

NII HOLDINGS INC
Form 3
July 06, 2015

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

OMB APPROVAL

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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 *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Aurelius Capital Management, LP			(Month/Day/Year) 06/26/2015	NII HOLDINGS INC [NONE]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
535 MADISON AVENUE,Â 22ND FLOOR			(Check all applicable)		
(Street)			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
NEW YORK,Â NYÂ 10022			<input type="checkbox"/> Officer	<input type="checkbox"/> Other	<input type="checkbox"/> Form filed by One Reporting Person
(City)	(State)	(Zip)	(give title below) (specify below)		<input checked="" type="checkbox"/> 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)
Common stock, par value \$0.001 ("Common Stock")	13,635,623	I	See footnotes <u>(1)</u> <u>(2)</u>

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

SEC 1473 (7-02)

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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)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Aurelius Capital Management, LP 535 MADISON AVENUE 22ND FLOOR NEW YORK, NY 10022	^	^ X	^	^
ACP Master, Ltd. C/O GLOBEOP FINCL SERVICES (CAYMAN) LTD 45 MARKET ST, GARDENIA CT, CAMANA BAY GRAND CAYMAN, E9 KY1-9003	^	^ X	^	^
Aurelius Capital Master, Ltd. C/O GLOBEOP FINCL SERVICES (CAYMAN) LTD 45 MARKET ST, GARDENIA CT, CAMANA BAY GRAND CAYMAN, E9 KY1-9003	^	^ X	^	^
Aurelius Convergence Master, Ltd. C/O GLOBEOP FINCL SERVICES (CAYMAN) LTD 45 MARKET ST, GARDENIA CT, CAMANA BAY GRAND CAYMAN, E9 KY1-9003	^	^ X	^	^
Aurelius Investment, LLC C/O AURELIUS CAPITAL MANAGEMENT, LP 535 MADISON AVENUE, 22ND FL NEW YORK, NY 10022	^	^ X	^	^
Brodsky Mark D. C/O AURELIUS CAPITAL MANAGEMENT, LP 535 MADISON AVENUE, 22ND FL NEW YORK, NY 10022	^	^ X	^	^

Signatures

ACP MASTER, LTD., By: Aurelius Capital Management, LP, solely as investment manager and not in its individual capacity, By: /s/ Dan Gropper, Managing Director 07/06/2015

**Signature of Reporting Person

Date

AURELIUS CAPITAL MASTER, LTD., By: Aurelius Capital Management, LP, solely as investment manager and not in its individual capacity, By: /s/ Dan Gropper, Managing Director 07/06/2015

**Signature of Reporting Person

Date

AURELIUS CONVERGENCE MASTER, LTD., By: Aurelius Capital Management, LP, solely as investment manager and not in its individual capacity, By: /s/ Dan Gropper, 07/06/2015

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Managing Director

Signature of Reporting Person

Date

AURELIUS INVESTMENT, LLC, By: Aurelius Capital Management, LP, solely as manager and not in its individual capacity, By: /s/ Dan Gropper, Managing Director

07/06/2015

Signature of Reporting Person

Date

AURELIUS CAPITAL MANAGEMENT, LP, By: /s/ Dan Gropper, Managing Director

07/06/2015

Signature of Reporting Person

Date

MARK D. BRODSKY, By: /s/ Mark D. Brodsky

07/06/2015

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) The shares of Common Stock to which this Form 3 relates are directly held by (i) ACP Master, Ltd., a Cayman Islands exempted company; (ii) Aurelius Capital Master, Ltd., a Cayman Islands exempted company; (iii) Aurelius Convergence Master, Ltd., a Cayman Islands exempted company; and (iv) Aurelius Investment, LLC, a Delaware limited liability company, which is owned by ACP Master, Ltd. Aurelius Capital Master, Ltd. and Aurelius Convergence Master, Ltd.
(2) Aurelius Capital Management, LP serves as the investment manager or manager to ACP Master, Ltd., Aurelius Capital Master, Ltd., Aurelius Convergence Master, Ltd. and Aurelius Investment, LLC. Mark D. Brodsky serves as the Senior Managing Member of Aurelius Capital Management GP, LLC, which is the general partner of Aurelius Capital Management, LP.

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Remarks:

Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein, except

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