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VOICESTREAM WIRELESS CORP /DE

Form 4

April 10, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Stanton, John W.

c/o VoiceStream Wireless Corporation

12920 SE 38th Street

Bellevue, WA 98006

2. Issuer Name and Ticker or Trading Symbol

VoiceStream Wireless Corporation

VSTR

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

3/31/2001

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

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

(X) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other

(specify below)

Chairman and Chief Executive Officer

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

(X) Form filed by One Reporting Person

( ) Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	Price	5. Amount of Securities Beneficially Owned at End of Month
Common Stock	3/20/2001	S	15,000 (1)	D	\$91.5589	
Common Stock	3/21/2001	S	15,000 (1)	D	\$88.0583	
Common Stock	3/22/2001	S	15,000 (1)	D	\$88.0449	
Common Stock	3/23/2001	S	15,000 (1)	D	\$89.0541	
Common Stock	3/26/2001	S	15,000 (1)	D	\$91.1608	
Common Stock	3/27/2001	S	15,000 (1)	D	\$97.2571	
Common Stock	3/28/2001	S	15,000 (1)	D	\$94.3167	

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	001							
Common Stock	3/29/2   S		5,000 (1)	D	\$94.41			
	001							
Common Stock	3/30/2   S		5,000 (1)	D	\$92.9314	2,913,821 (2)		
	001							
Common Stock	3/20/2   S		3,000 (1)	D	\$91.5589			
	001							
Common Stock	3/21/2   S		3,000 (1)	D	\$88.0583			
	001							
Common Stock	3/22/2   S		3,000 (1)	D	\$88.0449			
	001							
Common Stock	3/23/2   S		3,000 (1)	D	\$89.0541			
	001							
Common Stock	3/26/2   S		3,000 (1)	D	\$91.1608			
	001							
Common Stock	3/27/2   S		3,000 (1)	D	\$97.2571			
	001							
Common Stock	3/28/2   S		3,000 (1)	D	\$94.3167			
	001							
Common Stock	3/29/2   S		3,000 (1)	D	\$94.41			
	001							
Common Stock	3/30/2   S		3,000 (1)	D	\$92.9314	1,671,647 (3)		
	001							
Common Stock	3/20/2   S		2,300 (1)	D	\$91.5589			
	001							
Common Stock	3/21/2   S		2,300 (1)	D	\$88.0583			
	001							
Common Stock	3/22/2   S		2,300 (1)	D	\$88.0449			
	001							
Common Stock	3/23/2   S		2,300 (1)	D	\$89.0541			
	001							
Common Stock	3/26/2   S		2,300 (1)	D	\$91.1608			
	001							
Common Stock	3/27/2   S		2,300 (1)	D	\$97.2571			
	001							
Common Stock	3/28/2   S		2,300 (1)	D	\$94.3167			
	001							
Common Stock	3/29/2   S		2,300 (1)	D	\$94.41			
	001							
Common Stock	3/30/2   S		2,300 (1)	D	\$92.9314	1,263,326 (4)		
	001							

[illegible]

1.Title of Derivative Security	2.Con- version or Exer- cise Price of Deriva- tive Secu- rity	3. Transaction	4.     Code V	5.Number of De- rivative Secu- rities Acqui- red(A) or Dis- posed of(D)  Amount	6.Date Exer- cisable and Expiration Date(Month/ Day/Year) Date  Expir- ation  D  cisa- ble	7.Title and Amount of Underlying Securities  Title and Number of Shares	8.F of vat Sec rit

1. The sale was pursuant to a Rule 10b5-1 plan as filed with the Company.

3. On March 12, 2001, VoiceStream Wireless Corporation declared a stock dividend, payable to all holders of record of common stock on March 23, 2001, of .0075 shares of common stock for each share of common stock outstanding. As a result, the reporting person received an additional 12,578 shares of common stock.

5. On March 12, 2001, VoiceStream Wireless Corporation declared a stock dividend, payable to all holders of record of common stock on March 23, 2001, of .0075 shares of common stock for each share of common stock outstanding. As a result, the reporting person received an additional 1,233 shares of common stock.

4/6/2001