

GOLDEN TELECOM INC
Form 4/A
July 05, 2007

FORM 4

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

OMB APPROVAL

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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 *
Svetlichny Boris

(Last) (First) (Middle)

2831 29TH STREET, NW

(Street)

WASHINGTON, DC 20008

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

GOLDEN TELECOM INC [GLDN]

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

06/27/2007

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

06/29/2007

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Sr. VP, CFO and Treasurer

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)
			Code	V	Amount	(A) or (D)	Price
Acquisition of Common Stock	06/27/2007		M		12,500	A	\$ 29.63
Sale of Common Stock	06/27/2007		S		12,500	D	\$ 53.80
Acquisition of Common Stock	06/27/2007		M		12,500	A	\$ 31.11
Sale of Common	06/27/2007		S		12,500	D	\$ 53.80

Stock

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 Security (Instr. 3 and 4)	Amount or Number of Shares
Stock Appreciation Rights ⁽¹⁾	\$ 29.63	06/27/2007		M	12,500	<u>(2)</u> 03/17/2011	Common Stock	50,000
Stock Appreciation Rights ⁽¹⁾	\$ 31.11	06/27/2007		M	12,500	<u>(2)</u> 03/17/2011	Common Stock	37,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Svetlichny Boris 2831 29TH STREET, NW WASHINGTON, DC 20008			Sr. VP, CFO and Treasurer	

Signatures

/s/ Boris Svetlichny 07/05/2007

**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) The undersigned has agreed that the maximum amount of cash that he can receive upon exercise of a SAR is the difference between \$53.80 and the exercise price. The other terms of these SARs are unchanged.

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(2) The remaining SARs will vest in increments of 12,500 each on March 17, 2008 and March 17, 2009, respectively.

Remarks:

The original Form 4 filed on June 29, 2007 should have reflected two separate exercise prices. 12,500 SARs were performance

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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