

Gottesman Noam
Form 4
February 23, 2009

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 *
Gottesman Noam

(Last) (First) (Middle)

C/O GLG PARTNERS, INC., 399
PARK AVENUE, 38TH FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

GLG Partners, Inc. [GLG]

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

02/19/2009

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☒ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chairman & Co-CEO

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 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)
Common Stock	02/19/2009		P	100	A \$ 2.005	1,000,100	D
Common Stock	02/19/2009		P	4,842	A \$ 2.01	1,004,942	D
Common Stock	02/19/2009		P	12,052	A \$ 2.02	1,016,994	D
Common Stock	02/19/2009		P	2,500	A \$ 2.03	1,019,494	D
Common Stock	02/19/2009		P	5,424	A \$ 2.04	1,024,918	D

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Common Stock	02/19/2009	P	600	A	\$ 2.045	1,025,518	D
Common Stock	02/19/2009	P	7,100	A	\$ 2.05	1,032,618	D
Common Stock	02/19/2009	P	14,044	A	\$ 2.06	1,046,662	D
Common Stock	02/19/2009	P	3,600	A	\$ 2.07	1,050,262	D
Common Stock	02/19/2009	P	3,756	A	\$ 2.08	1,054,018	D
Common Stock	02/19/2009	P	5,500	A	\$ 2.09	1,059,518	D
Common Stock	02/19/2009	P	482	A	\$ 2.1	1,060,000	D
Common Stock	02/20/2009	P	100	A	\$ 2.1	1,060,100	D
Common Stock	02/20/2009	P	100	A	\$ 2.15	1,060,200	D
Common Stock	02/20/2009	P	1,091	A	\$ 2.17	1,061,291	D
Common Stock	02/20/2009	P	800	A	\$ 2.18	1,062,091	D
Common Stock	02/20/2009	P	600	A	\$ 2.19	1,062,691	D
Common Stock	02/20/2009	P	10,900	A	\$ 2.2	1,073,591	D
Common Stock	02/20/2009	P	2,200	A	\$ 2.21	1,075,791	D
Common Stock	02/20/2009	P	33,156	A	\$ 2.22	1,108,947	D
Common Stock	02/20/2009	P	15,470	A	\$ 2.23	1,124,417	D

Common Stock						398,300 ⁽¹⁾	I
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by GLG
Partners LP,
as
investment
manager ⁽²⁾

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

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(9-02)

number.

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
FA Sub 2 Limited Exchangeable Class B Ordinary Shares	(3)							(3)	(3)	Common Stock	4,623
Series A Voting Preferred Stock	(3)							(3)	(3)	Common Stock	4,623
FA Sub 2 Limited Exchangeable Class B Ordinary Shares	(3)							(3)	(3)	Common Stock	58,900,3
Series A Voting Preferred Stock	(3)							(3)	(3)	Common Stock	58,900,3
Warrant (right to buy) ⁽⁵⁾	\$ 7.5							(5)	12/28/2011	Common Stock	398,300

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

Gottesman Noam
C/O GLG PARTNERS, INC.
399 PARK AVENUE, 38TH FLOOR X X Chairman & Co-CEO
NEW YORK, NY 10022

Signatures

/s/ Alejandro R. San Miguel, as
attorney-in fact 02/23/2009

**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).
- Mr. Gottesman disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein, and this report
- (1) shall not be deemed an admission that Mr. Gottesman is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- These securities are held by certain investment funds managed by GLG Partners LP, as investment manager. GLG Partners Limited is the general partner of GLG Partners LP, and Mr. Gottesman, Emmanuel Roman and Pierre Lagrange are Managing Directors of GLG
- (2) Partners Limited with power to exercise investment over the securities owned by the investment funds and as a result, may be deemed to be the beneficial owner of these securities. As discussed above in footnote (1), Mr. Gottesman disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- The FA Sub 2 Limited Exchangeable Shares are exchangeable at any time at the election of the holder for one share of common stock of
- (3) GLG Partners, Inc. For each Exchangeable Share that is exchanged for common stock of GLG Partners, Inc., a corresponding share of Series A Preferred Stock will automatically be redeemed for its par value of \$0.0001 per share.
- (4) Shares held by the trustee of the Gottesman GLG Trust. Mr. Gottesman has a pecuniary interest in these shares as a beneficiary of the Gottesman GLG Trust.
- (5) Each warrant is exercisable for one share of common stock at any time commencing on or after December 21, 2007, provided in each case, that there is an effective registration statement in effect at such time covering the shares of common stock underlying the warrants.

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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