#### ATLANTIC POWER CORP

Form 4/A January 05, 2016

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue. See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \*

McNeil John Alexander

(First)

(Middle)

C/O ATLANTIC POWER CORPORATION, 3 ALLIED

DRIVE, SUITE 220

(Street)

**DEDHAM, MA 02026** 

2. Issuer Name and Ticker or Trading

Symbol

ATLANTIC POWER CORP [AT]

(Month/Day/Year)

12/31/2015

4. If Amendment, Date Original

3. Date of Earliest Transaction

Filed(Month/Day/Year)

01/04/2016

Applicable Line)

X\_ Director

Officer (give title

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

(I)

(Instr. 4)

6. Individual or Joint/Group Filing(Check

Form: Direct

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner

Other (specify

7. Nature of

Ownership (Instr. 4)

Indirect

(D) or Indirect Beneficial

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

Issuer

below)

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 6. Ownership

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

3. Code (Month/Day/Year)

4. Securities TransactionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities

(A)

Beneficially Owned Following Reported Transaction(s)

(Instr. 3 and 4)

or Code V Amount (D) Price

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 Conversion

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if

5. Number of TransactionDerivative

6. Date Exercisable and **Expiration Date** 

7. Title and Amount Underlying Securitie

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
5.60% Convertible Debentures due June 30, 2017 (9)	\$ 13.08 (1)	12/31/2015		P	\$ 72,250 (4)	12/31/2015	06/30/2017	Common shares	5,524 (2)
6.00% Convertible Debentures due December	\$ 10.48 (5)	12/31/2015		P	\$ 36,125 (8)	12/31/2015	12/31/2019	Common shares	3,448 <u>(6)</u>

### **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

McNeil John Alexander C/O ATLANTIC POWER CORPORATION 3 ALLIED DRIVE, SUITE 220 DEDHAM, MA 02026



## **Signatures**

31, 2019

/s John S. Miele, attorney-in-fact 01/05/2016

\*\*Signature of Reporting Person Date

### **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).
- The 5.60% Convertible Debentures due June 30, 2017 are convertible into approximately 55.2486 common shares per Cdn\$1,000 principal amount, at any time, at the option of the holder representing a conversion price of Cdn\$18.10 per common share. The conversion price of Cdn\$18.10 was converted to the U.S. dollar equivalent of \$13.08 using the December 31, 2015 end of day exchange rate of .7225.
- The 5.60% Convertible Debentures due June 30, 2017 are convertible into approximately 55.2486 common shares per Cdn\$1,000 principal amount, at any time, at the option of the holder representing a conversion price of Cdn\$18.10 per common share. The Cdn\$100,000 of convertible debentures converts to 5,524 common shares using the December 31, 2015 end of day exchange rate of .7225.

(3)

Reporting Owners 2

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The Cdn\$100,000 principal of 5.60% Convertible Debentures due June 30, 2017 were purchased at a price of Cdn\$89.00. This was converted to a U.S. dollar equivalent of \$64.30 using the December 31, 2015 end of day exchange rate of .7225.

- (4) The Cdn\$100,000 principal of 5.60% Convertible Debentures due June 30, 2017 were converted to a U.S. dollar equivalent of \$72,250 using the December 31, 2015 end of day exchange rate of .7225.
- The 6.00% Convertible Debentures due December 31, 2019 are convertible into approximately 68.9655 common shares per Cdn\$1,000 principal amount, at any time, at the option of the holder representing a conversion price of Cdn\$14.50 per common share. The conversion price of Cdn\$14.50 was converted to the U.S. dollar equivalent of \$10.48 using the December 31, 2015 end of day exchange rate of .7225.
- The 6.00% Convertible Debentures due December 31, 2019 are convertible into approximately 68.9655 common shares per Cdn\$1,000 principal amount, at any time, at the option of the holder representing a conversion price of Cdn\$14.50 per common share. The Cdn\$50,000 of convertible debentures converts to 3,448 common shares using the December 31, 2015 end of day exchange rate of .7225.
- (7) The Cdn\$50,000 principal of 6.00% Convertible Debentures due December 31, 2019 were purchased at a price of Cdn\$77.50. This was converted to a U.S. dollar equivalent of \$55.99 using the December 31, 2015 end of day exchange rate of .7225.
- (8) The Cdn\$50,000 principal of 6.00% Convertible Debentures due December 31, 2019 were converted to a U.S. dollar equivalent of \$36,125 using the December 31, 2015 end of day exchange rate of .7225.
  - The Form 4 filed for Mr. McNeil on January 4, 2016 incorrectly identified the instrument purchased as 6.25% Convertible Debentures due March 15, 2017. The correct title of the derivative security in Column 1 of Table II should have been 5.60% Convertible Debenture
- (9) due June 30, 2017. All pertinent information has been corrected based on the investment actually purchased. The Number of Derivative Securities Beneficially Owned Following Reported Transaction in Column 9 of Table II has also been corrected to \$72,250 from \$151,725.
- The Form 4 filed for Mr. McNeil on January 4, 2016 incorrectly disclosed The Number of Derivative Securities Beneficially Owned Following Reported Transaction in Column 9 of Table II in units of securities as opposed to U.S. Dollars. This amended Form 4 corrects that error and appropriately disclosed the total in U.S. Dollars, which total includes 6.00% Convertible Debentures due December 31, 2019 previously acquired by Mr. McNeil.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.