

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person *					2. Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Mears Robert J				At	Atomera Inc [ ATOM ]							. ,				
(First	t) (M	/liddle)		3. I	Date	of Earli	est Transa	ection	n (MM/	DD/YYYY	)					
750 UNIVERSITY AVENUE, SUITE 280					12/1/2017						Chief Techn	ology Offi	icer			
(Stre	eet)			4. I	f An	nendme	nt, Date O	rigir	nal File	ed (MM/D	D/YY	(Y) 6. Individual	or Joint/G	roup Filing	(Check Appl	licable Line)
LOS GATOS, CA 95032											_X _ Form filed by One Reporting Person					
ity) (Sta	ate) (Z	Zip)									Form filed by	Form filed by More than One Reporting Person				
		Table I	- Non-	-Der	ivati	ive Secu	ırities Acc	quir	ed, Di	sposed o	f, or	Beneficially Own	ied			
1.Title of Security (Instr. 3) 2. Trans. I			Date	Date 2A. Deemed Execution Date, if any		(Instr. 8)						5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Form:	7. Nature of Indirect Beneficial	
							Code	v	Amou	(A) or (D)	Pric	e				Ownership (Instr. 4)
Common Stock 12/1/201				17			S (1)		1146	D	\$3.8	0	55343		D	
													2666		I	By wife
Tab	le II - Der	rivative S	Securit	ies E	Bene	ficially	Owned (	e.g. ,	, puts,	calls, w	arraı	nts, options, conv	ertible sec	curities)		
2. Conversion or Exercise Price of Derivative	version cercise of vative Date Execution Date, i	Execution	ion (Instr. 8		. 8) Derivat Acquire Dispose		(A) or of (D)					ities Underlying ative Security		derivative Securities Beneficially Owned	Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Security			Co						cisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect	
	(Street J  (First A SITY A (Street S, CA 95 ity) (State S)  Tab  2. Conversion or Exercise Price of	(Street)  (Street)  S, CA 95032  ity) (State) (Z  Table II - Detention of Exercise Price of Derivative	(Street)  S, CA 95032 ity) (State) (Zip)  Table II - Derivative (Street)  2. Conversion or Exercise Price of Derivative (Street)  3. Trans. Date Execution Date, if a	(Street)  S, CA 95032 ity) (State) (Zip)  Table II - Derivative Securit  Conversion or Exercise Price of Derivative Price of Derivative Security  1. (Inspection of Exercise Price of Derivative Security	Conversion or Exercise Price of Perivative   Price of Derivative   Price of Derivative	(First) (Middle) 3. Date  RSITY AVENUE, SUITE  (Street) 4. If An  S, CA 95032 ity) (State) (Zip)  Table I - Non-Derivati  2. Trans. Date   2A. If Execution Date, if any   2A. If Execution Da	(Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (State)  (State)  (Zip)   Table I - Non-Derivative Securities Beneficially  12/1/2017  Table II - Derivative Securities Beneficially  2. Conversion or Exercise Price of Perivative Date, if any  Atomera In  3. Date of Earli  4. If Amendment  2. Trans. Date Execution Date, if any  Acquired Disposed (Instr. 8)  Date Date (Instr. 8)  Atomera In  3. Date of Earli  4. If Amendment  4. If Amendment  4. If Amendment  4. If Amendment  6. Execution Date, if any  7. If Amendment  8. If Amendment  9. If Amendment  12/1/2017	Atomera Inc [ ATC   Atomera Inc [ ATC   3. Date of Earliest Transa   3. Date of Earliest Transa   12/   (Street)   4. If Amendment, Date C   S, CA 95032   (State)   (Zip)     (State)   (Zip)     (State)   (Zip)     (Instr. 8)   (Instr. 3, 4 and 5)   (Instr. 4, 4	Atomera Inc [ ATOM 3. Date of Earliest Transaction 12/1/20  (Street) 4. If Amendment, Date Origin 12/1/20  (Street) 4. If Amendment, Date Origin 2. Trans. Date 2. Trans. Date Execution Date, if any 2. Trans. Date 2. Trans. Code (Instr. 8) 2. Trans. Code 2. Trans. Code 3. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date 2. Date 3. Trans. Date 3. Trans. Code 3. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date 3. Dat	Atomera Inc [ ATOM ]  (First) (Middle) 3. Date of Earliest Transaction (MM/  RSITY AVENUE, SUITE 12/1/2017  (Street) 4. If Amendment, Date Original File  S, CA 95032  ity) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Di  2. Trans. Date   2A. Deemed   2A. Deemed	Atomera Inc [ ATOM ]  (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY  (Street) 4. If Amendment, Date Original Filed (MM/D  (Street) 4. If Amendment, Date Original Filed (MM/D  (Street) 5. CA 95032  (Street) 6. Trans. Date 2. Trans. Date 2. Trans. Date 3. Trans. Code 4. Securities Acquired, Disposed of (Instr. 8) 6. Date of Date Date of Earliest Transaction (MM/DD/YYYYY)  (Street) 7. Table I - Non-Derivative Securities Acquired, Disposed of (Instr. 8) 6. Date Exercisable and Expiration Date of Date Date Expiration Date Expiration	Atomera Inc [ ATOM ]  (First) (Middle)  3. Date of Earliest Transaction (MM/DD/YYYY)  12/1/2017  (Street)  4. If Amendment, Date Original Filed (MM/DD/YYY)  5. CA 95032  ity) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or  2. Trans. Date Execution Date, if any  2. Trans. Date Execution Date, if any  12/1/2017  Substitute (A) or Derivative Securities Acquired (A) or Date Date Execution Date, if any  3. Trans. Code (Instr. 8)  4. Securities Acquired (A) or Date Derivative Securities Acquired (A) or Derivative Securities Acquired (A) or Derivative Securities Acquired (A) or Date Execution Date, if any  2. Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrar Deriv Disposed of (D) (Instr. 8)  2. Date Expiration Date Expiration Trates Securities Acquired (A) or Derivative Securities Expiration Date Expiration Trates Expiration Trat	Atomera Inc [ ATOM ]  (Check all ap Director X_Officer ( Chief Techn  (Street)  4. If Amendment, Date Original Filed (MM/DD/YYYY)  (State)  (Instr. 8)  (Instr. 8)  (A) or price of (Instr. 3 and 4)  (Instr. 3 and 4)  (Instr. 3)  (Instr	Atomera Inc [ ATOM ]  (First) (Middle)  3. Date of Earliest Transaction (MM/DD/YYYY)  (Street)  4. If Amendment, Date Original Filed (MM/DD/YYYY)  (State) (Zip)  (Instr. 3, 4 and 5)  (Instr. 3, 4 and 5)  (Code V Amount (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3)  (A) or Or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3)  (Instr. 4)  (Code V Amount (D) Price (Instr. 3)  (Ins	Atomera Inc [ ATOM ]  (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY)	Atomera Inc [ ATOM ]  (First) (Middle) 3. Date of Earliest Transaction (MM/DD/YYYY) 2. Director

### **Explanation of Responses:**

(1)	Represents the number of shares sold by the reporting person to cover tax withholding obligations in connection with the vesting of a restricted stock grant
	that was previously reported in Table I on the Form 4 filed on March 22, 2017. This sale is to satisfy tax withholding obligations by a "sell to cover"
	transaction.

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Mears Robert J							
750 UNIVERSITY AVENUE, SUITE 280			Chief Technology Officer				
LOS GATOS, CA 95032							

#### **Signatures**

/s/ Francis Laurencio, as Attorney-in-Fact	12/5/2017		
** 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 control number.