FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
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| Check this box if no longer subject |
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| o Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person* DiSanto Edmund | | | | | | 2. Issuer Name and Ticker or Trading Symbol AMERICAN TOWER CORP /MA/ AMT | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify | | | | | | |
|--|---|--|--------------|-----------------------------------|---|--|--|-----------------|---|-----------------------|--|---|----|-------------------|---|---|--------------------------------------|---|---------------------------------------|--|--|
| (Last) 116 HUN | (Fir | , | Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 03/10/2022 | | | | | | | | | | X below) below) EVP, Chief Admin Ofr, GC & Sec | | | | | | |
| (Street) BOSTOI | N M. | | 2116 Zip) | | 4. If A | | | | | | | | | | | Individual or Joint/Group Filing (Check Applicable ne) X 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 | | | | | | | | | | | | | | | | | | | | |
| Date | | | | 2. Transac Date (Month/Day | Exec ay/Year) if an | | A. Deemed xecution Date, any //onth/Day/Year) | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5) | | | | | Forn (D) c | n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership | | | |
| | | | | | Code | v | Amount | (A) (D) | or P | rice | Transa | action(s) 3 and 4) | | | (Instr. 4) | | | | | | |
| Common Stock 03/10/2 | | | | | | 022 | | | | | 10,310(1) |) A | | \$ <mark>0</mark> | 16 | 168,631 | | D | | | |
| Common | Common Stock 03/10/20 | | | | | 022 | | | F ⁽²⁾ | | 2,052 | D | \$ | 232.8 | 3 16 | 66,579 | | D | | | |
| Common Stock | | | | | | | | | | | | | | 44 | 44,973 | | | By trust ⁽³⁾ | | | |
| | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | | | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | if any | emed tion Date, n/Day/Year) | | 5. Number of clinstr. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 6. Date Expirat (Month | tion Da | | 7. Title and Amount of Securities Underlying Derivative Security (Inst 3 and 4) | | str. | Price of erivative ecurity nstr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | y | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | Code V (A) (D) | | Date Exercis | sable | Expiration Date Title | | of Share | es | | | | | | | | |

Explanation of Responses:

- 1. These restricted stock units ("RSUs") were granted pursuant to the 2007 Equity Incentive Plan, as amended (the "Plan"), and vest in 25% cumulative annual increments beginning March 10, 2023. Each RSU represents a contingent right to receive one share of Common Stock.
- 2. Shares delivered to the issuer for the payment of withholding taxes in connection with the vesting of RSUs previously granted under the Plan.
- 3. The reporting person disclaims beneficial ownership in shares held by trust.

Remarks:

/s/ Mneesha O. Nahata, as attorney-in-fact

03/14/2022

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.