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

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**FORM 8-K**

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**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 10, 2019**

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**AMERICAN TOWER CORPORATION**

(Exact Name of Registrant as Specified in Charter)

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Delaware  
(State or Other Jurisdiction of  
Incorporation)

001-14195  
(Commission File  
Number)

65-0723837  
(IRS 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

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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. ☐

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**Item 8.01 Other Events.**

On June 10, 2019, American Tower Corporation issued a press release (the “Press Release”) announcing that it had priced its registered public offering of senior unsecured notes due 2025 (the “2025 notes”) in an aggregate principal amount of \$650.0 million and senior unsecured notes due 2029 (the “2029 notes”) in an aggregate principal amount of \$1.65 billion. The 2025 notes will have an interest rate of 2.950% per annum and are being issued at a price equal to 99.188% of their face value. The 2029 notes will have an interest rate of 3.800% per annum and are being issued at a price equal to 99.599% of their face value.

A copy of the Press Release is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.****(d) Exhibits**

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#"><u>Press Release, dated June 10, 2019.</u></a>

**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: June 10, 2019

By: /s/ Thomas A. Bartlett  
Thomas A. Bartlett  
Executive Vice President and Chief Financial Officer



Contact: Igor Khislavsky  
Vice President, Investor Relations  
Telephone: (617) 375-7500

#### **AMERICAN TOWER CORPORATION PRICES SENIOR NOTES OFFERING**

**BOSTON, MASSACHUSETTS - June 10, 2019** - American Tower Corporation (NYSE: AMT) today announced the pricing of its registered public offering of senior unsecured notes due 2025 and 2029, in aggregate principal amounts of \$650.0 million and \$1.65 billion, respectively. The 2025 notes will have an interest rate of 2.950% per annum and are being issued at a price equal to 99.188% of their face value. The 2029 notes will have an interest rate of 3.800% per annum and are being issued at a price equal to 99.599% of their face value. The net proceeds of the offering are expected to be approximately \$2,269.0 million, after deducting underwriting discounts and estimated offering expenses. American Tower intends to use the net proceeds to repay existing indebtedness under its multicurrency senior unsecured revolving credit facility entered into in June 2013, as amended, and its senior unsecured revolving credit facility entered into in January 2012, as amended and restated in September 2014, as further amended.

BofA Merrill Lynch, Citigroup, J.P. Morgan, Morgan Stanley and SMBC Nikko are acting as Joint Book-Running Managers for the offering.

This press release shall not constitute an offer to sell or a solicitation to buy any securities, nor shall there be any sale of these securities in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction. The offering was made only by means of a prospectus and related prospectus supplement, which may be obtained by visiting the Securities and Exchange Commission's website at [www.sec.gov](http://www.sec.gov). Alternatively, you may request these documents by calling BofA Securities, Inc. toll-free at 1-800-294-1322, Citigroup Global Markets Inc. toll-free at 1-800-831-9146, J.P. Morgan Securities LLC collect at 1-212-834-4533, Morgan Stanley & Co. LLC toll-free at 1-800-624-1808 or SMBC Nikko Securities America, Inc. toll-free at 1-888-868-6856.

#### **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 over 170,000 communications sites.

#### **Cautionary Language Regarding Forward-Looking Statements**

This press release contains statements about future events and expectations, or "forward-looking statements," all of which are inherently uncertain. American Tower has based those forward-looking statements on management's current expectations and assumptions and not on historical facts. Examples of these statements include, but are not limited to, statements regarding the expectations of the amount to be received in net proceeds, American Tower's ability to complete the offering and its expectations for the use of proceeds from the offering. These forward-looking statements involve a number of risks and uncertainties. Among the important factors that could cause actual results to differ materially from those indicated in such forward-looking statements include market conditions for corporate debt generally, for the securities of telecommunications companies and for American Tower's indebtedness in particular. For other important factors that may cause actual results to differ materially from those indicated in American Tower's forward-looking statements, we refer you to the information contained in the prospectus supplement for this offering and Item 1A of the Form 10-K for the year ended December 31, 2018 under the caption "Risk Factors" and in other filings American Tower makes with the Securities and Exchange Commission. American Tower undertakes no obligation to update the information contained in this press release to reflect subsequently occurring events or circumstances.

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