

METROPCS COMMUNICATIONS INC

Form 3

August 10, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
2005Estimated average  
burden hours per  
response... 0.5**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

(Print or Type Responses)

1. Name and Address of Reporting  
Person \*Â Graves Herbert Cornelius IV  
(Last) (First) (Middle)8144 WALNUT HILL LANE,  
SUITE 800

(Street)

DALLAS,Â TXÂ 75231

(City) (State) (Zip)

2. Date of Event Requiring  
Statement(Month/Day/Year)  
08/08/20073. Issuer Name **and** Ticker or Trading Symbol

METROPCS COMMUNICATIONS INC [PCS]

4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ X Officer ☐ Other

(give title below) (specify below)

SVP, Market Operations, West

6. 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 Beneficially Owned**1. Title of Security  
(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)Reminder: Report on a separate line for each class of securities beneficially  
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form displays a  
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)Date Expiration  
Exercisable Date3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)Title Amount or  
Number of  
Shares4. Conversion  
or Exercise  
Price of  
Derivative  
Security5. Ownership  
Form of  
Derivative  
Security:  
Direct (D)  
or Indirect  
(I)6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

(Instr. 5)

Stock Option (right to buy)	Â <u>(1)(2)</u>	03/26/2012	Common Stock	8,427	\$ 1.57	D	Â
Stock Option (right to buy)	Â <u>(2)(3)</u>	03/26/2012	Common Stock	20,625	\$ 1.92	D	Â
Stock Option (right to buy)	Â <u>(2)(4)</u>	03/11/2014	Common Stock	49,863	\$ 5.49	D	Â
Stock Option (right to buy)	Â <u>(2)(5)</u>	08/03/2015	Common Stock	99,000	\$ 7.13	D	Â
Stock Option (right to buy)	Â <u>(6)</u>	12/30/2015	Common Stock	6,141	\$ 7.15	D	Â
Stock Option (right to buy)	Â <u>(2)(7)</u>	03/14/2016	Common Stock	78,300	\$ 7.15	D	Â
Stock Option (right to buy)	Â <u>(2)(8)</u>	12/22/2016	Common Stock	255,000	\$ 11.33	D	Â
Stock Option (right to buy)	Â <u>(2)(9)</u>	04/18/2017	Common Stock	117,000	\$ 23	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Graves Herbert Cornelius IV 8144 WALNUT HILL LANE, SUITE 800 DALLAS, TX 75231	Â	Â	Â SVP, Market Operations, West	Â

## Signatures

/s/ Herbert C. Graves IV 08/09/2007

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).

(1) This option was granted on March 26, 2002.

This option vests over a period of four years as follows: twenty-five percent (25%) of the option vests on the first anniversary of service beginning on the "Vesting Commencement Date" (as defined in the Employee Non-Qualified Option Grant Agreement). The remainder vests upon the reporting person's completion of each additional month of service, in a series of thirty-six (36) successive, equal monthly installments beginning with the first anniversary of the Vesting Commencement Date.

(3) This option was repriced from \$1.57 to \$1.92 on December 28, 2005.

(4) This option was granted on March 11, 2004 and was repriced from \$4.97 to \$5.49 on December 28, 2005.

(5) This option was granted on August 3, 2005.

(6)

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This option was granted on December 30, 2005. The option vested over a one-year period as follows: fifty percent (50%) of the underlying shares vested on January 1, 2006 and the remaining fifty percent (50%) of the underlying shares vested on January 1, 2007.

(7) This option was granted on March 14, 2006.

(8) This option was granted on December 22, 2006.

(9) This option was granted on April 18, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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