

Edgar Filing: SBA COMMUNICATIONS CORP - Form SC 13G

SBA COMMUNICATIONS CORP  
Form SC 13G  
July 10, 2008

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Schedule 13G  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES  
13d-1 (b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)  
(Amendment No. \_\_\_\_\_) \*

SBA COMMUNICATIONS CORPORATION

-----  
(Name of Issuer)

Class A Common Stock

-----  
(Title of Class of Securities)

78388J106

-----  
(CUSIP Number)

July 1, 2008

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

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1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Tiger Global Management, LLC ("Tiger Global Management")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) [ ] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5,708,700 shares, of which 3,365,372 are directly owned by Tiger Global, L.P. ("Tiger Global"), 110,145 are directly owned by Tiger Global II, L.P. ("Tiger Global II") and 2,233,183 are directly owned by Tiger Global, Ltd. ("Tiger Ltd."). Tiger Global Management is the investment manager of each of Tiger Global, Tiger Global II and Tiger Ltd. and may be deemed to have sole voting power with respect to such shares, and Charles P. Coleman III ("Coleman"), the managing member of Tiger Global Management and director of Tiger Ltd., may be deemed to have sole voting power with respect to such shares; Tiger Global Performance, LLC ("Tiger Global Performance"), the general partner of each of Tiger Global and Tiger Global II, may be deemed to have sole voting power with respect to such shares directly owned by such entities.

6 SHARED VOTING POWER

See response to row 5.

7 SOLE DISPOSITIVE POWER

5,708,700 shares, of which 3,365,372 are directly owned by Tiger Global, 110,145 are directly owned by Tiger Global II and 2,233,183 are directly owned by Tiger Ltd. Tiger Global Management is the investment manager of each of Tiger Global, Tiger Global II and Tiger Ltd. and may be deemed to have sole dispositive power with respect to such shares, and Coleman, the managing member of Tiger Global Management and director of Tiger Ltd., may be deemed to have sole dispositive power with respect to such shares; Tiger Global Performance, the general partner of each of Tiger Global and Tiger Global II, may be

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deemed to have sole dispositive power with respect to such shares directly owned by such entities.

8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 5,708,700

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\* [ ]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.3%

12 TYPE OF REPORTING PERSON\* OO

SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Tiger Global, L.P. ("Tiger Global")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) [ ] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES

BENEFICIALLY

OWNED BY EACH

REPORTING

3,365,372 shares, except that each of Tiger Global Performance, the general partner of Tiger Global, and Tiger Global Management, the investment manager of Tiger Global, may be deemed to have sole voting power with respect to such shares, and Coleman, the managing member of each of Tiger Global Performance and Tiger Global Management, may be deemed to have sole voting power with respect to such shares.

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PERSON -----  
 WITH 6 SHARED VOTING POWER  
 See response to row 5.  
 -----  
 7 SOLE DISPOSITIVE POWER  
 3,365,372 shares, except that each of Tiger  
 Global Performance, the general partner of Tiger  
 Global, and Tiger Global Management, the  
 investment manager of Tiger Global, may be deemed  
 to have sole dispositive power with respect to  
 such shares, and Coleman, the managing member of  
 each of Tiger Global Performance and Tiger Global  
 Management, may be deemed to have sole  
 dispositive power with respect to such shares.  
 -----  
 8 SHARED DISPOSITIVE POWER  
 See response to row 7.  
 -----  
 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH  
 REPORTING PERSON 3,365,372  
 -----  
 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)  
 EXCLUDES CERTAIN SHARES\* [ ]  
 -----  
 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
 3.1%  
 -----  
 12 TYPE OF REPORTING PERSON\*  
 PN  
 -----

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

-----  
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 -----

-----  
 1 NAME OF REPORTING PERSON  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
 Tiger Global II, L.P. ("Tiger Global II")  
 -----  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
 (a) [ ] (b) [X]  
 -----  
 3 SEC USE ONLY  
 -----  
 4 CITIZENSHIP OR PLACE OF ORGANIZATION  
 -----

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Delaware

5	SOLE VOTING POWER	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON	110,145 shares, except that each of Tiger Global Performance, LLC, the general partner of Tiger Global II, and Tiger Global Management, the investment manager of Tiger Global II, may be deemed to have sole voting power with respect to such shares, and Coleman, the managing member of each of Tiger Global Performance and Tiger Global Management, may be deemed to have sole voting power with respect to such shares.	
6	SHARED VOTING POWER	
WITH	See response to row 5.	
7	SOLE DISPOSITIVE POWER	
	110,145 shares, except that each of Tiger Global Performance, the general partner of Tiger Global II, and Tiger Global Management, the investment manager of Tiger Global II, may be deemed to have sole dispositive power with respect to such shares, and Coleman, the managing member of each of Tiger Global Performance and Tiger Global Management, may be deemed to have sole dispositive power with respect to such shares.	
8	SHARED DISPOSITIVE POWER	
	See response to row 7.	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	110,145
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	[ ]
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	0.1%
12	TYPE OF REPORTING PERSON*	PN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

