

ATLANTIC POWER CORP
 Form 4
 June 10, 2015

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 McNeil John Alexander

(Last) (First) (Middle)

C/O ATLANTIC POWER CORPORATION, 3 ALLIED DRIVE, SUITE 220

(Street)

DEDHAM, MA 02026

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 ATLANTIC POWER CORP [AT]

3. Date of Earliest Transaction
 (Month/Day/Year)
 06/09/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

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)	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 Ownership (Instr. 4)	
				Code	V	Amount	(A) or (D)	Price \$
Common shares	06/09/2015		P		20,000	A		2.81 <u>(1)</u>
					55,500	D		

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)

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- (3) The Cdn\$50,000 principal of 6.00% Convertible Debentures due December 31, 2019 were converted to a U.S. dollar equivalent of \$40,330 using the June 8, 2015 end of day exchange rate of .8066.
- 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 June 8, 2015 end of day exchange rate of .8066.
- (4)
- (5) The Cdn\$50,000 principal of 6.00% Convertible Debentures due December 31, 2019 were purchased at a price of Cdn\$84.55. This was converted to a U.S. dollar equivalent of \$68.20 using the June 8, 2015 end of day exchange rate of .8066.
- The 6.25% Convertible Debentures due March 15, 2017 are convertible into approximately 76.9231 common shares per Cdn\$1,000 principal amount, at any time, at the option of the holder representing a conversion price of Cdn\$13.00 per common share. The conversion price of Cdn\$13.00 was converted to the U.S. dollar equivalent of \$10.49 using the June 8, 2015 end of day exchange rate of .8066.
- (6)
- (7) The Cdn\$60,000 principal of 6.25% Convertible Debentures due March 15, 2017 were converted to a U.S. dollar equivalent of \$48,396 using the June 8, 2015 end of day exchange rate of .8066.
- The 6.25% Convertible Debentures due March 15, 2017 are convertible into approximately 76.9231 common shares per Cdn\$1,000 principal amount, at any time, at the option of the holder representing a conversion price of Cdn\$13.00 per common share. The Cdn\$60,000 of convertible debentures converts to 4,615 common shares using the June 8, 2015 end of day exchange rate of .8066.
- (8)
- (9) The cumulative Cdn\$110,000 principal of 6.25% Convertible Debentures due March 15, 2017 owned were converted to a U.S. dollar equivalent of \$88,726 using the June 8, 2015 end of day exchange rate of .8066.
- (10) The Cdn\$60,000 principal of 6.25% Convertible Debentures due March 15, 2017 were purchased at a price of Cdn\$94.00. This was converted to a U.S. dollar equivalent of \$75.82 using the June 8, 2015 end of day exchange rate of .8066.

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.