

AP TOWERS LLC
Form 3
February 20, 2003

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF 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: 3235-0104
Expires: January 31, 2005
Estimated average burden
hours per response. . . . 0.5

1. Name and Address of Reporting Person*

AP Towers, LLC

(Last) (First) (Middle)

Two Manhattanville Road

(Street)

Purchase, NY 10577

(City) (State) (Zip)

2. Date of Event

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Requiring Statement
Month/Day/Year

02/11/2003

3. I.R.S. Identification
Number of Reporting
Person, if an entity
(voluntary)

4. Issuer ~~name~~ or Trading Symbol

SpectraSite, Inc.

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

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

Description

6. If Amendment,
Date of Original
(Month/Day/Year)

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

- Form filed by One Reporting Person
- Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

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(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr.4)

3. Ownership Form:

Direct (D)

or

Indirect (I)

(Instr. 5)

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Common Stock

5,575,809

D

**Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security
(Instr. 4)
2. Date Exercisable(DE) and
Expiration Date(ED)
(Month/Day/Year)

DE / ED

3. Title and Amount of Underlying Securities (Instr. 4)

Title / Amount or Number of Shares

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)

(Instr.5) 6. Nature of Indirect Beneficial Ownership (Instr.5)

Explanation of Responses:

(1) Apollo Investment Fund V, L.P., Apollo Overseas Partners V, L.P., Apollo Netherlands Partners V (A), L.P., Apollo Netherlands V (B), L.P. and Apollo German Partners V GmbH & Co. KG (collectively, the "Apollo Funds") are all members of AP Towers, LLC. Apollo Advisors V, L.P. ("Advisors") is the general partner of each of the Apollo Funds. Apollo Management V, L.P. ("Management") serves as the manager of AP Towers, LLC. AIF V Management, Inc. ("AIF V") is the general partner of Management. Apollo Capital Management V, Inc. ("ACM V") is the general partner of Advisors. The Apollo Funds, Advisors, Management, AIF V, ACM V, and Messrs. Leon Black and John Hannan, the executive officers and directors of AIF V and ACM V, disclaim ownership of all shares in excess of their pecuniary interests, if any, and this report shall not be deemed an admission that any such person or entity is the beneficial owner of, or has any pecuniary interest in, such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

By: Date: /s/ [See pages 3, 4 and 5 attached hereto] 02/20/2003 ** Signature of Reporting Person

SEC 1473 (07-02)

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 5(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. **Additional Information Reported For This Form**

Name and Address of Reporting Person*

AP Towers, LLC

(Last) (First) (Middle)

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Two Manhattanville Road

(Street)

Purchase , NY 10577

(City)

(State)

(Zip)

Issuer Name
and Ticker or Trading Symbol

SpectraSite, Inc.

Statement for
(Month/Day/Year)

02/11/2003

This Statement on Form 3 is filed by AP Towers, LLC, Apollo Investment Fund V, L.P., Apollo Overseas Partners V, L.P., Apollo Netherlands Partners V (A), L.P., Apollo Netherlands V (B), L.P., Apollo German Partners V GmbH & Co. KG, Apollo Management V, L.P. and Apollo Advisors V, L.P. The principal business address of each of the Reporting Persons is Two Manhattanville Road, Purchase, New York 10577.

AP TOWERS, LLC

BY: APOLLO MANAGEMENT V, L.P.
as Manager

By: AIF V MANAGEMENT, INC.
Its General Partner

By: /s/ Michael D. Weiner
Michael D. Weiner
Vice President

APOLLO INVESTMENT FUND V, L.P.

By: APOLLO ADVISORS V, L.P.
Its General Partner

By: APOLLO CAPITAL MANAGEMENT V, INC.
Its General Partner

By: /s/ Michael D. Weiner
Michael D. Weiner
Vice President

APOLLO OVERSEAS PARTNERS V, L.P.

By: APOLLO ADVISORS V, L.P.
Its General Partner

By: APOLLO CAPITAL MANAGEMENT V, INC.
Its General Partner

By: /s/ Michael D. Weiner
Michael D. Weiner
Vice President

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AP Towers, LLC

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Purchase , NY 10577 (Street)

(City) (State) (Zip)

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SpectraSite, Inc.

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APOLLO NETHERLANDS PARTNERS V (A), L.P.

By: APOLLO ADVISORS V, L.P.
Its General Partner

By: APOLLO CAPITAL MANAGEMENT V, INC.
Its General Partner

By: /s/ Michael D. Weiner
Michael D. Weiner
Vice President

APOLLO NETHERLANDS PARTNERS V (B), L.P.

By: APOLLO ADVISORS V, L.P.
Its General Partner

By: APOLLO CAPITAL MANAGEMENT V, INC.
Its General Partner

By: /s/ Michael D. Weiner
Michael D. Weiner
Vice President

APOLLO GERMAN PARTNERS V GmbH & CO. KG

By: APOLLO ADVISORS V, L.P.
Its General Partner

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By: APOLLO CAPITAL MANAGEMENT V, INC.
Its General Partner

By: /s/ Michael D. Weiner
Michael D. Weiner
Vice President

APOLLO MANAGEMENT V, L.P.

By: AIF V MANAGEMENT, INC.
Its General Partner

By: /s/ Michael D. Weiner
Michael D. Weiner
Vice President

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(City) (State) (Zip)

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Statement for
(Month/Day/Year)

02/11/2003

APOLLO ADVISORS V, L.P.

By: APOLLO CAPITAL MANAGEMENT V, INC.
Its General Partner

By: /s/ Michael D. Weiner
Michael D. Weiner
Vice President