

Crown Castle International Corp.
Consolidating Income Statement
Unaudited Consolidated Statement of Operations
(in millions of dollars)

	CCIC Consolidated									
	Q1:10	Q2:10	Q3:10	Q4:10	2010	Q1:11	Q2:11	Q3:11	Q4:11	2011
Revenues										
Site Rental	406.9	409.6	437.1	447.2	1,700.8	456.2	-	-	-	-
Network Services and Other	37.5	46.5	44.8	49.1	177.9	42.8	-	-	-	-
Total Revenues	444.3	456.1	481.9	496.3	1,878.7	499.0				
Operating Expenses										
Site Rental	113.8	115.5	116.2	121.7	467.1	118.4	-	-	-	-
Network Services and Other	26.3	29.9	26.8	31.3	114.2	27.2	-	-	-	-
Total Operating Expenses	140.1	145.4	143.0	152.9	581.4	145.6	-	-	-	-
General & Administrative	39.5	40.6	41.4	43.9	165.4	44.7	-	-	-	-
Add: Stock-Based Compensation	9.4	9.9	8.7	11.9	40.0	10.7	-	-	-	-
Adjusted EBITDA	274.3	280.1	306.1	311.4	1,171.9	319.3	-	-	-	-
Asset Write-Down Charges	1.6	2.6	4.4	5.1	13.7	4.4	-	-	-	-
Acquisition and Integration Costs	-	0.3	0.9	1.0	2.1	0.6	-	-	-	-
Depreciation, Amortization & Accretion	132.9	134.4	136.2	137.3	540.8	137.3	-	-	-	-
Operating Income (Loss)	130.4	132.9	156.0	156.2	575.4	166.4	-	-	-	-
Gains (Losses) on Purchases and Redemptions of Debt	(66.4)	-	(71.9)	-	(138.4)	-	-	-	-	-
Interest and Other Income (Expense)	0.4	(0.2)	0.8	0.6	1.6	(0.4)	-	-	-	-
Net Gain (Loss) on Interest Rate Swaps	(73.3)	(114.6)	(104.4)	5.9	(286.4)	-	-	-	-	-
Interest Expense & Amortization of Deferred Financing Costs	(120.8)	(120.3)	(123.2)	(125.9)	(490.3)	(126.7)	-	-	-	-
Benefit (Provision) for Income Taxes	10.3	4.7	7.6	4.2	26.8	0.8	-	-	-	-
Net Income (Loss)	(119.4)	(97.6)	(135.2)	40.9	(311.3)	40.1	-	-	-	-
Less: Noncontrolling Interest	(0.1)	(0.1)	(0.1)	0.0	(0.4)	0.1	-	-	-	-
Net Income (Loss) Attributable to the Company	(119.3)	(97.5)	(135.1)	40.9	(310.9)	40.0	-	-	-	-
Dividends on 6.25% Convertible Preferred Stock	(5.2)	(5.2)	(5.2)	(5.2)	(20.8)	(5.2)	-	-	-	-
Net Income (Loss) Attributable to the Company's Common	(124.5)	(102.7)	(140.2)	35.7	(331.7)	34.8	-	-	-	-

Note: Components may not sum to total due to rounding.

