

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

Amendment No. 3
to
SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 3)*

Crown Castle International Corp.

(Name of Issuer)

Common Stock, Par Value \$0.01 Per Share

(Title of Class of Securities)

228227104

(CUSIP Number)

Katherine Ashton
Debevoise & Plimpton
International Financial Centre
Old Broad Street
London EC2N 1HQ
United Kingdom
(011)(44)(207) 786-9000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

January 11 - January 21, 2000

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of (S)(S) 240.13d-1(3), 240.13d-1(f) or 240.13d-1(g), check the following box ☐.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See (S) 240.13d-7(b) for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on the following pages)

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Candover Investments plc

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>

3	SEC USE ONLY

4	SOURCE OF FUNDS N.A.

5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>

6	CITIZENSHIP OR PLACE OF ORGANIZATION England

7	SOLE VOTING POWER NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
8	5,515,545

9	SHARED VOTING POWER 0

10	SOLE DISPOSITIVE POWER 5,515,545

11	SHARED DISPOSITIVE POWER 0

12	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 63,269,239 (Includes all Shares beneficially owned by persons reporting on the Original Schedule 13D)

13	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>

14	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 43.07%

15	TYPE OF REPORTING PERSON IV

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
	Candover (Trustees) Limited	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS N.A.	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION England	
	7	SOLE VOTING POWER
	NUMBER OF	101,329
	SHARES	
	8	SHARED VOTING POWER
	BENEFICIALLY OWNED BY	0
	EACH	SOLE DISPOSITIVE POWER
	9	101,329
	REPORTING PERSON	
	10	SHARED DISPOSITIVE POWER
	WITH	0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 63,269,239 (Includes all Shares beneficially owned by persons reporting on the Original Schedule 13D)	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 43.07%	
14	TYPE OF REPORTING PERSON IV	

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Candover Partners Limited (as general partner of the Candover 1994 UK Limited Partnership, the Candover 1994 UK No. 2 Limited Partnership, the Candover 1994 US No. 1 Limited Partnership and the Candover 1994 US No. 2 Limited Partnership)

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>

3	SEC USE ONLY

4	SOURCE OF FUNDS N.A.

5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>

6	CITIZENSHIP OR PLACE OF ORGANIZATION England

7	SOLE VOTING POWER NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
8	4,280,394

9	SHARED VOTING POWER 0

10	SOLE DISPOSITIVE POWER 4,280,394

11	SHARED DISPOSITIVE POWER 0

12	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 63,269,239 (Includes all Shares beneficially owned by persons reporting on the Original Schedule 13D)

13	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>

14	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 43.07%

15	TYPE OF REPORTING PERSON IV

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
	Candover Services Limited	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS N.A.	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION England	
	7	SOLE VOTING POWER
	NUMBER OF	4,280,394
	SHARES	
	8	SHARED VOTING POWER
	BENEFICIALLY OWNED BY	0
	EACH	SOLE DISPOSITIVE POWER
	9	
	REPORTING	4,280,394
	PERSON	
	10	SHARED DISPOSITIVE POWER
	WITH	0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 63,269,239 (Includes all Sharees beneficially owned by persons reporting on the Original Schedule 13D)	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 43.07%	
14	TYPE OF REPORTING PERSON IV	

Amendment No. 3 to a Statement on Schedule 13D

This Amendment No. 3 amends the Statement on Schedule 13D relating to the common stock, par value \$.01 per share (the "Shares"), of Crown Castle

International Corp., a Delaware corporation (the "Company") filed with the

Securities and Exchange Commission (the "Commission") on September 1, 1998 (the

"Original Schedule 13D"), as previously amended by Amendment No. 1 to Schedule

13D, filed with the Commission on November 9, 1999 and Amendment No. 2 to Schedule 13D, filed with the Commission on December 22, 1999. This Statement is being filed on behalf of the reporting persons (each a "Candover Reporting

Person," and collectively the "Candover Reporting Persons") identified on the

- - - - -
cover pages of this Amendment No. 3. Information in respect of each Candover Reporting Person is given solely by such Candover Reporting Person and no Candover Reporting Person has responsibility for the accuracy or completeness of information supplied by any other Candover Reporting Person.

Item 1. Security and Issuer.

This Item is not amended.

Item 2. Identity and Background.

This Item is not amended.

Item 3. Source and Amount of Funds or Other Consideration.