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Tiger Global Performance, LLC ("Tiger Global Performance")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) [ ] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

3,475,517 shares, of which 3,365,372 are directly owned by Tiger Global and 110,145 are directly owned by Tiger Global II. Tiger Global Performance is the general partner of each of Tiger Global and Tiger Global II and may be deemed to have sole voting power with respect to such shares, Tiger Global Management is the investment manager of each of Tiger Global and Tiger Global II and may be deemed to have sole voting power with respect to such shares and Coleman, the managing member of each of Tiger Global Performance and Tiger Global Management, may be deemed to have sole voting power with respect to such shares.

6 SHARED VOTING POWER

See response to row 5.

7 SOLE DISPOSITIVE POWER

3,475,517 shares, of which 3,365,372 are directly owned by Tiger Global and 110,145 are directly owned by Tiger Global II. Tiger Global Performance is the general partner of each of Tiger Global and Tiger Global II and may be deemed to have sole dispositive power with respect to such shares, Tiger Global Management is the investment manager of each of Tiger Global and Tiger Global II and may be deemed to have sole dispositive power with respect to such shares and Coleman, the managing member of each of Tiger Global Performance and Tiger Global Management, may be deemed to have sole dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,475,517

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

[ ]

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-----  
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
-----  
3.2%

-----  
12 TYPE OF REPORTING PERSON\*  
-----  
00  
-----

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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-----  
1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
  
Tiger Global, Ltd. ("Tiger Ltd.")  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
  
(a) [ ] (b) [X]  
-----

3 SEC USE ONLY  
-----

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
  
Cayman Islands  
-----

5 SOLE VOTING POWER  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
2,233,183 shares, except that Tiger Global Management, the investment manager of Tiger Ltd., may be deemed to have sole voting power with respect to such shares, and Coleman, director of Tiger Ltd. and the managing member of Tiger Global Management, may be deemed to have sole voting power with respect to such shares.  
-----

6 SHARED VOTING POWER  
See response to row 5.  
-----

7 SOLE DISPOSITIVE POWER  
2,233,183 shares, except that Tiger Global Management, the investment manager of Tiger Ltd., may be deemed to have sole dispositive power with respect to such shares, and Coleman, director of Tiger Ltd. and the managing member of Tiger Global Management, may be deemed to have sole dispositive power with respect to such shares.  
-----

8 SHARED DISPOSITIVE POWER

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See response to row 7.

-----  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,233,183  
-----  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\* [ ]  
-----  
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 2.1%  
-----  
12 TYPE OF REPORTING PERSON\* CO  
-----

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
  
Charles P. Coleman III ("Coleman")  
-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
  
(a) [ ] (b) [X]  
-----  
3 SEC USE ONLY  
-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION  
  
U.S. Citizen  
-----  
5 SOLE VOTING POWER  
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
5,708,700 shares, of which 3,365,372 are directly owned by Tiger Global, 110,145 are directly owned by Tiger Global II and 2,233,183 are directly owned by Tiger Ltd. Coleman is the managing member of each of Tiger Global Performance (the general partner of each of Tiger Global and Tiger Global II) and Tiger Global Management (the investment manager of each of Tiger Global, Tiger Global II and Tiger Ltd.) and director of Tiger Ltd. and may be deemed to have sole voting power with respect to such shares.  
-----  
6 SHARED VOTING POWER



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See response to row 5.

7 SOLE DISPOSITIVE POWER

5,708,700 shares, of which 3,365,372 are directly owned by Tiger Global, 110,145 are directly owned by Tiger Global II and 2,233,183 are directly owned by Tiger Ltd. Coleman is the managing member of each of Tiger Global Performance (the general partner of each of Tiger Global and Tiger Global II) and Tiger Global Management (the investment manager of each of Tiger Global, Tiger Global II and Tiger Ltd.) and director of Tiger Ltd. and may be deemed to have sole dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER

See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 5,708,700

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\* [ ]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 5.3%

12 TYPE OF REPORTING PERSON\* IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

ITEM 1(A). NAME OF ISSUER

SBA Communications Corporation

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

5900 Broken Sound Parkway NW
Boca Raton, Florida 33487

ITEM 2(A). NAME OF PERSONS FILING

This Statement is filed by Tiger Global Management, LLC, a Delaware

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limited liability company ("Tiger Global Management"), Tiger Global, L.P., a Delaware limited partnership ("Tiger Global"), Tiger Global II, L.P., a Delaware limited partnership ("Tiger Global II"), Tiger Global Performance, LLC, a Delaware limited liability company ("Tiger Global Performance"), Tiger Global, Ltd., a Cayman Islands exempted company ("Tiger Ltd."), and Charles P. Coleman III ("Coleman"). The foregoing entities and individual are collectively referred to as the "Reporting Persons."