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	CCUSA									
	Q1:10	Q2:10	Q3:10	Q4:10	2010	Q1:11	Q2:11	Q3:11	Q4:11	2011
Revenues										
Site Rental	384.0	388.0	414.3	421.9	1,608.1	430.6	-	-	-	-
Network Services and Other	34.8	44.3	42.5	46.4	168.1	37.7	-	-	-	-
Total Revenues	418.9	432.2	456.8	468.3	1,776.2	468.3				
Operating Expenses										
Site Rental	107.0	108.7	109.0	113.2	437.8	110.4	-	-	-	-
Network Services and Other	24.3	28.5	25.2	29.7	107.7	24.0	-	-	-	-
Total Operating Expenses	131.3	137.2	134.2	142.8	545.5	134.4	-	-	-	-
General & Administrative	35.0	36.9	37.5	39.0	148.4	39.6	-	-	-	-
Add: Stock-Based Compensation	8.3	9.9	8.0	10.4	36.5	9.5	-	-	-	-
Adjusted EBITDA	260.9	268.1	293.2	296.8	1,118.9	303.8	-	-	-	-
Asset Write-Down Charges	1.6	2.6	4.3	4.8	13.2	4.4	-	-	-	-
Acquisition and Integration Costs	-	0.3	0.9	1.0	2.1	0.6	-	-	-	-
Depreciation, Amortization & Accretion	125.7	127.6	129.2	131.0	513.4	130.0	-	-	-	-
Operating Income (Loss)	125.4	127.8	150.8	149.7	553.6	159.4	-	-	-	-
Gains (Losses) on Purchases and Redemptions of Debt	(66.4)	-	(71.9)	-	(138.4)	-	-	-	-	-
Interest and Other Income (Expense)	4.9	4.4	5.8	6.0	21.0	5.1	-	-	-	-
Net Gain (Loss) on Interest Rate Swaps	(73.3)	(114.6)	(104.4)	5.9	(286.4)	-	-	-	-	-
Interest Expense & Amortization of Deferred Financing Costs	(120.3)	(120.1)	(122.9)	(125.6)	(488.9)	(126.4)	-	-	-	-
Benefit (Provision) for Income Taxes	10.8	5.1	8.1	4.8	28.8	1.4	-	-	-	-
Net Income (Loss)	(118.9)	(97.3)	(134.6)	40.7	(310.2)	39.5	-	-	-	-
Less: Noncontrolling Interest	-	-	-	-	-	-	-	-	-	-
Net Income (Loss) Attributable to the Company	(118.9)	(97.3)	(134.6)	40.7	(310.2)	39.5	-	-	-	-

Note: Components may not sum to total due to rounding.

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	CCAL									
	Q1:10	Q2:10	Q3:10	Q4:10	2010	Q1:11	Q2:11	Q3:11	Q4:11	2011
Revenues										
Site Rental	22.8	21.7	22.8	25.3	92.6	25.6	-	-	-	-
Network Services and Other	2.6	2.2	2.3	2.7	9.8	5.2	-	-	-	-
Total Revenues	25.4	23.9	25.1	28.0	102.4	30.7				
Operating Expenses										
Site Rental	6.7	6.8	7.3	8.5	29.3	8.0	-	-	-	-
Network Services and Other	2.0	1.4	1.6	1.6	6.6	3.3	-	-	-	-
Total Operating Expenses	8.7	8.2	8.8	10.1	35.9	11.3	-	-	-	-
General & Administrative	4.5	3.7	3.9	4.9	17.0	5.1	-	-	-	-
Add: Stock-Based Compensation	1.2	0.0	0.6	1.6	3.4	1.2	-	-	-	-
Adjusted EBITDA	13.4	12.0	12.9	14.6	53.0	15.5	-	-	-	-
Asset Write-Down Charges	0.0	0.0	0.1	0.3	0.4	0.0	-	-	-	-
Acquisition and Integration Costs	-	-	-	-	-	-	-	-	-	-
Depreciation, Amortization & Accretion	7.2	6.9	7.0	6.2	27.3	7.3	-	-	-	-
Operating Income (Loss)	5.0	5.1	5.2	6.5	21.8	7.0	-	-	-	-
Gains (Losses) on Purchases and Redemptions of Debt	-	-	-	-	-	-	-	-	-	-
Interest and Other Income (Expense)	0.0	0.0	0.1	0.3	0.5	0.1	-	-	-	-
Net Gain (Loss) on Interest Rate Swaps	-	-	-	-	-	-	-	-	-	-
Interest Expense & Amortization of Deferred Financing Costs	(5.0)	(5.0)	(5.4)	(6.0)	(21.4)	(5.9)	-	-	-	-
Benefit (Provision) for Income Taxes	(0.4)	(0.5)	(0.5)	(0.6)	(2.0)	(0.6)	-	-	-	-
Net Income (Loss)	(0.5)	(0.3)	(0.6)	0.3	(1.1)	0.6	-	-	-	-
Less: Noncontrolling Interest	(0.1)	(0.1)	(0.1)	0.0	(0.3)	0.1	-	-	-	-
Net Income (Loss) Attributable to the Company	(0.3)	(0.2)	(0.4)	0.2	(0.7)	0.5	-	-	-	-

Note: Components may not sum to total due to rounding.

