

Eden Martin H
Form 4
March 09, 2010

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Eden Martin H

2. Issuer Name **and** Ticker or Trading
Symbol
GRAN TIERRA ENERGY, INC.
[GTE]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O GRAN TIERRA ENERGY
INC., 300, 611 10TH AVENUE
S.W.

3. Date of Earliest Transaction
(Month/Day/Year)
03/08/2010

____ Director ____ 10% Owner
____ Officer (give title ____ Other (specify
below) below)
Chief Financial Officer

(Street)

CALGARY, A0 T2R 0B2

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	03/08/2010		M		50,000	A	\$ 1.19	50,000	D
Common Stock	03/08/2010		S		24,100	D	\$ 5.92	25,900	D
Common Stock	03/08/2010		S		6,600	D	\$ 5.9213	19,300	D
Common Stock	03/08/2010		S		1,700	D	\$ 5.9358	17,600	D
	03/08/2010		S		17,600	D	\$ 5.95	0	D

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Common
Stock

Common
Stock

14,000

I

By
Spouse

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

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(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 (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)	Amount or Number of Shares
Stock Option (Rt to Buy)	\$ 1.19	03/08/2010		M	50,000	11/08/2007 ⁽¹⁾ 11/08/2016	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Eden Martin H
C/O GRAN TIERRA ENERGY INC.
300, 611 10TH AVENUE S.W.
CALGARY, A0 T2R 0B2

Chief Financial Officer

Signatures

/s/Sonya Messner,
Attorney-In-Fact

03/09/2010

 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).

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(1) The Option Shares shall vest and become exercisable in three equal consecutive annual installments commencing on November 8, 2007.

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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