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): **August 8, 2017**

ATLANTIC POWER CORPORATION
(Exact name of registrant as specified in its charter)

British Columbia, Canada	**001-34691**	**55-0886410**
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(IRS Employer Identification No.)

3 Allied Drive, Suite 220 **Dedham, MA**	**02026**
(Address of principal executive offices)	(Zip Code)

(617) 977-2400
(Registrant’s telephone number, including area code)

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))

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. ☐

Item 7.01 Regulation FD Disclosure.

On August 8, 2017, APLP Holdings Limited Partnership ("APLP Holdings"), a wholly-owned subsidiary of Atlantic Power Corporation (the "Company"), will provide to the lenders under its senior secured credit facilities the unaudited consolidated financial statements of APLP Holdings for the three and six months ended June 30, 2017 and 2016 (the "APLP Holdings Financial Statements"), which are attached hereto as Exhibit 99.1 and incorporated by reference herein. The APLP Holdings Financial Statements have been prepared in accordance with generally accepted accounting principles in the United States and are expressed in U.S. dollars. The information in this Item 7.01, including Exhibit 99.1, should be read in conjunction with the information contained in the Company's filings under the Securities Exchange Act of 1934, as amended (the "Exchange Act").

The information in this Item 7.01, including Exhibit 99.1, is being furnished and shall not be deemed to be "filed" for purposes of Section 18 of the Exchange Act, or otherwise subject to the liability of that Section, nor shall such information be deemed to be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as otherwise stated in that filing. The Company does not undertake any obligation to update the information contained in this Item 7.01, including Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) *Exhibits*

Exhibit Number	Description
99.1	Consolidated Financial Statements of APLP Holdings (unaudited) for the three and six months ended June 30, 2017 and 2016.

SIGNATURES

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.

	Atlantic Power Corporation
Dated: August 8, 2017	By: /s/ Terrence Ronan
	Name: Terrence Ronan
	Title: *Chief Financial Officer*

EXHIBIT INDEX

Exhibit Number	Description
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Exhibit 99.1

APLP HOLDINGS LIMITED PARTNERSHIP
AND SUBSIDIARIES

Consolidated Financial Statements (unaudited)

For the three and six months ended June 30, 2017 and 2016

APLP HOLDINGS LIMITED PARTNERSHIP
AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

(in millions of U.S. dollars)
(unaudited)

	June 30, 2017	December 31, 2016
Assets		
Current assets:		
Cash and cash equivalents	$ 25.7	$ 26.0
Restricted cash	9.9	9.3
Accounts receivable - trade, unbilled and other	38.6	34.8
Accounts receivable - related party	36.6	40.2
Current portion of derivative instruments asset	2.8	4.1
Inventory	17.9	14.5
Prepayments and other current assets	11.7	6.3
Total current assets	143.2	135.2
Property, plant, and equipment, net	590.0	613.7
Equity investment in unconsolidated affiliates	204.2	266.8
Power purchase agreements and intangible assets, net	227.4	246.2
Goodwill	36.1	36.1
Derivative instruments asset	2.8	4.6
Other assets	3.9	5.2
Total assets	$ 1,207.6	$ 1,307.8
Liabilities		
Current liabilities:		
Accounts payable	$ 1.9	$ 3.7
Related party payables	27.4	26.3
Accrued interest	0.3	0.3
Other accrued liabilities	22.1	17.5
Current portion of long-term debt	104.5	109.4
Current portion of derivative instruments liability	4.8	6.0
Other current liabilities	2.9	1.8
Total current liabilities	163.9	165.0
Long-term debt, net of unamortized discount and deferred financing costs	654.7	697.0
Derivative instruments liability	18.0	14.8
Deferred income taxes	44.2	69.2
Power purchase and fuel supply agreement liabilities, net	24.7	25.3
Other long-term liabilities	52.8	51.6
Total liabilities	958.3	1,022.9
Commitments and contingencies		
Equity		
Partners’ capital	1,156.7	1,202.0
Accumulated other comprehensive loss	(139.7)	(146.5)
Retained deficit	(989.0)	(991.9)
Total APLP Holdings Limited Partnership equity	28.0	63.6
Preferred shares issued by a subsidiary company	221.3	221.3
Total equity	249.3	284.9
Total liabilities and equity	$ 1,207.6	$ 1,307.8

