

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>BENINCASA JUSTIN D</u> (Last) (First) (Middle) <u>C/O ATLANTIC TELE-NETWORK, INC.</u> <u>500 CUMMINGS CENTER</u> (Street) <u>BEVERLY MA 01915</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ATN International, Inc. [ATNI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;">CFO</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/22/2016</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/22/2016		M		1,821	A	\$23.78	48,364	D	
Common Stock	09/22/2016		M		4,146	A	\$46.85	52,510	D	
Common Stock	09/22/2016		M		3,033	A	\$32.96	55,543	D	
Common Stock	09/22/2016		J		5,004 ⁽⁴⁾	D	\$67.45	50,539	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. 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 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
Stock Option	\$23.78	09/22/2016		M		1,821		(1)	12/05/2018	Common Stock	1,821	\$0	0	D	
Stock Option	\$46.85	09/22/2016		M		4,146		(2)	02/11/2020	Common Stock	4,146	\$0	1,495	D	
Stock Option	\$32.96	09/22/2016		M		3,033		(3)	03/15/2021	Common Stock	3,033	\$0	0	D	

Explanation of Responses:

- The option vested in equal installments on each of December 5, 2009, 2010, 2011 and 2012.
- The option vested in equal installments on each of February 11, 2010, 2011, 2012 and 2013.
- The option vested in equal installments on each of March 15, 2011, 2012, 2013 and 2014.
- Reflects shares withheld by the Company for payment of Mr. Benincasa's purchase price and tax obligations resulting from the exercise of options.

/s/ Justin D. Benincasa 09/23/2016

** 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.