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	Elimination Company									
	Q1:10	Q2:10	Q3:10	Q4:10	2010	Q1:11	Q2:11	Q3:11	Q4:11	2011
Revenues										
Site Rental	-	-	-	-	-	-	-	-	-	-
Network Services and Other	-	-	-	-	-	-	-	-	-	-
Total Revenues	-	-	-	-	-	-	-	-	-	-
Operating Expenses										
Site Rental	-	-	-	-	-	-	-	-	-	-
Network Services and Other	-	-	-	-	-	-	-	-	-	-
Total Operating Expenses	-	-	-	-	-	-	-	-	-	-
General & Administrative	-	-	-	-	-	-	-	-	-	-
Add: Stock-Based Compensation	-	-	-	-	-	-	-	-	-	-
Adjusted EBITDA	-	-	-	-	-	-	-	-	-	-
Asset Write-Down Charges	-	-	-	-	-	-	-	-	-	-
Acquisition and Integration Costs	-	-	-	-	-	-	-	-	-	-
Depreciation, Amortization & Accretion	-	-	-	-	-	-	-	-	-	-
Operating Income (Loss)	-	-	-	-	-	-	-	-	-	-
Gains (Losses) on Purchases and Redemptions of Debt	-	-	-	-	-	-	-	-	-	-
Interest and Other Income (Expense)	(4.5)	(4.7)	(5.1)	(5.7)	(20.0)	(5.6)	-	-	-	-
Net Gain (Loss) on Interest Rate Swaps	-	-	-	-	-	-	-	-	-	-
Interest Expense & Amortization of Deferred Financing Costs	4.5	4.7	5.1	5.7	20.0	5.6	-	-	-	-
Benefit (Provision) for Income Taxes	-	-	-	-	-	-	-	-	-	-
Net Income (Loss)	-	-	-	-	-	-	-	-	-	-
Less: Noncontrolling Interest	-	-	-	-	-	-	-	-	-	-
Net Income (Loss) Attributable to the Company	-	-	-	-	-	-	-	-	-	-

Note: Components may not sum to total due to rounding.

Crown Castle International Corp.
Balance Sheet
Unaudited Consolidated Balance Sheet
(in millions of dollars)

CCIC Consolidated										
	Q1:10	Q2:10	Q3:10	Q4:10	2010	Q1:11	Q2:11	Q3:11	Q4:11	2011
Assets:										
Cash and cash equivalents	397.5	242.1	304.0	112.5	112.5	82.3	-	-	-	-
Restricted cash	179.7	209.3	212.1	226.0	226.0	235.4	-	-	-	-
Deferred income tax assets	110.5	83.3	92.7	59.1	59.1	60.4	-	-	-	-
Other current assets	131.3	142.5	150.6	152.5	152.5	142.9	-	-	-	-
Property and equipment, net	4,842.4	4,786.6	4,897.3	4,893.7	4,893.7	4,854.2	-	-	-	-
Goodwill	1,984.8	1,984.8	2,029.1	2,029.3	2,029.3	2,029.3	-	-	-	-
Other intangible assets, net	2,385.9	2,351.5	2,338.5	2,313.9	2,313.9	2,274.2	-	-	-	-
Other assets, net	528.3	552.4	628.9	682.5	682.5	718.5	-	-	-	-
Inter-company borrowings	-	-	-	-	-	-	-	-	-	-
Total Assets	10,560.5	10,352.4	10,653.2	10,469.5	10,469.5	10,397.2	-	-	-	-
Liabilities and Equity:										
Current liabilities	607.8	551.7	647.8	412.2	412.2	363.2	-	-	-	-
Debt and other long-term obligations	6,388.3	6,388.9	6,616.1	6,778.9	6,778.9	6,732.4	-	-	-	-
Deferred income tax liabilities	107.1	76.6	87.9	66.7	66.7	66.0	-	-	-	-
Deferred ground lease payable and other liabilities	454.2	537.2	604.1	450.1	450.1	455.9	-	-	-	-
Inter-company borrowings	-	-	-	-	-	-	-	-	-	-
Redeemable preferred stock (mezzanine)	315.9	316.1	316.3	316.6	316.6	316.8	-	-	-	-
Equity	2,687.1	2,481.9	2,381.0	2,445.0	2,445.0	2,463.0	-	-	-	-
Total Liabilities and Equity	10,560.5	10,352.4	10,653.2	10,469.5	10,469.5	10,397.2	-	-	-	-