APLP HOLDINGS LIMITED PARTNERSHIP
AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF OPERATIONS

(in millions of U.S. dollars)
(unaudited)

	Three months ended June 30,		Six months ended June 30,	
	2017	2016	2017	2016
Project revenue:				
Energy sales	$ 37.4	$ 42.5	$ 71.6	$ 92.1
Energy capacity revenue	23.3	32.3	39.5	60.9
Other	55.7	15.6	97.5	37.7
	116.4	90.4	208.6	190.7
Project expenses:				
Fuel	21.3	32.1	47.1	67.6
Operations and maintenance	21.1	26.1	39.4	44.8
Depreciation and amortization	27.6	23.6	55.3	46.6
	70.0	81.8	141.8	159.0
Project other income (expense):				
Change in fair value of derivative instruments	(2.5)	13.0	(4.2)	14.1
Equity in (loss) earnings of unconsolidated affiliates	(54.5)	7.6	(45.4)	18.3
Interest expense, net	(0.6)	(0.6)	(1.1)	(1.3)
Other income	—	0.1	—	—
	(57.6)	20.1	(50.7)	31.1
Project (loss) income	(11.2)	28.7	16.1	62.8
Administrative and other expenses:				
Administration	1.0	0.6	2.0	0.9
Interest, net	13.4	46.5	28.4	67.0
Foreign exchange loss	4.4	0.5	6.3	9.6
Other expense	4.2	7.2	8.0	7.1
	23.0	54.8	44.7	84.6
Loss before income taxes	(34.2)	(26.1)	(28.6)	(21.8)
Income tax benefit	(22.9)	(17.3)	(23.3)	(15.7)
Net loss	(11.3)	(8.8)	(5.3)	(6.1)
Net income attributable to preferred shares of a subsidiary company	2.1	2.1	4.3	4.2
Net loss attributable to APLP Holdings Limited Partnership	$ (13.4)	$ (10.9)	$ (9.6)	$ (10.3)

APLP HOLDINGS LIMITED PARTNERSHIP
AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

(in millions of U.S. dollars)
(unaudited)

	June 30, 2017	June 30, 2016
Cash provided by operating activities:		
Net loss	$ (5.3)	$ (6.1)
Adjustments to reconcile to net cash provided by operating activities:		
Depreciation and amortization	55.3	46.6
Loss on sale of assets	—	0.2
Stock-based compensation expense	1.1	0.9
Distributions from unconsolidated affiliates	17.2	23.5
Equity in loss (earnings) from unconsolidated affiliate	45.4	(18.3)
Unrealized foreign exchange loss	6.3	9.9
Change in fair value of derivative instruments	4.1	(14.1)
Amortization of debt discount and deferred financing costs	—	33.8
Change in deferred income taxes	(25.1)	(17.5)
Change in other operating balances		
Accounts receivable	(0.3)	(12.2)
Inventory	(3.3)	(0.3)
Prepayments, supplies and other assets	4.1	(0.5)
Accounts payable	(4.1)	(3.3)
Accruals and other liabilities	1.3	(2.0)
Cash provided by operating activities	96.7	40.6
Cash (used in) provided by investing activities:		
Change in restricted cash	(0.6)	1.0
Reimbursement of costs for third party construction project	—	4.7
Purchase of property, plant and equipment	(4.2)	(2.0)
Cash (used in) provided by investing activities	(4.8)	3.7
Cash used in financing activities:		
Dividends paid to Parent	(31.1)	(235.2)
Dividends paid on preferred shares of a subsidiary company	(4.2)	(4.2)
Repayment of debt	(56.9)	(508.0)
Proceeds from senior secured term loan facility, net of discount	—	682.9
Deferred financing costs	—	(15.9)
Cash used in financing activities	(92.2)	(80.4)
Net decrease in cash and cash equivalents	(0.3)	(36.1)
Cash and cash equivalents at beginning of period	26.0	60.3
Cash and cash equivalents at end of period	$ 25.7	$ 24.2
Supplemental cash flow information		
Interest paid	$ 26.3	$ 24.8
Taxes paid	$ 2.2	$ 1.9
Accruals for construction	$ 1.3	$ 1.0