

AMERICAN TOWER CORP /MA/  
Form 8-K  
August 06, 2008

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**FORM 8-K**

**CURRENT REPORT PURSUANT**  
**TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of Earliest Event Reported): August 6, 2008**

**AMERICAN TOWER CORPORATION**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-14195**  
(Commission File Number)  
  
**116 Huntington Avenue**

**65-0723837**  
(IRS Employer  
Identification No.)

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**Boston, Massachusetts 02116**

**(Address of Principal Executive Offices) (Zip Code)**

**(617) 375-7500**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

On August 6, 2008, American Tower Corporation (the Company) issued a press release announcing that it had completed its previously announced redemption of all of its outstanding 3.25% convertible notes due August 1, 2010 (the Notes). In accordance with the conversion provisions of the Notes and the Indenture dated as of August 4, 2003 between the Company and The Bank of New York Trust Company, N.A., as trustee, holders of the Notes had the right at any time until and including, but not after the close of business on August 5, 2008, to convert their Notes into shares of the Company's Class A common stock at a conversion rate of 81.808 shares of Class A common stock per \$1,000 principal amount of Notes. Holders of all \$4.7 million of the outstanding Notes converted their Notes into an aggregate of 384,332 shares of the Company's Class A common stock prior to redemption. As a result, as of August 6, 2008, none of the Notes remained outstanding.

A copy of the press release announcing the redemption of the Notes is furnished as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release dated August 6, 2008 (Furnished herewith).

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**AMERICAN TOWER CORPORATION**

(Registrant)

Date: August 6, 2008

By:

/s/ JEAN A. BUA

Jean A. Bua

Chief Financial Officer and Treasurer

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release, dated August 6, 2008 (Furnished herewith).