

CROWN CASTLE INTERNATIONAL CORP
Form DEFA14A
April 03, 2017
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A
Proxy Statement Pursuant to Section 14(a) of the Securities
Exchange Act of 1934 (Amendment No.)

Filed by the Registrant
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only
(as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

Crown Castle International Corp.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 - Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
- (1) Title of each class of securities to which transaction applies:
-

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

*** Exercise Your Right to Vote ***

Important Notice Regarding the Availability of Proxy Materials for the
Stockholder Meeting to Be Held on May 18, 2017.

CROWN CASTLE
INTERNATIONAL
CORP.

Meeting Information

Meeting Type: Annual Meeting
For holders as of: March 27, 2017
Date: May 18, 2017 Time: 9:00 a.m., CDT
Location: Marriott Marquis Houston
1777 Walker Street
Houston, TX 77010

You are receiving this communication because you hold shares in the company named
above.

1220 AUGUSTA DRIVE
HOUSTON, TX 77057

This is not a ballot. You cannot use this notice to vote these shares. This communication
presents only an overview of the more complete proxy materials that are available to you
on the Internet. You may view the proxy materials online at www.proxyvote.com or easily
request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the
proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

E24822-P88432-Z69561

— Before You Vote —

How to Access the Proxy Materials

Proxy Materials Available to VIEW
or RECEIVE:

NOTICE
AND
PROXY STATEMENT
FORM 10-K

How to View Online:

Have the information that is printed in
the box marked by the arrow à XXXX
XXXX XXXX XXXX (located on the
following page) and visit:

www.proxyvote.com.

How to Request and Receive a PAPER
or E-MAIL Copy:

If you want to receive a paper or e-mail
copy of these documents, you must
request one. There is NO charge for
requesting a copy. Please choose one of
the following methods to make your
request:

1) BY

INTERNET: www.proxyvote.com

2) BY TELEPHONE: 1-800-579-1639

3) BY E-MAIL*:

sendmaterial@proxyvote.com

* If requesting materials by e-mail,
please send a blank e-mail with the
information that is printed in the box
marked by the arrow à XXXX XXXX
XXXX XXXX (located on the
following page) in the subject line.

Requests, instructions and other
inquiries sent to this e-mail address will
NOT be forwarded to your investment
advisor. Please make the request as
instructed above on or before May 4,
2017 to facilitate timely delivery.

— How To Vote —

Please Choose One of the Following Voting Methods

Vote In Person:

Many stockholder

meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

Vote By

Internet: To vote now by Internet, go to www.proxyvote.com.

Have the information that is printed in the box marked by the arrow à XXXX XXXX XXXX XXXX (located on the following page) available and follow the instructions.

Vote By

Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

E24823-P88432-Z69561

Voting Items

The Board of Directors recommends you vote FOR each of the nominees in Proposal 1:

1.

Election of Directors
Nominees

- | | |
|---------------------------|------------------------------|
| 1a. P. Robert Bartolo | 1g. Edward C. Hutcheson, Jr. |
| 1b. Jay A. Brown | 1h. J. Landis Martin |
| 1c. Cindy Christy | 1i. Robert F. McKenzie |
| 1d. Ari Q. Fitzgerald | 1j. Anthony J. Melone |
| 1e. Robert F. Garrison II | 1k. W. Benjamin Moreland |
| 1f. Lee W. Hogan | |

The Board of Directors recommends you vote FOR Proposals 2 and 3:

2. The ratification of the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accountants for fiscal year 2017.

3. The non-binding, advisory vote regarding the compensation of the Company's named executive officers.

The Board of Directors recommends you vote AGAINST Proposal 4:

4. A stockholder proposal regarding proxy access, if properly presented.

NOTE: Also includes authorization of the named proxies to vote in their discretion upon such other business as may properly come before the meeting or any adjournment or postponement thereof.

E24824-P88432-Z69561

E24825-P88432-Z69561