Note: Components may not sum to total due to rounding.

Crown Castle International Corp.
Balance Sheet
Unaudited Consolidated Balance Sheet
(in millions of dollars)

	CCUSA									
	Q1:10	Q2:10	Q3:10	Q4:10	2010	Q1:11	Q2:11	Q3:11	Q4:11	2011
Assets:										
Cash and cash equivalents	387.1	230.7	286.2	91.0	91.0	66.5	-	-	-	-
Restricted cash	179.7	209.3	212.1	226.0	226.0	235.4	-	-	-	-
Deferred income tax assets	110.5	83.3	92.7	59.1	59.1	60.4	-	-	-	-
Other current assets	111.4	120.5	131.0	129.1	129.1	115.3	-	-	-	-
Property and equipment, net	4,642.6	4,603.7	4,694.4	4,682.9	4,682.9	4,646.0	-	-	-	-
Goodwill	1,984.2	1,984.2	2,028.5	2,028.6	2,028.6	2,028.6	-	-	-	-
Other intangible assets, net	2,375.9	2,342.3	2,327.8	2,302.4	2,302.4	2,262.7	-	-	-	-
Other assets, net	469.0	496.1	562.1	611.3	611.3	645.8	-	-	-	-
Inter-company borrowings	274.7	256.0	295.2	309.4	309.4	308.6	-	-	-	-
Total Assets	10,535.2	10,326.2	10,629.9	10,439.8	10,439.8	10,369.3	-	-	-	-
Liabilities and Equity:										
Current liabilities	549.1	494.7	588.5	345.7	345.7	298.8	-	-	-	-
Debt and other long-term obligations	6,388.3	6,388.9	6,616.1	6,778.9	6,778.9	6,732.4	-	-	-	-
Deferred income tax liabilities	107.1	76.6	87.9	66.7	66.7	66.0	-	-	-	-
Deferred ground lease payable and other liabilities	421.9	507.5	570.8	414.3	414.3	418.8	-	-	-	-
Inter-company borrowings	-	-	-	-	-	-	-	-	-	-
Redeemable preferred stock (mezzanine)	315.9	316.1	316.3	316.6	316.6	316.8	-	-	-	-
Equity	2,752.9	2,542.5	2,450.3	2,517.7	2,517.7	2,536.5	-	-	-	-
Total Liabilities and Equity	10,535.2	10,326.2	10,629.9	10,439.8	10,439.8	10,369.3	-	-	-	-

Note: Components may not sum to total due to rounding.

Crown Castle International Corp.
Balance Sheet
Unaudited Consolidated Balance Sheet
(in millions of dollars)

