SEC Form 4

FORM 4	UNITED ST	OMB APPROVAL OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response 0.5					
[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	STA Filed pursuant to S Holding C						
1. Name and Address of Reporting Per Moreland, W. Benjamin	rson [*]	2. Issuer Name and Ticker or Trading Symbol	4. Statement for Month/Day/Year	6. Relationsh	ip of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First) 510 Bering Drive Suite 500	(Middle)	Crown Castle International Corp. CCI	01/07/03	_ Director _ 10% Owner X Officer (give title below) _ Other (specify below)			
(Street) Houston, TX 77057		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. If Amendment, Date of Original (Month/Day/Year)	P	Senior Vice President, Chief ficer & Treasurer or Joint/Group		
(City) (State)	(Zip)			Filing (Che	eck Applicable Line)		
					l by One Reporting Person 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. Trans Code (Instr.		4. Securities Acquired (Instr. 3, 4, and 5)))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		Indirect Beneficial Ownership (Instr. 4)		
			Code	v	Amount	A/D	A/D Price (Instr. 3 and 4)		(I) (Instr. 4)		
Common Stock, \$0.01 Par Value	01/07/03		A		300,000(1)	А		350,000	D		

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. Conver- sion or Exercise Price of Deri- vative Security	3. Transaction Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	4. Transac Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)		7. Title and Amount of 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)	10. Owner- ship Form of Deriv- ative Securities: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
				Code	v	А	D	DE	ED	Title	Amount or Number of Shares			(Instr.4)	

Explanation of Responses:

(1) The stock is restricted stock issued pursuant to the Company's 2001 Stock Incentive Plan and vests in the largest aggregate number of shares pursuant to either (i) Time Vesting or (ii) Performance Vesting. The restricted stock vests over time at 10%, 15%, 20%, 25% and 30%, respectively, on each November 14 for the years 2003 through 2007 ("Time Vesting"). If and when the Company's common stock closes at or above per share target prices of \$5.54, \$8.30 and \$12.45 for 20 consecutive trading days, 33% of the restricted stock performance vests ("Performance Vesting").

By:

/s/ W. Benjamin Moreland

** Signature of Reporting Person

01/07/03 Date

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.