

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON D.C. 20549**

**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): December 15, 2021**

**AMERICAN TOWER CORPORATION**

**(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
(State or Other Jurisdiction of Incorporation)

**001-14195**  
(Commission File Number)

**65-0723837**  
(I.R.S. Employer Identification No.)

**116 Huntington Avenue  
Boston, Massachusetts 02116**  
(Address of Principal Executive Offices) (Zip Code)

**(617) 375-7500**  
(Registrant's telephone number, including area code)

**Not Applicable**

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

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))

**Securities registered pursuant to Section 12(b) of the Act:**

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01 par value	AMT	New York Stock Exchange
1.375% Senior Notes due 2025	AMT 25A	New York Stock Exchange
1.950% Senior Notes due 2026	AMT 26B	New York Stock Exchange
0.450% Senior Notes due 2027	AMT 27C	New York Stock Exchange
0.400% Senior Notes due 2027	AMT 27D	New York Stock Exchange
0.500% Senior Notes due 2028	AMT 28A	New York Stock Exchange
0.875% Senior Notes due 2029	AMT 29B	New York Stock Exchange
0.950% Senior Notes due 2030	AMT 30C	New York Stock Exchange
1.000% Senior Notes due 2032	AMT 32	New York Stock Exchange
1.250% Senior Notes due 2033	AMT 33	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(d) *Director Election.* On December 15, 2021, the Board of Directors (the “Board”) of American Tower Corporation (the “Company”) elected Teresa H. Clarke as a director and member of its Audit Committee, effective immediately. In accordance with the Company’s Amended and Restated By-Laws, Ms. Clarke will serve as a director until the next Annual Meeting of Stockholders or until her successor is duly elected and qualified.

Ms. Clarke is the Chair of Africa.com LLC, a media holding company with an extensive array of platforms that reach a global audience interested in African content and community. Prior to joining Africa.com LLC, Ms. Clarke was a Managing Director in the investment banking division of Goldman Sachs & Co. from 2004 to 2010, where she led corporate finance and merger & acquisition transactions for corporate clients in the industrials and real estate sectors. Ms. Clarke currently serves on the board of directors of Arthur J. Gallagher, the global insurance brokerage with operations in 56 countries.

For her service on the Board, Ms. Clarke will receive the Company’s standard compensation for non-employee directors.

A copy of the press release (the “Press Release”) announcing the appointment of Ms. Clarke to the Board is filed herewith as Exhibit 99.1.

**Item 8.01 Other Events.**

On December 15, 2021, the Board declared a cash distribution of \$1.39 per share of the Company’s common stock, payable on January 14, 2022 to the stockholders of record at the close of business on December 27, 2021.

A copy of the Press Release announcing the quarterly distribution is filed herewith as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">Press Release, dated December 16, 2021.</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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**SIGNATURE**

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.

AMERICAN TOWER CORPORATION  
(Registrant)

Date: December 16, 2021

By: /s/ Rodney M. Smith  
Rodney M. Smith  
Executive Vice President, Chief Financial Officer and Treasurer



ATC Contact: Adam Smith  
Vice President, Investor Relations  
Telephone: (617) 375-7500

**AMERICAN TOWER CORPORATION ANNOUNCES ELECTION OF TERESA H. CLARKE  
TO BOARD OF DIRECTORS AND DECLARES QUARTERLY DISTRIBUTION**

**BOSTON, MASSACHUSETTS – December 16, 2021** – American Tower Corporation (NYSE: AMT) announced that its Board of Directors has elected Teresa H. Clarke as a director.

Ms. Clarke is the Chair of Africa.com LLC, a media holding company with an extensive array of platforms that reach a global audience interested in African content and community. Prior to joining Africa.com LLC, Ms. Clarke was a Managing Director in the investment banking division of Goldman Sachs & Co. from 2004 to 2010, where she led corporate finance and merger & acquisition transactions for corporate clients in the industrials and real estate sectors. Ms. Clarke currently serves on the board of directors of Arthur J. Gallagher, the global insurance brokerage with operations in 56 countries.

“We are delighted to welcome Teresa to our Board of Directors,” said Tom Bartlett, President and Chief Executive Officer of American Tower. “Teresa brings a comprehensive global perspective, stemming from her extensive leadership experience across finance, technology and public policy, including in Africa. We expect Teresa’s insights to be incredibly valuable as we continue to drive compelling growth across our global footprint and execute on our Stand and Deliver strategy.”

In addition, the Company’s Board of Directors declared a quarterly cash distribution of \$1.39 per share on shares of the Company’s common stock. The distribution is payable on January 14, 2022 to the stockholders of record at the close of business on December 27, 2021.

**About American Tower**

American Tower, one of the largest global REITs, is a leading independent owner, operator and developer of multitenant communications real estate with a portfolio of approximately 219,000 communications sites. For more information about American Tower, please visit [www.americantower.com](http://www.americantower.com).

**Cautionary Language Regarding Forward-Looking Statements**

This press release contains “forward-looking statements” concerning the Company’s goals, beliefs, expectations, strategies, objectives, plans, future operating results and underlying assumptions and other statements that are not necessarily based on historical facts. Actual results may differ materially from those indicated in the Company’s forward-looking statements as a result of various factors, including those factors set forth in Item 1A of its Form 10-K for the year ended December 31, 2020 under the caption “Risk Factors.” The Company undertakes no obligation to update the information contained in this press release to reflect subsequently occurring events or circumstances.

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