	CCAL									
	Q1:10	Q2:10	Q3:10	Q4:10	2010	Q1:11	Q2:11	Q3:11	Q4:11	2011
Assets:										
Cash and cash equivalents	10.4	11.4	17.8	21.5	21.5	15.8	-	-	-	-
Restricted cash	-	-	-	-	-	-	-	-	-	-
Deferred income tax assets	-	-	-	-	-	-	-	-	-	-
Other current assets	19.9	22.0	19.6	23.4	23.4	27.6	-	-	-	-
Property and equipment, net	199.8	182.8	203.0	210.7	210.7	208.2	-	-	-	-
Goodwill	0.6	0.6	0.7	0.7	0.7	0.7	-	-	-	-
Other intangible assets, net	10.0	9.2	10.7	11.5	11.5	11.5	-	-	-	-
Other assets, net	59.3	56.2	66.8	71.2	71.2	72.7	-	-	-	-
Inter-company borrowings	-	-	-	-	-	-	-	-	-	-
Total Assets	300.0	282.2	318.6	339.1	339.1	336.5	-	-	-	-
Liabilities and Equity:										
Current liabilities	58.7	57.0	59.3	66.5	66.5	64.4	-	-	-	-
Debt and other long-term obligations	0.0	0.0	-	-	-	-	-	-	-	-
Deferred income tax liabilities	-	-	-	-	-	-	-	-	-	-
Deferred ground lease payable and other liabilities	32.4	29.8	33.4	35.9	35.9	37.0	-	-	-	-
Inter-company borrowings	274.7	256.0	295.2	309.4	309.4	308.6	-	-	-	-
Redeemable preferred stock (mezzanine)	-	-	-	-	-	-	-	-	-	-
Equity	(65.8)	(60.6)	(69.3)	(72.7)	(72.7)	(73.5)	-	-	-	-
Total Liabilities and Equity	300.0	282.2	318.6	339.1	339.1	336.5	-	-	-	-

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Crown Castle International Corp.
Balance Sheet
Unaudited Consolidated Balance Sheet
(in millions of dollars)

	Eliminations									
	Q1:10	Q2:10	Q3:10	Q4:10	2010	Q1:11	Q2:11	Q3:11	Q4:11	2011
Assets:										
Cash and cash equivalents	-	-	-	-	-	-	-	-	-	-
Restricted cash	-	-	-	-	-	-	-	-	-	-
Deferred income tax assets	-	-	-	-	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-	-	-	-	-
Property and equipment, net	-	-	-	-	-	-	-	-	-	-
Goodwill	-	-	-	-	-	-	-	-	-	-
Other intangible assets, net	-	-	-	-	-	-	-	-	-	-
Other assets, net	-	-	-	-	-	-	-	-	-	-
Inter-company borrowings	(274.7)	(256.0)	(295.2)	(309.4)	(309.4)	(308.6)	-	-	-	-
Total Assets	(274.7)	(256.0)	(295.2)	(309.4)	(309.4)	(308.6)	-	-	-	-
Liabilities and Equity:										
Current liabilities	-	-	-	-	-	-	-	-	-	-
Debt and other long-term obligations	-	-	-	-	-	-	-	-	-	-
Deferred income tax liabilities	-	-	-	-	-	-	-	-	-	-
Deferred ground lease payable and other liabilities	-	-	-	-	-	-	-	-	-	-
Inter-company borrowings	(274.7)	(256.0)	(295.2)	(309.4)	(309.4)	(308.6)	-	-	-	-
Redeemable preferred stock (mezzanine)	-	-	-	-	-	-	-	-	-	-
Equity	-	-	-	-	-	-	-	-	-	-
Total Liabilities and Equity	(274.7)	(256.0)	(295.2)	(309.4)	(309.4)	(308.6)	-	-	-	-

Note: Components may not sum to total due to rounding.

**Crown Castle International Corp.
Selected Financial Debt Covenants**

Crown Castle Operating Company Credit Facilities

Consolidated Leverage Ratio ⁽¹⁾

Limited to 7.50x or less

Consolidated Interest Coverage Ratio ⁽²⁾

Limited to 2.00x or higher

Senior Secured Notes Debt Service Coverage Ratio ⁽³⁾

At asset entities related to Senior Secured Tower Revenue Notes, Series 2010-1, 2010-2, 2010-3, 2010-4, 2010-5, and 2010-6 limited to 2.00x or higher

At asset entities related to 7.75% Senior Secured Notes Due 2017 limited to 1.75x or higher

At asset entities related to Senior Secured Notes, Series 2009-1 limited to 1.75x or higher

Senior Secured Tower Revenue Notes, Series 2010-1, Series 2010-2, Series 2010-3, Series 2010-4, Series 2010-5, and Series 2010-6 ⁽³⁾