This Item is supplemented as follows:

Over the period from January 11, 2000 to January 21, 2000, the Candover Reporting Persons sold 1,000,000 Shares in the aggregate pursuant to Rule 144 under the Securities Act of 1933, as amended. The number of Shares sold on behalf of each Candover Reporting Person is set forth in the following table:

Seller -----	Number of Shares Sold -----
Candover Investments plc ("Candover Investments") -----	205,600
Candover Partners Limited ("Candover Partners") ----- (as general partner of the Candover 1994 UK Limited Partnership)	406,100
Candover Partners (as general partner of the Candover 1994 UK No.2 Limited Partnership)	110,000
Candover Partners (as general partner of the Candover 1994 US No.1 Limited Partnership)	19,700
Candover Partners (as general partner of the Candover 1994 US No.2 Limited Partnership)	240,200
Candover (Trustees) Limited ("Candover Trustees") -----	18,400

More detailed information relating to such sales, including the average daily sale price and the number of Shares sold on a daily basis, is attached as Schedule A hereto, which schedule is hereby incorporated into this Item 3 by reference in its entirety.

Form 144 notices relating to such sales were filed with the Commission on January 11, 2000. See Exhibits 1 through 6 hereto. Sales were made on Nasdaq through Lehman Brothers, Inc. ("Lehman Brothers"), a registered broker

under the Securities Exchange Act of 1934, as amended (the "Exchange Act").

Such sales were also reported on a Form 4, filed with

the Commission on February 10, 2000. See Exhibit 7 hereto.

Item 4. Purpose of Transaction.

This Item is supplemented as follows:

The purposes of the sales by the Candover Reporting Persons described in Item 3 above were to diversify the equity holdings of the Candover Reporting Persons and to realize part of the value of the investment in the Shares for the benefit of the investors in the partnerships on whose behalf Candover Partners made sales.

Additional sales may be made in the future for such purposes or for other purposes. Although each of the Candover Reporting Persons believes that the Shares that it beneficially owns are an attractive investment, each of the Candover Reporting Persons on an individual basis continues to monitor and evaluate its investment in the Company in light of pertinent factors, including without limitation the following: (i) the Company's business, operations,

assets, financial condition and prospects; (ii) market, general economic and

other conditions; and (iii) other investment opportunities available to one or

more of the Candover Reporting Persons. Candover Partners also monitors and evaluates the Shares it holds in light of its obligations as the general partner of the Candover 1994 UK Limited Partnership, the Candover 1994 UK No.2 Limited Partnership, the Candover 1994 US No.1 Limited Partnership and the Candover 1994 US No.2 Limited Partnership (collectively the "Candover Partnerships").

Candover Trustees also monitors and evaluates the Shares it holds in light of its obligations as the trustee of the Candover Staff Co-Investment Scheme.

In light of the foregoing factors, and the plans and requirements of the Candover Reporting Persons from time to time, some or all of the Candover Reporting Persons may decide to: (i) dispose of some or all of the securities of

the Company which they beneficially own; or (ii) acquire additional securities

of the Company. The Candover Reporting Persons reserve the right, either individually or in any combination among themselves or together with one or more stockholders of the Company, to decide in the future to take or cause to be taken one or more of the foregoing actions. There can be no assurance that any of the foregoing transactions will occur or as to the timing of any such transactions.

Except as set forth above, none of the Candover Reporting Persons has plans or proposals with respect to any of the matters set forth in paragraphs (a) through (j) of Item 4 of Schedule 13D.

The Candover Reporting Persons disclaim that they are part of a group (as such term is set forth in Rule 13(d) under the Exchange Act). Additionally, each Candover Reporting Person disclaims beneficial ownership of all Shares which are not directly owned of record by such Candover Reporting Person.

Item 5. Interest in Securities of the Issuer.

This Item is supplemented and amended as follows:

In accordance with Rule 13d-5(b)(1) under the Exchange Act and by virtue of the Stockholders Agreement discussed in Item 6 of the Original Schedule 13D (subject to the disclaimer in Item 4 of the Original Schedule 13D, Amendment No.1 thereto, Amendment No.2 thereto and this Amendment No.3), each of the Candover Reporting Persons may be deemed to own 63,269,239 Shares, which constitute approximately 43.07% of the 146,906,624 Shares deemed outstanding as of February 8, 2000. The amount deemed owned constitutes the number of Shares in which the reporting persons that filed the Original Schedule 13D are interested or deemed interested.

