IRVING EUCLID A

Form 4 April 16, 2007

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per response... 0.5

OMB APPROVAL

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 2. Issuer Name **and** Ticker or Trading IRVING EUCLID A Symbol 5. Relationship of Reporting Person(s) to Issuer

GREEN MOUNTAIN POWER
CORP [GMP] (Check all applicable)

(Last) (First) (Middle) 3. Date of Earliest Transaction __X_ Director ____10% Owner (Month/Day/Year) Officer (give title below) Other (specify below)

163 ACORN LANE 04/12/2007

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person
___ Form filed by More than One Reporting
Person

COLCHESTER, VT 05446

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed 4. Securities Acquired (A) 5. Amount of 7. Nature of 1.Title of 3. 6. Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial Direct (D) (Month/Day/Year) (Instr. 8) Owned Ownership Following or Indirect (Instr. 4) Reported (I) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Amount Price Code V (D) Common 2,980.833 04/12/2007 $D^{(1)}$ D \$35 0 D (2) Stock

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

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. Number iom 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 1 2 (
				Code V	(A) (I	D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to Buy)	\$ 7.9	04/12/2007		D	2,0	000	(3)	08/22/2010	Common Stock	2,000	
Stock Options (Right to Buy)	\$ 18.33	04/12/2007		D	2,0	000	(3)	02/01/2012	Common Stock	2,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting owner runner runners	Director	10% Owner	Officer	Other			
IRVING EUCLID A 163 ACORN LANE COLCHESTER, VT 05446	X						

Signatures

/s/Donald J. Rendall, Jr., Attorney-In-Fact

04/16/2007

**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) Under the Agreement and Plan of Merger by and among Northern New England Energy Corporation, Northstars Merger Subsidiary

 Corporation and Green Mountain Power Corporation pursuant to which Northstars Merger Subsidiary Corporation was merged into

 Green Mountain Power Corporation (the "Merger"), each share of Green Mountain Power Corporation common stock outstanding at the effective time of the Merger was converted into the right to receive \$35.00 in cash.
- (2) Includes 57.3669 shares acquired between August 7, 2006 and March 26, 2007 under the GMP dividend reinvestment plan. The information in this report is based on a plan statement as of March 26, 2007.
- Under the Agreement and Plan of Merger, each outstanding stock option outstanding at the effective time of the Merger was cancelled in exchange for a cash payment equal to the product of (i) the total number of shares subject to such option and (ii) the amount by which \$35.00 exceeds the exercise price per share subject to such option.

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

Reporting Owners 2

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