

GREAT ATLANTIC & PACIFIC TEA CO INC  
 Form 4  
 June 01, 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 \*  
 HAUB ERIVAN KARL

2. Issuer Name and Ticker or Trading Symbol  
 GREAT ATLANTIC & PACIFIC TEA CO INC [GAP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/22/2007

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 10% Owner  
 \_\_\_\_ Other (specify below)

WISSOLLSTRASSE 5-43

(Street)

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

45478 MULHEIM A.D. RUHR, 2M

(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, \$1 par value	05/22/2007		M		253 A \$ 21.7	11,512	I Spouse <sup>(1)</sup>
Common Stock, \$1 par value	05/22/2007		M		253 A \$ 25.56	11,765	I Spouse <sup>(1)</sup>
Common Stock, \$1 par value	05/22/2007		M		253 A \$ 28.62	12,018	I Spouse <sup>(1)</sup>
Common Stock, \$1	05/22/2007		M		633 A \$ 12.9	12,651	I Spouse <sup>(1)</sup>

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

par value								
Common Stock, \$1 par value	05/22/2007	M	633	A	\$ 11.62	13,284	I	Spouse <u>(1)</u>
Common Stock, \$1 par value	05/22/2007	M	633	A	\$ 9.72	13,917	I	Spouse <u>(1)</u>
Common Stock, \$1 par value	05/22/2007	M	633	A	\$ 8.14	14,550	I	Spouse <u>(1)</u>
Common Stock, \$1 par value	05/31/2007	P	3,000	A	\$ 33.3	155,100	D	
Common Stock, \$1 par value						21,995,371	I	Limited Partnership <u>(2)</u>

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 (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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Employee Stock Option (right to buy)	\$ 21.7	05/22/2007		M	253	<u>(3)</u> 07/16/2007	Common Stock	253	
Non-Employee Stock Option (right to buy)	\$ 25.56	05/22/2007		M	253	<u>(4)</u> 07/15/2008	Common Stock	253	
	\$ 28.62	05/22/2007		M	253	<u>(5)</u> 07/14/2009		253	



**Remarks:**

\* The reporting person is a citizen of the Federal Republic of Germany.

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.