The information contained in Item 3 of this Amendment No.3 is hereby incorporated into this Item 5 by reference in its entirety.

Candover Investments plc
- - - - -

Candover Investments has sole voting power with respect to 5,515,545 Shares and has sole dispositive power with respect to 5,515,545 Shares. Candover Investments is the direct beneficial owner of 1,133,822 Shares over which it has sole voting and dispositive power. By virtue of the relationships reported under Item 2 of the Original Schedule 13D, as amended by Amendment No.1 thereto, Candover Investments may be deemed to have indirect beneficial ownership of the Shares beneficially owned by Candover Trustees and Candover Partners.

Candover (Trustees) Limited
- - - - -

Candover Trustees has sole voting power with respect to 101,329 Shares and has sole dispositive power with respect to 101,329 Shares. Candover Trustees is the direct beneficial owner of 101,329 Shares over which it has sole voting and dispositive power.

Candover Partners Limited (as general partner of the Candover 1994 UK Limited Partnership, the Candover 1994 UK No.2 Limited Partnership, the Candover 1994 US No.1 Limited Partnership and the Candover 1994 US No.2 Limited Partnership).
- - - - -

Candover Partners has sole voting power with respect to 4,280,394 Shares and has sole dispositive power with respect to 4,280,394 Shares. Candover Partners is the direct beneficial owner of 4,280,394 Shares over which it has sole voting and dispositive power.

Candover Services Limited
- - - - -

Candover Services has sole voting power with respect to 4,280,394 Shares and has sole dispositive power with respect to 4,280,394 Shares. By virtue of the relationships reported under Item 2

of the Original Schedule 13D, as amended by Amendment No. 1 thereto, Candover Services may be deemed to have indirect beneficial ownership of the Shares beneficially owned by Candover Partners.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

This Item is not amended.

Item 7. Material to Be Filed as Exhibits.

Exhibit 1 Form 144 filed with the Commission on January 11, 2000 by Candover Partners as general partner of the Candover 1994 UK Limited Partnership.

Exhibit 2 Form 144 filed with the Commission on January 11, 2000 by Candover Partners as general partner of the Candover 1994 UK No.2 Limited Partnership.

Exhibit 3 Form 144 filed with the Commission on January 11, 2000 by Candover Partners as general partner of the Candover 1994 US No.1 Limited Partnership.

- Exhibit 4 Form 144 filed with the Commission on January 11, 2000 by Candover Partners as general partner of the Candover 1994 US No.2 Limited Partnership.
- Exhibit 5 Form 144 filed with the Commission on January 11, 2000 by Candover Trustees.
- Exhibit 6 Form 144 filed with the Commission on January 11, 2000 by Candover Investments.
- Exhibit 7 Form 4 filed with the Commission on February 10, 2000 by Candover Investments, Candover Partners, Candover Partners as general partner of the Candover Partnerships, Candover Trustees and Candover Services.

Exhibit 8 Joint Filing Agreement, dated February 10, 2000, among Candover Investments plc, Candover (Trustees) Limited, Candover Partners Limited and Candover Services Limited.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 10, 2000

CANDOVER INVESTMENTS PLC

By: /s/ P.R. Neal

Name: P.R. Neal

Title: Company Secretary

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 10, 2000

CANDOVER (TRUSTEES) LIMITED

By: /s/ P.R. Neal

Name: P.R. Neal

Title: Company Secretary

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief,
I certify that the information set forth in this statement is true, complete and
correct.

Date: February 10, 2000

CANDOVER PARTNERS LIMITED
(as general partner of the Candover 1994 UK
Limited Partnership, the Candover 1994 UK
No. 2 Limited Partnership, the Candover 1994
US No. 1 Limited Partnership and the Candover
1994 US No. 2 Limited Partnership)

By: /s/ P.R. Neal

Name: P.R. Neal
Title: Company Secretary

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 10, 2000

CANDOVER SERVICES LIMITED

By: /s/ P.R. Neal

Name: P.R. Neal

Title: Company Secretary

SCHEDULE A

CCIC Sale Programme - 1999(4)

