

CURRIE PETER L S
Form 4
December 02, 2008

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 *
CURRIE PETER L S

2. Issuer Name and Ticker or Trading Symbol
CLEARWIRE CORP [CLWR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
4400 CARILLON POINT
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/28/2008

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

KIRKLAND, WA 98033
(City) (State) (Zip)

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

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 Ownership (Instr. 4)
				Code V	Amount (A) or (D) Price		
Class A Common Stock	11/28/2008		D		50,000	D	by Trust (2)
Class A Common Stock	11/28/2008		D		266,972 (3)	D	

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

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SEC 1474 (9-02)

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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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 15	11/28/2008		D	8,333	(4) 12/12/2015	Class A Common Stock	8,333
Non-Qualified Stock Option (right to buy)	\$ 15	11/28/2008		D	833	(4) 12/31/2015	Class A Common Stock	833
Non-Qualified Stock Option (right to buy)	\$ 18	11/28/2008		D	16,666	(4) 08/30/2016	Class A Common Stock	16,666
Non-Qualified Stock Option (right to buy)	\$ 25	11/28/2008		D	5,000	(4) 03/01/2017	Class A Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 17.11	11/28/2008		D	5,000	(4) 02/15/2015	Class A Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CURRIE PETER L S 4400 CARILLON POINT KIRKLAND, WA 98033		X		

Signatures

By: /s/ Frederick L. Williams, Jr. For: Peter L. S. Currie 12/02/2008

__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).

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- Upon the merger of Clearwire Corporation into Clearwire Sub LLC on November 28, 2008, as described in Clearwire Corporation's Registration Statement on Form S-4 filed with the Commission on October 9, 2008 (the "Merger"), the reporting person received consideration other than cash in the form of one share of New Clearwire Corporation (subsequently renamed Clearwire Corporation) Class A Common Stock for each share of Clearwire Corporation Class A Common Stock. On the effective date of the Merger, the closing price of Clearwire Corporation Class A Common Stock was \$6.62 per share, and the opening price of New Clearwire Corporation Class A Common Stock on the first trading day after the Merger was \$7.00 per share.
- (1) Class A Common Stock for each share of Clearwire Corporation Class A Common Stock. On the effective date of the Merger, the closing price of Clearwire Corporation Class A Common Stock was \$6.62 per share, and the opening price of New Clearwire Corporation Class A Common Stock on the first trading day after the Merger was \$7.00 per share.
 - (2) The reporting person is one of the trustees for the Currie Family Trust dated 2/3/1999.
 - (3) These shares were previously held indirectly by the reporting person through a grantor retained annuity trust and are now held directly.

- Upon the Merger, this option to receive Clearwire Corporation Class A Common Stock fully vested, and was converted into an option to receive the same number of shares of New Clearwire Corporation (subsequently renamed Clearwire Corporation) Class A Common Stock at the same exercise price.
- (4) receive the same number of shares of New Clearwire Corporation (subsequently renamed Clearwire Corporation) Class A Common Stock at the same exercise price.

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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