

ATLANTIC TELE NETWORK INC /DE  
 Form 5  
 February 13, 2015

# FORM 5

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

OMB APPROVAL  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**PRIOR MICHAEL T**  
  
 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol  
**ATLANTIC TELE NETWORK INC /DE [ATNI]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President and CEO**

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2014**

**C/O ATLANTIC TELE-NETWORK, INC., 600 CUMMINGS CENTER**  
 (Street)

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

6. Individual or Joint/Group Reporting (check applicable line)

**BEVERLY, MA 01915**  
 (City) (State) (Zip)

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) | Amount (A) or Price (D) | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|-------------------------|--|--|-----------------------------------|
| Common Stock                    | 05/13/2014                           | Â  | G                              | 9 D   | \$ 0                    | 499,350  | D  | Â                                 |
| Common Stock                    | 06/03/2014                           | Â  | G                              | 180 D   | \$ 0                    | 499,170  | D  | Â                                 |
| Common Stock                    | 10/03/2014                           | Â  | G                              | 37 D  | \$ 0                    | 499,133  | D  | Â                                 |

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|              |            |   |    |     |   |      |         |   |  |
|--------------|------------|---|----|-----|---|------|---------|---|--|
| Common Stock | 11/03/2014 | Â | G4 | 187 | D | \$ 0 | 498,946 | D | Â  |
| Common Stock | 11/13/2014 | Â | G  | 757 | D | \$ 0 | 498,189 | D | Â  |
| Common Stock | 12/08/2014 | Â | G  | 60  | D | \$ 0 | 498,129 | D | Â  |
| Common Stock | 12/17/2014 | Â | G  | 50  | D | \$ 0 | 498,079 | D | Â  |
| Common Stock | 12/17/2014 | Â | G  | 200 | A | \$ 0 | 10,886  | I | Trustee of Samantha R. Prior 2014 Trust <sup>(1)</sup> |
| Common Stock | 12/17/2014 | Â | G  | 200 | A | \$ 0 | 11,286  | I | Trustee of Aidan W. Prior 2015 Trust <sup>(1)</sup>    |
| Common Stock | 12/17/2014 | Â | G  | 200 | A | \$ 0 | 11,686  | I | By Child   |

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

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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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of Derivative Security (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--------------------------------------|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares           |

## Reporting Owners

Reporting Owner Name / Address

**Relationships**

|          |           |                     |       |
|----------|-----------|---------------------|-------|
| Director | 10% Owner | Officer             | Other |
| Â X      | Â         | Â President and CEO | Â     |

PRIOR MICHAEL T  
C/O ATLANTIC TELE-NETWORK, INC.  
600 CUMMINGS CENTER  
BEVERLY, MA 01915

## Signatures

/s/ Michael T.                      02/12/2015  
Prior

\_\_Signature of                      Date  
Reporting Person

## 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) Reflects transfer of shares held by Mr. Prior's children to individual trust accounts, for which Mr. Prior serves as sole trustee.

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