

Williams S Linn
 Form 4
 September 13, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Williams S Linn

2. Issuer Name and Ticker or Trading Symbol
 MIRANT CORP [MIR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1155 PERIMETER CENTER W
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 09/12/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Executive V.P & Gen. Counsel

ATLANTA, GA 30338
 (City) (State) (Zip)

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

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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.

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Restricted Stock Units	<u>(1)</u>	09/12/2007			A		24,055		<u>(2)</u>	<u>(2)</u>	Common Stock	24,055
Stock Options	\$ 28.89	09/12/2007			A		140,000		<u>(3)</u>	11/13/2009	Common Stock	140,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Williams S Linn 1155 PERIMETER CENTER W ATLANTA, GA 30338			Executive V.P & Gen. Counsel	

Signatures

/s/ Stacy W. Funderburke,
Attorney-in-Fact

09/13/2007

**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) Each restricted stock unit represents a contingent right to receive one share of Mirant Corporation common stock.
The restricted stock units were granted on 11/13/2006, with vesting subject to certain material performance conditions related to the Company's sales of its Philippine and Caribbean businesses and its U.S. gas-fired assets. On 9/12/2007, the Company's Compensation Committee made the determination that the relevant performance conditions have been met. As a result, the awards will vest and become non-forfeitable on 6/30/2008.
- (2) The stock options were granted on 11/13/2006, with vesting subject to certain material performance conditions related to the Company's sales of its Philippine and Caribbean businesses and its U.S. gas-fired assets. On 9/12/2007, the Company's Compensation Committee made the determination that the relevant performance conditions have been met. As a result, the awards will vest and become non-forfeitable on 6/30/2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.