SPECTRASITE INC Form 4

March 21, 2003

SEC Form 4

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person*

Katz, Robert

(Last) (First)

(Middle)

(Middle) c/o Apollo Management V, L.P. Two Manhattanville Road

Purchase, NY 10577

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

SpectraSite, Inc. (SPCS.OB)

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 4. Statement for (Month/Day/Year

03/12/2003

5. If Amendment, Date of Original (Month/Day/Year) 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

∑ Director _ 10% Owner _ Officer (give title below) _ Other (specify below)

Description

7. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting PersonForm 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)	Execution Date, if any (Month/Day/Year)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4, and 5)			5. Amount of Securities Beneficially Owned Following	6. Owner-ship Form: Direct (D)	7. Nature of Indirect Beneficial Ownership		
			Code	V	Amount	A/D	Price	Reported Transaction(s) (Instr. 3 and 4)	or Indirect (I) (Instr.	(Instr. 4)		

	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. Transactio Code (Instr.8)	5. Number of nDerivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Ye	Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr.4)			

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			Code	V	А	D	DE	ED	Title	Amount or Number of Shares	
Employee Stock Option (Right to Buy)	\$26.15	03/12/2003	A		5000		(1)	3/12/2013	Common Stock	5000	5000

Explanation of Responses:

(1) The options shall vest and become exercisable in the following manner: (i) 20% of the aggregate option shares as of the Grant Date; and (ii) 1/36 of 80% of the aggregate option shares on each of the first thirty-six monthly anniversaries of the Grant Date, subject to the optionee's continued service as a member of the Company's Board of Directors.

By: Date:

<u>/s/ Robert Katz</u> <u>03/20/2003</u>

** Signature of Reporting Person SEC 1474 (9-02)

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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.