

ENERGY EAST CORP
Form 4
February 09, 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 *
RUDE ROBERT E

(Last) (First) (Middle)

ENERGY EAST MANAGEMENT CORPORATION, 52 FARM VIEW ROAD

(Street)

NEW GLOUCESTER, ME 04260

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ENERGY EAST CORP [EAS]

3. Date of Earliest Transaction
(Month/Day/Year)
02/07/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Sr. VP & Chief Regulatory Off.

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | | | | (A) | 268.9121 ⁽²⁾ | I | By 401(k) Plan |
| Common Stock | | | | (A) | 35.9727 ⁽²⁾ ⁽³⁾ | I | By Spouse / 401(k) Plan |
| Common Stock | 02/07/2007 | | A | 15,000 ⁽¹⁰⁾ | \$ 53,568.886 ⁽¹⁾ | 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)

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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) | | |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (right to buy) / SAR ⁽⁴⁾ | \$ 26.7188 | | | | | 02/19/1999 ⁽⁵⁾ | 02/19/2009 | Common Stock | 40,000 |
| Employee Stock Option (right to buy) / SAR ⁽⁴⁾ | \$ 23.89 | | | | | 02/12/2004 ⁽⁶⁾ | 02/12/2014 | Common Stock | 6,600 |
| Employee Stock Option (right to buy) / SAR ⁽⁴⁾ | \$ 25.11 | | | | | 10/15/2004 ⁽⁷⁾ | 10/15/2014 | Common Stock | 16,000 |
| Employee Stock Option (right to buy) / SAR ⁽⁴⁾ | \$ 26.22 | | | | | 04/01/2005 ⁽⁸⁾ | 04/01/2015 | Common Stock | 11,900 |
| Employee Stock Option (right to buy) / SAR ⁽⁴⁾ | \$ 24.83 | | | | | 02/17/2006 ⁽⁹⁾ | 02/17/2016 | Common Stock | 15,000 |
| | \$ 24.76 | 02/07/2007 | | A | 15,000 | 02/07/2007 ⁽¹¹⁾ | 02/07/2017 | | 15,000 |

Employee
Stock
Option
(right to
buy) /
SAR ⁽⁴⁾

Common
Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| RUDE ROBERT E ENERGY EAST MANAGEMENT CORPORATION 52 FARM VIEW ROAD NEW GLOUCESTER, ME 04260 | | | Sr. VP & Chief Regulatory Off. | |

Signatures

Robert E. Rude 02/08/2007

**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) Includes equity securities acquired with reinvested dividends which are exempt from reporting under Rule 16a-11.
- (2) Includes equity securities acquired with participant contributions, Company matching fund contributions, and reinvested dividends pursuant to the common stock fund of the Company's 401(k) Plan which are exempt from reporting.
- (3) Beneficial ownership expressly disclaimed.

The Stock Appreciation Right (SAR) was issued in tandem with an Employee Stock Option (right to buy). The exercise of a SAR will result in the corresponding cancellation of the Employee Stock Option (right to buy) to the extent of the number of shares of the
- (4) Company's Common Stock as to which SARs are exercised. The exercise of the Employee Stock Option (right to buy) will result in the corresponding cancellation of a SAR to the extent of the number of shares of the Company's Common Stock as to which the Employee Stock Option (right to buy) is exercised.

The option is exercisable in three installments regarding the original number of options granted as follows: (a) in aggregate as to no
- (5) more than 33 1/3% on February 19, 1999; (b) in aggregate as to no more than 66 2/3% on January 1, 2000; and (c) on January 1, 2001 as to 100% of all options which have not been previously exercised.

The option is exercisable in three installments regarding the original number of options granted as follows: (a) in aggregate as to no
- (6) more than 33 1/3% on February 12, 2004; (b) in aggregate as to no more than 66 2/3% on January 1, 2005; and (c) on January 1, 2006 as to 100% of all options which have not been previously exercised.

The option is exercisable in three installments regarding the original number of options granted as follows: (a) in aggregate as to no
- (7) more than 33 1/3% on October 15, 2004; (b) in aggregate as to no more than 66 2/3% on January 1, 2005; and (c) on January 1, 2006 as to 100% of all options which have not been previously exercised.

The option is exercisable in three installments regarding the original number of options granted as follows: (a) in aggregate as to no
- (8) more than 33 1/3% on April 1, 2005; (b) in aggregate as to no more than 66 2/3% on January 1, 2006; and (c) on January 1, 2007 as to 100% of all options which have not been previously exercised.

The option is exercisable in three installments regarding the original number of options granted as follows: (a) in aggregate as to no
- (9) more than 33 1/3% on February 17, 2006; (b) in aggregate as to no more than 66 2/3% on January 1, 2007; and (c) on January 1, 2008 as to 100% of all options which have not been previously exercised.

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(10) Grant of Restricted Stock.

The option is exercisable in three installments regarding the original number of options granted as follows: (a) in aggregate as to no more than 33 1/3% on February 7, 2007; (b) in aggregate as to no more than 66 2/3% on January 1, 2008; and (c) on January 1, 2009 as to 100% of all options which have not been previously exercised.

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.