8. Pr Deriv Secu (Instr	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(2)	12/01/2012		M	2,232	(3)	(3)	Common Stock	2,232

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Meyer Robert Joseph JR  
116 HUNTINGTON AVENUE  
BOSTON, MA 2116

SVP, Finance & Corp Controller

## Signatures

/s/ Mneesha O. Nahata, as  
attorney-in-fact

12/04/2012

\_\_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).

- Includes 427 shares acquired under the Company's employee stock purchase plan in May 2012. Also includes 27 shares acquired under a dividend reinvestment plan not previously required to be reported pursuant to Section 16(a) of the Securities Exchange Act of 1934 (the "Exchange Act"). The transactions reported herein resulted in a short swing profit under Section 16(b) of the Exchange Act. The reporting person has made arrangements with the Company to disgorge such profit promptly upon settlement of the sale.
- (1) "Exchange Act"). The transactions reported herein resulted in a short swing profit under Section 16(b) of the Exchange Act. The reporting person has made arrangements with the Company to disgorge such profit promptly upon settlement of the sale.
  - (2) Each Restricted Stock Unit (RSU) represents a contingent right to receive one share of common stock.
  - (3) This RSU was granted on December 1, 2008 pursuant to the 2007 Equity Incentive Plan and vests in 25% cumulative annual increments beginning December 1, 2009. This Form 4 reflects the vesting of this RSU on December 1, 2012 as to 100% of the original grant amount.

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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