Cash Trap Condition:

At the Issuer level - Exists if Debt Service Coverage Ratio falls below 1.75x

Amortization Period:

At the Issuer level - Exists if Debt Service Coverage Ratio falls below 1.45x

7.750% Senior Secured Notes Due 2017 ⁽³⁾

Cash Trap Condition:

At the Issuer level- Exists if Debt Service Coverage Ratio falls below 1.35x

Repayment Event Trigger:

At the Issuer level - Exists if Debt Service Coverage Ratio falls below 1.20x

Senior Secured Notes, Series 2009-1 ⁽³⁾

Cash Trap Condition:

At the Issuer level - Exists if Debt Service Coverage Ratio falls below 1.30x

Amortization Period:

At the Issuer level - Exists if Debt Service Coverage Ratio falls below 1.15x

Definition of Terms:

(1) Consolidated Leverage Ratio:

Total Consolidated Debt
Last Quarter Annualized Consolidated Adjusted EBITDA

(2) Consolidated Interest Coverage Ratio:

Last Quarter Annualized Consolidated Adjusted EBITDA
Forward Twelve Months Cash Interest Payments

(3) Senior Secured Notes Debt Service Coverage Ratio:

Trailing Twelve Months Consolidated Net Cash Flow of Asset Entities
Forward Twelve Months Cash Interest Payments on the Notes of the Asset Entities

Crown Castle International Corp.
Long-Term Debt & Preferred Stock Summary
Unaudited
(in millions of dollars)

	CCIC Consolidated							
	Q1:10	Q2:10	Q3:10	Q4:10	Q1:11	Q2:11	Q3:11	Q4:11
Crown Castle Operating Company Revolving Credit Facility	-	-	-	157.0	107.0	-	-	-
2007 Crown Castle Operating Company Term Loans	630.5	628.9	627.3	625.6	624.0	-	-	-
Total Bank Debt	630.5	628.9	627.3	782.6	731.0	-	-	-
Senior Secured Tower Revenue Notes, Series 2006-1	1,326.0	1,326.0	-	-	-	-	-	-
Senior Secured Tower Revenue Notes, Series 2010-1-2010-3	1,900.0	1,900.0	1,900.0	1,900.0	1,900.0	-	-	-
Senior Secured Tower Revenue Notes, Series 2010-4-2010-6	-	-	1,550.0	1,550.0	1,550.0	-	-	-
Senior Secured Notes, Series 2009-1	242.4	239.6	236.4	233.1	229.3	-	-	-
Total Securitized Debt	3,468.4	3,465.6	3,686.4	3,683.1	3,679.3	-	-	-
7.75% Senior Secured Notes due 2017	973.8	974.5	975.2	975.9	976.7	-	-	-
9% Senior Notes due 2015	796.2	799.1	802.0	805.0	808.0	-	-	-
7.5% Senior Notes due 2013	0.1	0.1	0.1	0.1	0.1	-	-	-
7.125% Senior Notes due 2019	497.6	497.6	497.7	497.7	497.8	-	-	-
Total High Yield Debt	2,267.6	2,271.2	2,274.9	2,278.6	2,282.5	-	-	-
Capital leases and Other Obligations	21.8	23.3	27.6	34.5	39.5	-	-	-
Other Long-Term Obligations	21.8	23.3	27.6	34.5	39.5	-	-	-
Debt and Other Long-Term Obligations	6,388.3	6,388.9	6,616.1	6,778.9	6,732.4	-	-	-
6.25% Convertible Preferred Stock	315.9	316.1	316.3	316.6	316.8	-	-	-
Total Preferred Stock	315.9	316.1	316.3	316.6	316.8	-	-	-

Note: Components may not sum to total due to rounding.