Candover Investments plc						
Date	Sale price per share US\$	No. of Shares Sold	Gross Proceeds US\$	SEC Fee US\$	Net Amount US\$	
11/01/2000	31.5000	2,056	64,764.00	- 2.16	64,761.84	
13/01/2000	30.0000	56,540	1,696,200.00	- 56.54	1,696,143.46	
14/01/2000	30.0000	20,560	616,800.00	- 20.56	616,779.44	
18/01/2000	30.0508	16,448	494,275.56	- 16.48	494,259.08	
19/01/2000	30.1786	14,392	434,330.41	- 14.48	434,315.93	
20/01/2000	30.0859	49,344	1,484,558.65	- 49.49	1,484,509.16	
21/01/2000	30.9014	46,260	1,429,498.76	- 47.64	1,429,451.12	

shrs in sale program		205,600				
shrs left to go		-				

Sales :-		205,600	6,220,427.38	- - 207.35	6,220,220.03	
=====						
Original Holding		2,329,318				
Previous Sales		- 989,896	19,384,985.94	- 646.19	19,384,339.75	
=====						
Holding ('11/01/2000)		1,339,422				

Total Sales		1,195,496			25,604,559.78	

No. of shares held						
after sales :-		1,133,822				
=====						

Candover Trustees Ltd				
No. of Shares Sold US\$	Gross Proceeds US\$	SEC Fee US\$	Net Amount US\$	
184	5,796.00	- 0.19	5,795.81	
5,060	151,800.00	- 5.06	151,794.94	
1,840	55,200.00	- 1.84	55,198.16	
1,472	44,234.78	- 1.47	44,233.31	
1,288	38,870.04	- 1.30	38,868.74	
4,416	132,859.33	- 4.43	132,854.90	
4,140	127,931.80	- 4.26	127,927.54	

18,400					
-	-				
-	-				
-	-				
-	-				
18,400	556,691.94	-	-	18.55	556,673.39
=====	=====	=====	=====	=====	=====
208,317					
-	-	88,588	1,734,805.81	-	57.84
=====	=====	=====	=====	=====	=====
119,729					
-	-				
106,988					2,291,421.36
-	-				
-	-				

Note - Broker's commission of US\$ 0.0625 is taken from the spread. 'ie.- the price quoted is after taking out commission.

1994 UK L.P.

No. of Shares Sold	Gross Proceeds US\$	SEC Fee US\$	Net Amount US\$
4,061	127,921.50	- 4.26	127,917.24
111,678	3,350,340.00	- 111.68	3,350,228.32
40,610	1,218,300.00	- 40.61	1,218,259.39
32,488	976,290.39	- 32.54	976,257.85
28,427	857,887.06	- 28.60	857,858.46
97,464	2,932,292.16	- 97.74	2,932,194.42
91,372	2,823,522.72	- 94.10	2,823,428.62

406,100

-

406,100 12,286,553.83 - - 409.53 12,286,144.30

4,600,805
- 1,955,231 38,289,001.24 -1,276.60 38,287,724.64

2,645,574

2,361,331 50,573,868.94

2,239,474

1994 UK. No.2 L.P.

No. of Shares Sold	Gross Proceeds US\$	SEC Fee US\$	Net Amount US\$
1,100	34,650.00	- 1.16	34,648.84
30,250	907,500.00	- 30.25	907,469.75
11,000	330,000.00	- 11.00	329,989.00
8,800	264,447.04	- 8.81	264,438.23
7,700	232,375.22	- 7.75	232,367.47
26,400	794,267.76	- 26.48	794,241.28
24,750	764,809.65	- 25.49	764,784.16

110,000

-

110,000 3,328,049.67 - - 110.94 3,327,938.73

1,246,810					
-	529,612	9,236,939.81	-	345.72	9,236,594.09
=====					
	717,198				

	639,612				12,564,532.82

	607,198				
=====					

1994 US. No.1 L.P.				

No. of Shares Sold	Gross Proceeds US\$		SEC Fee US\$	Net Amount US\$

197	6,205.50	-	0.21	6,205.29
5,417	162,510.00	-	5.42	162,504.58
1,970	59,100.00	-	1.97	59,098.03
1,576	47,360.06	-	1.58	47,358.48
1,379	41,616.29	-	1.39	41,614.90
4,728	142,246.14	-	4.74	142,241.40
4,433	136,985.91	-	4.57	136,981.34

