PIWEK BRIAN Form 4/A August 11, 2005

### 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. *See* Instruction 1(b).

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)

Stock

Stock

Stock

Common

Common

08/05/2005

08/05/2005

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PIWEK BRIAN Issuer Symbol **GREAT ATLANTIC & PACIFIC** (Check all applicable) TEA CO INC [GAP] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner \_X\_\_ Officer (give title Other (specify (Month/Day/Year) below) below) 2 PARAGON DRIVE 08/04/2005 PRES, CHIEF OPERATING OFFICER (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 08/08/2005 Form filed by More than One Reporting MONTVALE, NJ 07645 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Direct Beneficial Ownership (Month/Day/Year) Owned (D) or (Instr. 8) Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 08/04/2005 M 21,101 A \$ 4.6 21,101 D Stock Common 08/04/2005 S 21,101 D D Stock Common 08/05/2005 D M 25,000 Α \$ 6.47 25,000

S

M

25,000

3,900

D

A

\$ 25.5 0

3,900

\$ 4.6

D

D

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

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### Edgar Filing: PIWEK BRIAN - Form 4/A

Common Stock	08/05/2005	S	3,900	D	\$ 25.5 0	D
Common Stock	08/08/2005	M	10,000	A	\$ 6.47 10,000	D
Common Stock	08/08/2005	S	10,000	D	\$ 25.5 0	D

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)

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)	onDerivative		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
Employee Stock Option (right to buy)	\$ 4.6	08/04/2005		M		21,101	<u>(1)</u>	07/31/2006	Common Stock	21,101
Employee Stock Option (right to buy)	\$ 6.47	08/05/2005		M		25,000	<u>(1)</u>	07/31/2006	Common Stock	25,000
Employee Stock Option (right to buy)	\$ 4.6	08/05/2005		M		3,900	<u>(1)</u>	07/31/2006	Common Stock	3,900
Employee Stock Option (right to buy)	\$ 6.47	08/08/2005		M		10,000	<u>(1)</u>	07/31/2006	Common Stock	10,000

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### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PIWEK BRIAN 2 PARAGON DRIVE MONTVALE, NJ 07645

PRES, CHIEF OPERATING OFFICER

### **Signatures**

Joan Roensch, Attorney-in-Fact for Brian

Piwek 08/11/2005

\*\*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 Issuer immediately vested Mr. Piwek's outstanding, unvested options upon his July 31, 2005 resignation from the Company.

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.

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