

GT Solar International, Inc.

Form 4

June 17, 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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Oaktree Capital Group Holdings GP,
LLC

(Last) (First) (Middle)

C/O OAKTREE CAPITAL
MANAGEMENT, L.P., 333 SOUTH
GRAND AVENUE, 28TH FLOOR

(Street)

LOS ANGELES, CA 90071

(City) (State) (Zip)

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

GT Solar International, Inc. [SOLR]

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

06/15/2009

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
X 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
Common Stock	06/15/2009	06/15/2009	S		5,900,000	D	\$ 5.86
							105,538,149
							I

By GT
Solar
Holdings
LLC (1) (2)
(3) (4)

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
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SEC 1474
(9-02)

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Relationships

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Oaktree Capital Group Holdings GP, LLC C/O OAKTREE CAPITAL MANAGEMENT, L.P. 333 SOUTH GRAND AVENUE, 28TH FLOOR LOS ANGELES, CA 90071		X		
Oaktree Capital Group Holdings, L.P. C/O OAKTREE CAPITAL MANAGEMENT, L.P. 333 SOUTH GRAND AVENUE, 28TH FLOOR LOS ANGELES, CA 90071		X		
Oaktree Capital Group, LLC C/O OAKTREE CAPITAL MANAGEMENT, L.P. 333 SOUTH GRAND AVENUE, 28TH FLOOR LOS ANGELES, CA 90071		X		
OAKTREE HOLDINGS, LLC C/O OAKTREE CAPITAL MANAGEMENT, L.P. 333 SOUTH GRAND AVENUE, 28TH FLOOR LOS ANGELES, CA 90071		X		
OCM HOLDINGS I, LLC C/O OAKTREE CAPITAL MANAGEMENT, L.P. 333 SOUTH GRAND AVENUE, 28TH FLOOR LOS ANGELES, CA 90071		X		
Oaktree Capital I, L.P. C/O OAKTREE CAPITAL MANAGEMENT, L.P. 333 SOUTH GRAND AVENUE, 28TH FLOOR LOS ANGELES, CA 90071		X		

OAKTREE FUND GP I, L.P.
C/O OAKTREE CAPITAL MANAGEMENT, L.P.
333 SOUTH GRAND AVENUE, 28TH FLOOR
LOS ANGELES, CA 90071

X

OCM Power Opportunities Fund II GP, L.P.
C/O OAKTREE CAPITAL MANAGEMENT, L.P.
333 SOUTH GRAND AVENUE, 28TH FLOOR
LOS ANGELES, CA 90071

X

OCM Power Opportunities Fund II GP (Cayman) Ltd.
C/O OAKTREE CAPITAL MANAGEMENT, L.P.
333 SOUTH GRAND AVENUE, 28TH FLOOR
LOS ANGELES, CA 90071

X

Oaktree Holdings, Inc.
C/O OAKTREE CAPITAL MANAGEMENT, L.P.
333 SOUTH GRAND AVENUE, 28TH FLOOR
LOS ANGELES, CA 90071

X

Signatures

OAKTREE CAPITAL GROUP HOLDINGS GP, LLC, By: /s/ Todd Molz Name: Todd Molz
Title: Managing Director, General Counsel, By: /s/ Martin Boskovich Name: Martin
Boskovich Title: Vice President, Legal

06/17/2009

__Signature of Reporting Person

Date

OAKTREE CAPITAL GROUP HOLDINGS, L.P., By: Oaktree Capital Group Holdings GP,
LLC Its: General Partner, By: /s/ Todd Molz Name: Todd Molz Title: Managing Director,
General Counsel, By: /s/ Martin Boskovich Name: Martin Boskovich Title: V.P., Legal

06/17/2009

__Signature of Reporting Person

Date

OAKTREE CAPITAL GROUP, LLC, By: /s/ Todd Molz Name: Todd Molz Title: Senior
Vice President and Secretary, By: /s/ Martin Boskovich Name: Martin Boskovich Title: Vice
President and Assistant Secretary

06/17/2009

__Signature of Reporting Person

Date

OAKTREE HOLDINGS, LLC, By: Oaktree Capital Group, LLC Its: Managing Member, By:
/s/ Todd Molz Name: Todd Molz Title: Senior Vice President and Secretary, By: /s/ Martin
Boskovich Name: Martin Boskovich Title: Vice President and Assistant Secretary

06/17/2009

__Signature of Reporting Person

Date

OCM HOLDINGS I, LLC, By: /s/ Todd Molz Name: Todd Molz Title: Vice President and
Secretary, By: /s/ Martin Boskovich Name: Martin Boskovich Title: Vice President and
Assistant Secretary

