

Eden Martin H
 Form 4
 December 02, 2009

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 *
 Eden Martin H

2. Issuer Name and Ticker or Trading Symbol
 GRAN TIERRA ENERGY, INC.
 [GTE]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Chief Financial Officer

(Last) (First) (Middle)

C/O GRAN TIERRA ENERGY
 INC., 300, 611 10TH AVENUE
 S.W.

3. Date of Earliest Transaction
 (Month/Day/Year)
 11/30/2009

(Street)

CALGARY, A0 T2R 0B2

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

(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 Ownership (Instr. 4)			
			Code	V	Amount or Price (A) or (D)					
Common Stock	11/30/2009		M		75,000	A	\$ 1.19	75,000	D	
Common Stock	11/30/2009		S		70,300	D	\$ 5.7	4,700	D	
Common Stock	11/30/2009		S		4,700	D	\$ 5.71	0	D	
Common Stock								14,000	I	By Spouse

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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)

Table with 7 main columns: 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). Includes a row for Stock Option (Rt to Buy) with price \$ 1.19, date 11/30/2009, code M, 75,000 shares, and expiration dates 11/08/2007 and 11/08/2016.

Reporting Owners

Table with 2 columns: Reporting Owner Name / Address, Relationships. Includes Eden Martin H, C/O GRAN TIERRA ENERGY INC., 300, 611 10TH AVENUE S.W., CALGARY, A0 T2R 0B2, with relationships Director, 10% Owner, Officer, and Chief Financial Officer.

Signatures

/s/Martin H. 12/02/2009
Eden
**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 Option Shares shall vest and become exercisable in three equal consecutive annual installments commencing on November 8, 2007.
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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