

METROPCS COMMUNICATIONS INC
 Form 4
 March 06, 2013

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
LORANG MALCOLM M

2. Issuer Name and Ticker or Trading Symbol
METROPCS COMMUNICATIONS INC [PCS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
03/04/2013

____ Director
 Officer (give title below) _____ 10% Owner
 _____ Other (specify below)
SVP & Chief Technology Officer

C/O METROPCS COMMUNICATIONS, INC., 2250 LAKESIDE BOULEVARD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

RICHARDSON, TX 75082

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/04/2013		M		12,535	A	\$ 7.1333
							119,992
Common Stock	03/04/2013		S ⁽¹⁾		12,535	D	\$ 10.0496
							<u>(2)</u>
Common Stock	03/04/2013		M		10,000	A	\$ 6.37
							117,457
Common Stock	03/04/2013		S ⁽¹⁾		10,000	D	\$ 10.0496
							107,457

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(2)

Common Stock	03/04/2013	F	171 (3)	D	\$ 10.14	107,286	D
Common Stock	03/04/2013	F	342 (4)	D	\$ 10.14	106,944	D
Common Stock	03/05/2013	M	18,000	A	\$ 6.37	124,944	D
Common Stock	03/05/2013	S(1)	18,000	D	\$ 10.2183	106,944	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 7.1333	03/04/2013		M	12,535	(6) 08/03/2015	Common Stock	12,535
Stock Option (right to buy)	\$ 6.37	03/04/2013		M	10,000	(7) 03/04/2020	Common Stock	10,000
Stock Option (right to buy)	\$ 6.37	03/05/2013		M	18,000	(7) 03/04/2020	Common Stock	18,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LORANG MALCOLM M C/O METROPCS COMMUNICATIONS, INC. 2250 LAKESIDE BOULEVARD RICHARDSON, TX 75082			SVP & Chief Technology Officer	

Signatures

/s/ Catherine Noyes, as Attorney in Fact for Malcolm M. Lorang	03/06/2013
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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) The sales reported for this Form 4 were effected pursuant to a rule 10b-5 trading plan adopted by the reporting person on December 7, 2012.

The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$10.00 to \$10.10, inclusive. The reporting person undertakes to provide to the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
 - (2) Shares withheld to satisfy minimum statutory tax withholding requirements on the vesting of restricted stock granted on March 4, 2009.
 - (3) Shares withheld to satisfy minimum statutory tax withholding requirements on the vesting of restricted stock granted on March 4, 2010.

The price reported in Column 4 is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$10.16 to \$10.30, inclusive. The reporting person undertakes to provide to the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
 - (4) The option was granted on August 3, 2005. Twenty-five percent (25%) of the option vested on March 31, 2006 and the remainder vested upon the reporting person's completion of each additional month of service, in a series of thirty-six (36) successive equal monthly installments.
 - (5) The option was granted on March 4, 2010. Twenty-five percent (25%) of the option vested on March 4, 2011 and 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.