Tiger Global Management, the investment manager of Tiger Global, Tiger Global II and Tiger Ltd., may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by Tiger Global, Tiger Global II and Tiger Ltd. Tiger Global Performance, the general partner of Tiger Global and Tiger Global II, may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by Tiger Global and Tiger Global II. Coleman is the managing member of Tiger Global Performance and Tiger Global Management and director of Tiger Ltd. and may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by Tiger Global, Tiger Global II and Tiger Ltd.

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE

The address for each of the Reporting Persons is:

Tiger Global Management, LLC  
101 Park Avenue, 48th Floor  
New York, NY 10178 USA

ITEM 2(C) CITIZENSHIP

Tiger Global Management and Tiger Global Performance are Delaware limited liability companies. Tiger Global and Tiger Global II are Delaware limited partnerships. Tiger Ltd. is a Cayman Islands exempted company. Coleman is a United States citizen.

ITEM 2(D) AND (E). TITLE OF CLASS OF SECURITIES AND CUSIP NUMBER

Class A Common Stock  
CUSIP # 78388J106

ITEM 3. NOT APPLICABLE.

ITEM 4. OWNERSHIP

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

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(a) AMOUNT BENEFICIALLY OWNED:

See Row 9 of cover page for each Reporting Person.

(b) PERCENT OF CLASS:

See Row 11 of cover page for each Reporting Person.

(c) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS:

(i) SOLE POWER TO VOTE OR TO DIRECT THE VOTE:

See Row 5 of cover page for each Reporting Person.

(ii) SHARED POWER TO VOTE OR TO DIRECT THE VOTE:

See Row 6 of cover page for each Reporting Person.

(iii) SOLE POWER TO DISPOSE OR TO DIRECT THE DISPOSITION OF:

See Row 7 of cover page for each Reporting Person.

(iv) SHARED POWER TO DISPOSE OR TO DIRECT THE DISPOSITION OF:

See Row 8 of cover page for each Reporting Person.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS  
-----

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.  
-----

Under certain circumstances set forth in the limited partnership agreements of Tiger Global and Tiger Global II, the general and limited partners of each of such entities may be deemed to have the right to receive dividends from, or the proceeds from, the sale of shares of the issuer owned by each such entity of which they are a partner.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY  
-----

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.  
-----

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

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-----  
Not applicable.

ITEM 10. CERTIFICATION.  
-----

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 10, 2008

Tiger Global Management, LLC

/S/ CHARLES P. COLEMAN III  
-----

Signature

Charles P. Coleman III  
Managing Member

Tiger Global, L.P.  
By Tiger Global Performance, LLC  
Its General Partner

/S/ CHARLES P. COLEMAN III  
-----

Signature

Charles P. Coleman III  
Managing Member

Tiger Global II, L.P.  
By Tiger Global Performance, LLC  
Its General Partner

/S/ CHARLES P. COLEMAN III  
-----

Signature

Charles P. Coleman III  
Managing Member

Tiger Global Performance, LLC

/S/ CHARLES P. COLEMAN III  
-----

Signature

Charles P. Coleman III  
Managing Member

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Tiger Global, Ltd.

/S/ CHARLES P. COLEMAN III

-----  
Signature

Charles P. Coleman III  
Director

Charles P. Coleman III

/S/ CHARLES P. COLEMAN III

-----  
Signature

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The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. SEE ss.240.13d-7 for other parties for whom copies are to be sent.

ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS (SEE 18 U.S.C. 1001)

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EXHIBIT INDEX

EXHIBIT

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Found on  
Sequentially  
Numbered Page

Exhibit A: Agreement of Joint Filing

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EXHIBIT A

AGREEMENT OF JOINT FILING

The undersigned hereby agree that a single Schedule 13G (or any amendment thereto) relating to the Class A Common Stock of SBA Communications Corporation shall be filed on behalf of each of the undersigned and that this Agreement shall be filed as an exhibit to such Schedule 13G.

Date: July 10, 2008

Tiger Global Management, LLC

/S/ CHARLES P. COLEMAN III  
-----

Signature

Charles P. Coleman III  
Managing Member

Tiger Global, L.P.  
By Tiger Global Performance, LLC  
Its General Partner

/S/ CHARLES P. COLEMAN III  
-----

Signature

Charles P. Coleman III  
Managing Member

Tiger Global II, L.P.  
By Tiger Global Performance, LLC  
Its General Partner

/S/ CHARLES P. COLEMAN III  
-----

Signature

Charles P. Coleman III  
Managing Member

Tiger Global Performance, LLC

/S/ CHARLES P. COLEMAN III  
-----

Signature

Charles P. Coleman III  
Managing Member

Tiger Global, Ltd.

/S/ CHARLES P. COLEMAN III  
-----

Signature

Charles P. Coleman III  
Director

Charles P. Coleman III

/S/ CHARLES P. COLEMAN III  
-----

Signature