

KELLY JOHN P
Form 4
October 11, 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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(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)

3. Date of Earliest Transaction
(Month/Day/Year)
10/10/2006

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

HOUSTON, TX 77057

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

(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. 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	10/10/2006		M ⁽¹⁾	40,000 A	\$ 7.5 927,839	D	
Common Stock, \$0.01 Par Value	10/10/2006		S ⁽¹⁾	3,800 D	\$ 33.3 924,039	D	
Common Stock, \$0.01 Par Value	10/10/2006		S ⁽¹⁾	300 D	\$ 33.31 923,739	D	

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Common Stock, \$0.01 Par Value	10/10/2006	<u>S⁽¹⁾</u>	800	D	\$ 33.32	922,939	D
Common Stock, \$0.01 Par Value	10/10/2006	<u>S⁽¹⁾</u>	600	D	\$ 33.33	922,339	D
Common Stock, \$0.01 Par Value	10/10/2006	<u>S⁽¹⁾</u>	1,200	D	\$ 33.34	921,139	D
Common Stock, \$0.01 Par Value	10/10/2006	<u>S⁽¹⁾</u>	800	D	\$ 33.35	920,339	D
Common Stock, \$0.01 Par Value	10/10/2006	<u>S⁽¹⁾</u>	600	D	\$ 33.36	919,739	D
Common Stock, \$0.01 Par Value	10/10/2006	<u>S⁽¹⁾</u>	600	D	\$ 33.37	919,139	D
Common Stock, \$0.01 Par Value	10/10/2006	<u>S⁽¹⁾</u>	1,000	D	\$ 33.38	918,139	D
Common Stock, \$0.01 Par Value	10/10/2006	<u>S⁽¹⁾</u>	2,500	D	\$ 33.39	915,639	D
Common Stock, \$0.01 Par Value	10/10/2006	<u>S⁽¹⁾</u>	700	D	\$ 33.4	914,939	D
Common Stock, \$0.01 Par Value	10/10/2006	<u>S⁽¹⁾</u>	600	D	\$ 33.41	914,339	D
Common Stock, \$0.01 Par Value	10/10/2006	<u>S⁽¹⁾</u>	3,800	D	\$ 33.42	910,539	D
	10/10/2006	<u>S⁽¹⁾</u>	6,700	D		903,839	D

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Common Stock, \$0.01 Par Value					\$ 33.43		
Common Stock, \$0.01 Par Value	10/10/2006	S ⁽¹⁾	5,000	D	\$ 33.44	898,839	D
Common Stock, \$0.01 Par Value	10/10/2006	S ⁽¹⁾	4,400	D	\$ 33.45	894,439	D
Common Stock, \$0.01 Par Value	10/10/2006	S ⁽¹⁾	2,200	D	\$ 33.46	892,239	D
Common Stock, \$0.01 Par Value	10/10/2006	S ⁽¹⁾	2,800	D	\$ 33.47	889,439	D
Common Stock, \$0.01 Par Value	10/10/2006	S ⁽¹⁾	400	D	\$ 33.48	889,039	D
Common Stock, \$0.01 Par Value	10/10/2006	S ⁽¹⁾	400	D	\$ 33.49	888,639	D
Common Stock, \$0.01 Par Value	10/10/2006	S ⁽¹⁾	200	D	\$ 33.51	888,439	D
Common Stock, \$0.01 Par Value	10/10/2006	S ⁽¹⁾	300	D	\$ 33.52	888,139	D
Common Stock, \$0.01 Par Value	10/10/2006	S ⁽¹⁾	300	D	\$ 33.53	887,839	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)

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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
Stock Option (right to purchase Common Stock)	\$ 7.5	10/10/2006		M ⁽¹⁾	40,000	⁽²⁾ 07/06/2008	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KELLY JOHN P 510 BERING DRIVE SUITE 600 HOUSTON, TX 77057	X		CEO & President	

Signatures

/s/ John P. Kelly 10/11/2006
 __Signature of Date
 Reporting Person

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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