

CROWN CASTLE INTERNATIONAL CORP

Form 8-K

January 25, 2012

**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): January 25, 2012**

**Crown Castle International Corp.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction)

**001-16441**  
(Commission)

**76-0470458**  
(IRS Employer)

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of incorporation)

File Number)

Identification No.)

**1220 Augusta Drive**

**Suite 500**

**Houston, TX 77057**

(Address of principal executive offices, including zip code)

**Registrant's telephone number, including area code: (713) 570-3000**

(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 7.01 REGULATION FD DISCLOSURE**

On January 25, 2012, the Company issued a press release announcing that it will exercise its mandatory conversion right relating to all the outstanding shares of its 6.25% Cumulative Convertible Preferred Stock, with a mandatory conversion date of February 24, 2012. The January 25 press release is furnished herewith as Exhibit 99.1 to this Form 8-K.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(c) Exhibits

As described in Item 7.01 of this Report, the following exhibit is furnished as part of this Current Report on Form 8-K:

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release dated January 25, 2012

The information in this Form 8-K and Exhibit 99.1 attached hereto shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**SIGNATURES**

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.

**CROWN CASTLE INTERNATIONAL CORP.**

By: /s/ Jay A. Brown  
Name: Jay A. Brown  
Title: Senior Vice President, Chief Financial Officer  
and Treasurer

Date: January 25, 2012

**EXHIBIT INDEX**

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