

ATLANTIC TELE NETWORK INC /DE
 Form 4
 March 09, 2007

FORM 4

**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).

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 *
PRIOR CORNELIUS B JR

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)

(Last) (First) (Middle)
9719 ESTATE THOMAS
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/07/2007

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

ST. THOMAS, VI 00802

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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	12/19/2006		G		3,200	D	\$ 0
Common Stock	12/20/2006		G		800	D	\$ 0
Common Stock	12/19/2006		G		2,800	D	\$ 0
Common Stock	03/07/2007		P		1,000	A	\$ 24.3454
Common Stock	03/07/2007		P		1,000	A	\$ 24.3909

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Common Stock	03/07/2007	P	1,000	A	\$ 24.4362	4,431,790	D	
Common Stock	03/07/2007	P	1,000	A	\$ 24.45	4,432,790	D	
Common Stock	03/07/2007	P	1,000	A	\$ 24.368	4,433,790	D	
Common Stock	03/07/2007	P	1,000	A	\$ 24.4078	4,434,790	D	
Common Stock	03/07/2007	P	1,000	A	\$ 24.5122	4,435,790	D	
Common Stock	03/07/2007	P	1,000	A	\$ 24.5463	4,436,790	D	
Common Stock	03/07/2007	P	1,000	A	\$ 24.5835	4,437,790	D	
Common Stock	03/07/2007	P	3,000	A	\$ 24.7	4,440,790	D	
Common Stock	03/07/2007	P	1,000	A	\$ 24.7344	4,441,790	D	
Common Stock	03/07/2007	P	1,000	A	\$ 24.9828	4,442,790	D	
Common Stock	03/07/2007	P	4,786	A	\$ 25	4,447,576	D	
Common Stock						1,111,250	I	By GRAT
Common Stock						37,500	I	Trustee of Revocable Trust
Common Stock						500	I	By wife
Common Stock						9,047 ⁽¹⁾	I	By Tropical Aircraft Co.

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PRIOR CORNELIUS B JR 9719 ESTATE THOMAS ST. THOMAS, VI 00802			Executive Chairman	

Signatures

/s/ Cornelius B.
Prior Jr.

03/09/2007

**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).
- (1) Figure adjusted to correct previously reported ownership amount.

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.