Crown Castle International Corp.
Debt Detail as of March 31, 2011
Unaudited
(in millions of dollars)

ISSUE	Face Amount	Final	Interest Payment Dates
Crown Castle Operating Company Revolving Credit Facility ⁽¹⁾	\$107.0	September 2013	Various
2007 Crown Castle Operating Company Term Loans	624.0	March 2014	Various
9% Senior Notes Due 2015	866.9	January 2015	Jan. 15 / July 15
7.5% Senior Notes Due 2013	0.1	December 2013	June 1 / Dec. 1
7.75% Senior Secured Notes Due 2017	1,000.4	May 2017	Feb. 1, May 1, Aug. 1, Nov. 1
7.125% Senior Notes Due 2019	500.0	November 2019	May 1 / Nov. 1
Senior Secured Notes, Series 2009-1 ⁽²⁾	229.3	Various	Monthly
Senior Secured Tower Revenue Notes, Series 2010-1-2010-3 ⁽³⁾	1,900.0	Various	Monthly
Senior Secured Tower Revenue Notes, Series 2010-4-2010-6 ⁽⁴⁾	1,550.0	Various	Monthly
Capital Leases and Other Obligations	39.5	Various	Various
Total Debt	\$6,817.2		
6 1/4 % Convertible Preferred Stock	316.8	August 2012	N/A
Total Preferred Stock	\$316.8		

(1) \$400 million Revolving Credit Facility with current availability of \$293.0 million

(2) The 2009 Securitized Notes consist of \$159.3 million of principal as of March 31, 2011 that amortizes during the period beginning January 2010 and ending in 2019, and \$70.0 million of principal that amortizes during the period beginning in 2019 and ending in 2029

(3) The Senior Secured Tower Revenue Notes, Series 2010-1, 2010-2, and 2010-3 have principal amounts of \$300.0 million, \$350.0 million, and \$1,250.0 million with anticipated repayment dates of 2015, 2017, and 2020, respectively

(4) The Senior Secured Tower Revenue Notes, Series 2010-4, 2010-5, and 2010-6 have principal amounts of \$250.0 million, \$300.0 million and \$1,000.0 million with anticipated repayment dates of 2015, 2017 and 2020, respectively

Note: Components may not sum to total due to rounding.

Crown Castle International Corp.
Pro Forma Shares Outstanding Summary
Unaudited

(in thousands, except per share amounts)

Crown Castle International Corp.								
	Q1:10	Q2:10	Q3:10	Q4:10	Q1:11	Q2:11	Q3:11	Q4:11
Weighted-average common shares outstanding - basic	288,451	286,080	286,119	286,406	286,998			
Shares issued:								
Common stock	286,775	285,804	286,402	286,529	287,118			
Restricted common stock	4,456	4,447	4,516	4,297	3,600			
Actual shares outstanding at end of period	291,231	290,251	290,918	290,826	290,718			
Potential transactions:								
6.25% convertible preferred stock (as converted) ⁽¹⁾	8,625	8,625	8,625	8,625	8,625			
Outstanding stock options	1,070	1,015	419	212	179			
Pro forma total shares outstanding	300,926	299,891	299,962	299,663	299,522			
Effects of assumed dilution from potential common shares: ⁽²⁾								
Options to purchase shares of common stock ⁽³⁾	-	-	-	266	161			
Shares of restricted common stock ⁽⁴⁾	-	-	-	1,329	1,846			
Weighted-average common shares outstanding - diluted	288,451	286,080	286,119	288,000	289,005			

(1) Shares of the 6.25% convertible preferred stock are convertible, at the option of the holder, into shares of Crown's common stock at a conversion price of \$36.875 per share of common stock. Under certain circumstances, Crown generally has the right to convert the 6.25% convertible preferred stock into 8.6 million shares of common stock, if the price per share of Crown's common stock equals or exceeds 120% of the conversion price, or \$44.25, for at least 20 trading days in any consecutive 30-day trading period.

(2) Consistent with generally accepted accounting pronouncements, the calculation of shares outstanding for the diluted computations excludes potential common shares that would be anti-dilutive under the treasury stock method.

(3) Excludes options to purchase shares of common stock that are not in-the-money based off the average stock price for the period.

(4) Excludes restricted common stock with stock price hurdles that would not have been achieved assuming that the end of the reporting period was the end of the contingency period.