SEC Form 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

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| | ress of Reporting Pe | | 2. Issuer Name and Ticker or Trading Symbol ATLANTIC AMERICAN CORP [AAME] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | | |
|--|----------------------|----------|--|--|----------------------------------|-----------------------|--|--|--|--|--|
| HOWELL | <u>HILTON H JR</u> | <u>-</u> | | X | Director | 10% Owner | | | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 09/04/2020 | x | Officer (give title below) | Other (specify below) | | | | | |
| 4370 PEACH | TREE ROAD, N. | E. | 09/04/2020 | | Chairman, President & CEO | | | | | | |
| (Street) ATLANTA | , | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person | | | | | | | |
| | | | | | Form filed by More the Person | · · · | | | | | |
| (City) | (State) | (Zip) | | | reison | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | |

Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Table I

| 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) | | | | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--|---|---|---|--------|---------------|--------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 09/04/2020 | | F ⁽¹⁾ | | 9,334 | D | \$2.02 | 535,940 | D | |
| Common Stock | | | | | | | | 274,443 ⁽²⁾ | Ι | By 401(k) Plan |
| Common Stock | | | | | | | | 62,468 ⁽³⁾ | Ι | By Spouse |
| Common Stock | | | | | | | | 358,556 ⁽⁴⁾ | Ι | Trust F/B/O Children |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 9. Number of 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 10. 11. Nature Date Expiration Date (Month/Day/Year) of Indirect Beneficial Derivative Conversion Execution Date, Transaction Amount of Securities Derivative derivative Ownership (Month/Day/Year) Derivative Code (Instr. Securities Security (Instr. 3) or Exercise Price of if any (Month/Dav/Year) Security (Instr. 5) Form: Direct (D) 8) Securities Underlying Beneficially Ownership Derivative Acquired Derivative Owned or Indirect (I) (Instr. 4) (Instr. 4) (A) or Disposed Security (Instr. Following Security 3 and 4) Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount Number Expiration Date Date ٥f Code v (A) (D) Exercisable Title Shares

Explanation of Responses:

1. Represents the number of shares of common stock that have been withheld by the issuer to satisfy its income tax withholding and remittance obligations in connection with the reporting person's net share settlement upon the vesting of 26,667 shares of restricted stock and does not represent a sale by the reporting person.

2 Based on most recent plan statement.

3. Mr. Howell has an indirect interest in the following shares owned directly or indirectly by his spouse, Robin R. Howell: 22,925 shares owned directly; 2,175 shares owned in an IRA account and 37,368 shares held indirectly by her as custodian for their children. Mr. Howell disclaims beneficial ownership of all such shares

4. Shares held in a trust for the benefit of Mr. Howell's children and over which Mr. Howell's mother-in-law serves as trustee. Mr. Howell disclaims beneficial ownership of all such shares.

/s/ Hilton H. Howell, Jr. 09/09/2020

** 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.

Instruction 1(b)