

ATLANTIC AMERICAN CORP

Form 4

May 29, 2015

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ROBINSON HARRIETT J

2. Issuer Name **and** Ticker or Trading
Symbol
ATLANTIC AMERICAN CORP
[AAME]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

4370 PEACHTREE ROAD, N.E.

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/27/2015

☐ Director ☒ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Trustee under Rule 16a-8

ATLANTA, GA 30319

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)
Common Stock	05/27/2015		P	15,000 A <u>(1)</u>	791,860	D	
Common Stock	05/28/2015		P	10,058 A <u>(2)</u>	801,918	D	
Common Stock					300,000 <u>(3)</u>	I	By Delta Fire & Casualty Insurance Company
Common Stock					1,363,809 <u>(3)</u>	I	By Delta Life

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Common Stock	3,756,746 ⁽⁴⁾	I	Insurance Company By Gulf Capital Services
Common Stock	378,450 ⁽⁵⁾	I	As Trustee
Common Stock	428,301 ⁽⁵⁾	I	As Trustee
Common Stock	3,953,256 ⁽⁶⁾	I	As Trustee
Common Stock	4,088,792 ⁽⁷⁾	I	As Trustee

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

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SEC 1474
(9-02)

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)	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 or Value of Underlying Securities (Instr. 3 and 4)
Series D Preferred Stock	⁽⁸⁾			Code V (A) (D)		Date Exercisable ⁽⁹⁾ Expiration Date ⁽⁹⁾	Common Stock	Amount or Number of Shares 1,378,446

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

X X Trustee under Rule 16a-8

ROBINSON HARRIETT J
4370 PEACHTREE ROAD, N.E.
ATLANTA, GA 30319

Signatures

Harriett J.
Robinson

05/29/2015

**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) Shares were purchased in multiple open market transactions on May 27, 2015 at a weighted average purchase price of \$3.20 per share. The per share price in each transaction ranged from \$3.19 to \$3.20. The reporting person undertakes to provide to Atlantic American Corporation, or the staff of the SEC, upon request, full information regarding the number of shares purchased at each separate price within the range set forth above.

(2) Shares were purchased in multiple open market transactions on May 28, 2015 at a weighted average purchase price of \$3.21 per share. The per share price in each transaction ranged from \$3.20 to \$3.30. The reporting person undertakes to provide to Atlantic American Corporation, or the staff of the SEC, upon request, full information regarding the number of shares purchased at each separate price within the range set forth above.

(3) Shares owned by an entity controlled by Mrs. Robinson. Mrs. Robinson disclaims beneficial ownership of such shares except to the extent of her pecuniary interest therein.

(4) Mrs. Robinson has an indirect interest in the 3,756,746 shares owned by Gulf Capital Services, an entity in which she holds a 24% interest, with the remaining interests being held in equal amounts by trusts for the benefit of her two daughters, and of which she serves as trustee. Mrs. Robinson disclaims beneficial ownership of such shares except to the extent of her pecuniary interest therein, if any.

(5) Mrs. Robinson serves as trustee of a trust for the benefit of her grandchildren. Mrs. Robinson disclaims beneficial ownership of such shares except to the extent of her pecuniary interests therein.

(6) Mrs. Robinson serves as trustee of a trust for the benefit of her daughter, Robin R. Howell. Mrs. Robinson disclaims beneficial ownership of such shares except to the extent of her pecuniary interest therein.

(7) Mrs. Robinson serves as trustee of a trust for the benefit of her daughter, Jill Robinson. Mrs. Robinson disclaims beneficial ownership of such shares except to the extent of her pecuniary interest therein.

(8) The Series D Preferred Stock is convertible into common stock at a per share price of \$3.99, subject to certain anti-dilution provisions, provided that in no case may the conversion price be less than \$2.59 per share without the prior approval of the Company's shareholders. Such shares are owned by Delta Life Insurance Company and Mrs. Robinson disclaims beneficial ownership of such shares.

(9) The Series D Preferred Stock was convertible into common stock upon issuance and has no expiration date.

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

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