SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

1	-	
	OMB Number:	3235-0287
	Estimated average b	urden
	hours per response:	0.5

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			Filed p	ursua	int to Section 16(a)	of the Securiti	es Exchange Act of 1934			hours	per response:	0.	5
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	ATNI Internation		0,					Reporting Person(s) to Issu ble) 10% Own give title Other (sp					
		RNATIONAL, INC. 03/11/2021				action (Month/	/Day/Year)		below)	ef Operating Officer			
Martin Brad W ATN International, Inc. [ATNI] (Check all application of the point of the		/idual or .1oin	t/Grou	n Filing (Check	Applicable								
(Street) BEVERLY MA 01915							- (Line)	Form filed	ed by One Reporting Person ed by More than One Reporting			
(City)	(State)	(Zip)											
		Table I - Nor	n-Derivati	ve S	Securities Acq	uired, Dis	posed of, or Benef	icially	Owned				
1. Title of Securi	tv (Instr. 3)		2. Transactio	n	2A. Deemed	3.	4. Securities Acquired (A) or	5. Amount o	f	6. Ownership	7. Nature	

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Inst					Securities Beneficially		7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Common Stock	03/11/2021		F		639 ⁽¹⁾	D	\$52.11	25,454	D	

	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. Transa Code (8)		5. Number of		6. Date Exerc Expiration Da (Month/Day/Y	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents shares withheld by the Company for payment of Mr. Martin's tax obligations arising from the vesting of previously granted Restricted Stock Units.

/s/ Brad W. Martin

0<u>3/15/2021</u> ** Signature of Reporting Person Date

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

 * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.