GRAN TIERRA ENERGY INC.

Form 4 March 04, 2015

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Coral Adrian

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

GRAN TIERRA ENERGY INC.

[GTE]

(Check all applicable)

Pres., GTE Colombia, Ltd.

(Month/Day/Year)

03/01/2015

(Last) (First) (Middle) 3. Date of Earliest Transaction

Director X_ Officer (give title below)

10% Owner Other (specify

C/O GRAN TIERRA ENERGY INC., 200, 150 13TH AVENUE

S.W.

Stock

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

(Street)

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

CALGARY, A0 T2R 0V2

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported

D

(A) Transaction(s) (Instr. 3 and 4) Price Amount (D)

Code V Common 03/01/2015

25,000 \$0 35,531 (1)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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. Transactio Code (Instr. 8)	5. Number of or 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 o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (Rt to Buy)	\$ 2.75	03/04/2015		A	85,000	03/01/2016(2)	03/04/2020	Common Stock	85,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Coral Adrian C/O GRAN TIERRA ENERGY INC. 200, 150 13TH AVENUE S.W. CALGARY, A0 T2R 0V2

Pres., GTE Colombia, Ltd.

Signatures

/s/ Sonya Messner, Attorney-In-Fact 03/04/2015

**Signature of Reporting Person Da

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).
- Reflects the receipt of a restricted stock unit. Each restricted stock unit represents a contingent right to receive one (1) share of Gran (1) Tierra Energy Inc. common stock. The restricted stock units shall vest in three equal consecutive annual installments on March 1, 2016, March 1, 2017 and Mach 1, 2018, until fully vested.
- (2) 1/3rd of the option shares shall vest on March 1, 2016, an additional 1/3rd of the option shares shall vest on March 1, 2017 and the balance of the option shares shall vest on March 1, 2018.

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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