

Great Lakes Dredge & Dock CORP
 Form 4
 June 26, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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, 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 *
 Mackie Douglas B

2. Issuer Name and Ticker or Trading Symbol
 Great Lakes Dredge & Dock CORP
 [GLDD]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 GREAT LAKES DREDGE &
 DOCK CORPORATION, 2122
 YORK ROAD

3. Date of Earliest Transaction
 (Month/Day/Year)
 06/22/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

(Street)
 OAKBROOK,, IL 60523

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

(City) (State) (Zip)

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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock | 06/22/2007 | | X ⁽¹⁾ | 6,000 A \$ 5 | 12,000 | I | Common Stock held by the wife of Douglas B. Mackie |
| Common Stock | | | | | 18,909 | I | Common Stock held by Christopher T. Mackie |

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| | | | |
|--------------|---------|---|--|
| Common Stock | 18,909 | I | 1998 Trust Common Stock held by Kathleen J. Mackie 1998 Trust |
| Common Stock | 18,909 | I | Common Stock held by Natalie A. Mackie 1998 Trust |
| Common Stock | 24,270 | I | Common Stock held by Madeline C. Mackie 1998 Trust |
| Common Stock | 24,270 | I | Common Stock held by Philip D. Mackie 1998 Trust |
| Common Stock | 397,945 | D | |

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

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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 Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Warrants to | \$ 5 | 06/22/2007 | | X | 6,000 | 12/21/2006 07/19/2007 | Common Stock, par | 6,000 |

| | |
|---|-------------------|
| purchase Common Stock, par value \$0.0001 | value \$0.0001 |
|---|-------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Mackie Douglas B GREAT LAKES DREDGE & DOCK CORPORATION 2122 YORK ROAD OAKBROOK,, IL 60523 | X | | President and CEO | |

Signatures

/s/Douglas B.
 Mackie

06/26/2007

**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) Mr. Mackie's wife converted warrants to common stock as a result of the warrant call by Great Lakes Dredge & Dock Corporation.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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