

ATLANTIC TELE NETWORK INC /DE  
Form 8-K  
June 20, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D. C. 20549

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **June 17, 2014**

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**ATLANTIC TELE-NETWORK, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other  
jurisdiction of incorporation)

**001-12593**  
(Commission File Number)

**47-0728886**  
(IRS Employer  
Identification No.)

**600 Cummings Center**  
**Beverly, MA 01915**  
(Address of principal executive offices and zip code)

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**(978) 619-1300**

(Registrant's telephone number, including area code)

**N/A**

(Former name or former address, if changed since last report.)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On June 17, 2014, Atlantic Tele-Network, Inc. (the Company) held its Annual Meeting of Stockholders (the Annual Meeting). A summary of the matters voted upon by the stockholders at the Annual Meeting, each of which are described in detail in the Company's definitive revised proxy statement filed with the Securities and Exchange Commission on April 22, 2014 (the Proxy Statement), is set forth below.

**Proposal 1.** Stockholders elected the nominees identified below as directors of the Company to hold office until the next annual meeting of stockholders and until their respective successors are elected and qualified, subject to their earlier retirement, resignation or removal. The voting results for each nominee were as follows:

|                         | Number of<br>Shares Voted<br>For | Number of<br>Shares<br>Withheld | Number of<br>Broker Non-<br>Votes |
|-------------------------|----------------------------------|---------------------------------|-----------------------------------|
| Martin L. Budd          | 12,370,140                       | 1,108,819                       | 1,868,203                         |
| Michael T. Flynn        | 12,422,811                       | 1,056,148                       | 1,868,203                         |
| Liane J. Pelletier      | 12,591,246                       | 887,713                         | 1,868,203                         |
| Cornelius B. Prior, Jr. | 13,170,130                       | 308,829                         | 1,868,203                         |
| Michael T. Prior        | 13,372,876                       | 106,083                         | 1,868,203                         |
| Charles J. Roesslein    | 12,377,761                       | 1,101,198                       | 1,868,203                         |

**Proposal 2.** Stockholders, by advisory vote, approved the compensation of the Company's named executive officers as disclosed in the Proxy Statement. The voting results for the proposal were as follows:

| For        | Against | Abstain | Broker<br>Non-Votes |
|------------|---------|---------|---------------------|
| 12,708,634 | 497,375 | 272,950 | 1,868,203           |

**Proposal 3.** Stockholders ratified the selection of PricewaterhouseCoopers LLP as the Company's independent auditor for the fiscal year ending December 31, 2014. The voting results for the proposal were as follows:

| For        | Against | Abstain |
|------------|---------|---------|
| 15,295,127 | 38,321  | 13,714  |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ATLANTIC TELE-NETWORK, INC.**

By: */s/ Justin D. Benincasa*  
Justin D. Benincasa  
Chief Financial Officer

Dated: June 20, 2014