19,700

-

19,700	596,023.89	-	-	19.88	596,004.01
=====					

223,305					
-	94,848	1,857,397.22	-	61.89	1,857,335.33
=====					
	128,457				

	114,548				2,453,339.34

108,757

=====

1994 US. No.2 L.P.

No. of Shares Sold	Gross Proceeds US\$	SEC Fee US\$	Net Amount US\$
2,402	75,663.00	- 2.52	75,660.48
66,055	1,981,650.00	- 66.06	1,981,583.94
24,020	720,600.00	- 24.02	720,575.98
19,216	577,456.17	- 19.25	577,436.92
16,814	507,422.98	- 16.91	507,406.07
57,648	1,734,391.96	- 57.81	1,734,334.15
54,045	1,670,066.16	- 55.66	1,670,010.50

240,200

-

240,200	7,267,250.28	- - 242.23	7,267,008.05
---------	--------------	------------	--------------

2,721,645			
- 1,156,480	22,647,180.53	- 756.13	22,646,424.40

1,565,165

1,396,680

29,913,432.45

1,324,965

TOTALS

No. of Shares Sold	Gross Proceeds US\$	SEC Fee US\$	Net Amount US\$
10,000	315,000.00	- 10.50	314,989.50
275,000	8,250,000.00	- 275.01	8,249,724.99
100,000	3,000,000.00	- 100.00	2,999,900.00
80,000	2,404,064.00	- 80.13	2,403,983.87
70,000	2,112,502.00	- 70.43	2,112,431.57
240,000	7,220,616.00	- 240.69	7,220,375.31
225,000	6,952,815.00	- 231.72	6,952,583.28
-	-	-	-
-	-	-	-
-	-	-	-

1,000,000

1,000,000	30,254,997.00	-	-1,008.48	30,253,988.52	-
=====					
11,330,200					
- 4,814,655	93,150,310.55		-2,451.11	93,147,859.44	
=====					
6,515,545					

5,814,655				123,401,847.96	

5,515,545					
=====					
Average price per share = US\$				21.22	

EXHIBIT INDEX

Exhibit No.

Description

- | | |
|---|--|
| 1 | Form 144 filed with the Commission on January 11, 2000 by Candover Partners as general partner of the Candover 1994 UK Limited Partnership is incorporated herein by reference. |
| 2 | Form 144 filed with the Commission on January 11, 2000 by Candover Partners as general partner of the Candover 1994 UK No.2 Limited Partnership is incorporated herein by reference. |
| 3 | Form 144 filed with the Commission on January 11, 2000 by Candover Partners as general partner of the Candover 1994 US No.1 Limited Partnership is incorporated herein by reference. |
| 4 | Form 144 filed with the Commission on January 11, 2000 by Candover Partners as general partner of the Candover 1994 US No.2 Limited Partnership is incorporated herein by reference. |
| 5 | Form 144 filed with the Commission on January 11, 2000 by Candover Trustees is incorporated herein by reference. |
| 6 | Form 144 filed with the Commission on January 11, 2000 by Candover Investments is incorporated herein by reference. |

- 7 Form 4 filed with the Commission on February 10, 2000 by Candover Investments, Candover Partners, Candover Partners as general partner of the Candover Partnerships, Candover Trustees and Candover Services is incorporated herein by reference.
- 8 Joint Filing Agreement, dated February 10, 2000, among Candover Investments plc, Candover (Trustees) Limited, Candover Partners Limited and Candover Services Limited.

Joint Filing Agreement

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned hereby (i) agree to the joint filing with all other Candover Reporting Persons (as such term is defined in the amendment to the statement on Schedule 13D described below) on behalf of each of them of an amendment to a statement on Schedule 13D with respect to the common stock, par value \$.01 per share, of Crown Castle International Corp. and (ii) agree that this Agreement be included as an Exhibit to such joint filing. This Agreement may be executed in any number of counterparts all of which taken together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned, being duly authorized, hereby executes this Agreement this 10th day of February, 2000.

CANDOVER INVESTMENTS PLC

By: /s/ P. R. Neal

Name: P. R. Neal
Title: Company Secretary

CANDOVER (TRUSTEES) LIMITED

By: /s/ P. R. Neal

Name: P. R. Neal
Title: Company Secretary

CANDOVER PARTNERS LIMITED
(as general partner of the Candover 1994 UK
Limited Partnership, the Candover 1994 UK No.2
Limited Partnership, the Candover 1994 US No.1
Limited Partnership and the Candover 1994 US
No.2 Limited Partnership)

By: /s/ P. R. Neal

Name: P. R. Neal
Title: Company Secretary

CANDOVER SERVICES LIMITED

By: /s/ P. R. Neal

Name: P. R. Neal
Title: Company Secretary