#### Edgar Filing: GREAT ATLANTIC & PACIFIC TEA CO INC - Form 4

#### GREAT ATLANTIC & PACIFIC TEA CO INC

Form 4 May 09, 2007

### FORM 4

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

OMB APPROVAL
OMB
3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Number: January 31, 2005

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

Estimated average

See Instruction

1(b).

Common

Common

Stock

Stock

05/07/2007

(Print or Type Responses)

1. Name and A GULDIN A	erson * 2. Issue Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer				
			GREAT ATLANTIC & PACIFIC TEA CO INC [GAP]			(Check all applicable)			
(Last)	(First) (M		3. Date of Earliest Transaction (Month/Day/Year)			_X_ Director 10% Owner _X_ Officer (give title Other (specify			
2 PARAGON DRIVE		`	05/07/2007			below) below) EXEC. MANAGING DIRECTOR			
	4. If Ame	4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check				
	Filed(Mor				Applicable Line)				
MONTENAL	E NI 07/45				_X_ Form filed by Form filed by	One Reporting Pe More than One Re			
MONIVAL	E, NJ 07645				Person				
(City)	(State) (2	Zip) Tabl	e I - Non-D	Perivative Securities Acq	quired, Disposed o	of, or Beneficial	lly Owned		
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of		7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	Transacti	on(A) or Disposed of	Securities	Form: Direct	Indirect		
(Instr. 3)		any	Code	(D)	Beneficially	(D) or	Beneficial		
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership		
					Following	(Instr. 4)	(Instr. 4)		
				(A)	Reported				
				(A)	Transaction(s)				

Code V

A

Amount

28,744

(D)

Price

\$0

(1)

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)

(Instr. 3 and 4)

D

D

 $28,744 \stackrel{(2)}{=}$ 

1,000

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# 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 orderivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year	Underlying Securi		Securition
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Employee Stock Option (right to buy)	\$ 31.31	05/07/2007		A	15,942	05/07/2008(3)	05/07/2017	Common Stock	15,9

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
1	Director	10% Owner	Officer	Other	
GULDIN ANDREAS					
2 PARAGON DRIVE	X		EXEC. MANAGING DIRECTOR		
MONTVALE, NJ 07645					

## **Signatures**

Joan Roensch, Attorney-in-Fact for Andreas
Guldin

\*\*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) The award was a grant for which no consideration was paid.
- (2) The shares in the total are underlying restricted stock units which can only be settled in stock.
- (3) This option vests in four equal installments beginning on May 7, 2008, 2009, 2010 and 2011.

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.

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