06/17/2009

__Signature of Reporting Person

Date

OAKTREE CAPITAL I, L.P., By: OCM Holdings I, LLC Its: General Partner, By: /s/ Todd
Molz Name: Todd Molz Title: Vice President and Secretary, By: /s/ Martin Boskovich Name:
Martin Boskovich Title: Vice President and Assistant Secretary

06/17/2009

__Signature of Reporting Person

Date

OAKTREE FUND GP I, L.P., By: /s/ Todd Molz Name: Todd Molz Title: Authorized
Signatory, By: /s/ Martin Boskovich Name: Martin Boskovich Title: Authorized Signatory

06/17/2009

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__Signature of Reporting Person

Date

OCM POWER OPPORTUNITIES FUND II GP, L.P., By: Oaktree Fund GP I, L.P. Its:
General Partner By: /s/ Todd Molz Name: Todd Molz Title: Authorized Signatory, By: /s/
Martin Boskovich Name: Martin Boskovich Title: Authorized Signatory

06/17/2009

__Signature of Reporting Person

Date

OCM POWER OPPORTUNITIES FUND II GP (CAYMAN) LTD., By: OCM Power
Opportunities Fund II GP, L.P. Its: Director, By: Oaktree Fund GP I, L.P. Its: General Partner,
By: /s/ Todd Molz Title: Auth. Signatory, By: /s/ Martin Boskovich Title: Auth. Signatory

06/17/2009

__Signature of Reporting Person

Date

OAKTREE HOLDINGS, INC., By: /s/ Todd Molz Name: Todd Molz Title: Vice President
and Secretary, By: /s/ Martin Boskovich Name: Martin Boskovich Title: Vice President and
Assistant Secretary

06/17/2009

__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).

(1) OCM/GFI Power Opportunities Fund II, L.P. ("Main Fund") and OCM/GFI Power Opportunities Fund II (Cayman), L.P. ("Cayman Fund" and together with Main Fund, "OCM/GFI Funds") are together the managing member of GT Solar Holdings, LLC. Oaktree Capital Management, L.P. ("OCM") is one of two investment managers of each of the OCM/GFI Funds. Voting and investment power with respect to securities owned by the OCM/GFI Funds is exercised by a four-person committee which includes two representatives of OCM (Messrs. Stephen A. Kaplan and Michael P. Harmon).

(2) OCM Power Opportunities Fund II GP, L.P. is the general partner of the Main Fund and the director of OCM Power Opportunities Fund II GP (Cayman) Ltd. OCM Power Opportunities Fund II GP (Cayman) Ltd. is the general partner of the Cayman Fund. Oaktree Fund GP I, L.P. is the general partner of OCM Power Opportunities Fund II GP, L.P. Oaktree Capital I, L.P. is the general partner of Oaktree Fund GP I, L.P. OCM Holdings I, LLC is the general partner of Oaktree Capital I, L.P. Oaktree Holdings, LLC is the managing member of OCM Holdings I, LLC. Oaktree Holdings, Inc. is the general partner of OCM.

(3) Oaktree Capital Group, LLC is the managing member of Oaktree Holdings, LLC and the sole shareholder of Oaktree Holdings, Inc. Oaktree Capital Group Holdings, L.P. controls Oaktree Capital Group, LLC. Oaktree Capital Group Holdings GP, LLC is the general partner of Oaktree Capital Group Holdings, L.P. Oaktree Capital Group Holdings GP, LLC is managed by Howard S. Marks, Bruce A. Karsh, Sheldon M. Stone, D. Richard Masson, Larry W. Keele, Stephen A. Kaplan, John B. Frank, David Kirchheimer and Kevin L. Clayton.

(4) By virtue of the ownership structure described above, each of the OCM/GFI Funds, Oaktree Capital Group Holdings GP, LLC, Oaktree Capital Group Holdings, L.P., Oaktree Capital Group, LLC, Oaktree Holdings, LLC, OCM Holdings I, LLC, Oaktree Capital I, L.P., Oaktree Fund GP I, L.P., OCM Power Opportunities Fund II GP (Cayman) Ltd., OCM Power Opportunities Fund II GP, L.P., Oaktree Holdings, Inc., OCM, Howard S. Marks, Bruce A. Karsh, Sheldon M. Stone, D. Richard Masson, Larry W. Keele, Stephen A. Kaplan, John B. Frank, David Kirchheimer, Kevin L. Clayton and Michael P. Harmon (collectively, the "Oaktree Group") may be deemed to have beneficial ownership of the shares owned by GT Solar Holdings, LLC. The Oaktree Group expressly disclaims beneficial ownership of the shares held by GT Solar Holdings, LLC, except to the extent of their respective pecuniary interests therein.

Remarks:

This Form 4 is being filed in two parts due to the large number of reporting persons. This filing is filed by Oaktree Capital Gr

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.