

BARLINE JOHN D  
Form 4  
August 08, 2005

**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 \*  
BARLINE JOHN D

2. Issuer Name and Ticker or Trading Symbol  
GREAT ATLANTIC & PACIFIC  
TEA CO INC [GAP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

WILLIAMS, KASTNER, GIBBS  
LLP, 1301 A STREET, SUITE 900

(Street)

TACOMA, WA 98402

(City) (State) (Zip)

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/05/2005

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

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

**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		
Common Stock	08/05/2005		M		500 A \$ 16.31	11,902	D
Common Stock	08/05/2005		S		500 D \$ 25.2	11,402	D
Common Stock	08/05/2005		M		500 A \$ 14.7	11,902	D
Common Stock	08/05/2005		S		500 D \$ 25.2	11,402	D
Common Stock	08/05/2005		M		500 A \$ 12.29	11,902	D

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Common Stock	08/05/2005	S	500	D	\$ 25.2	11,402	D	
Common Stock	08/05/2005	M	333	A	\$ 10.29	11,902	D	
Common Stock	08/05/2005	S	333	D	\$ 25.2	11,402	D	
Common Stock						500	I	By Mother

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. 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. Pr Deri Secu (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Directors Stock Option (right to buy)	\$ 16.31	08/05/2005		M	500	<u>(1)</u>	07/12/2010	Common Stock	500
Directors Stock Option (right to buy)	\$ 14.7	08/05/2005		M	500	<u>(2)</u>	07/19/2011	Common Stock	500
Directors Stock Option (right to buy)	\$ 12.29	08/05/2005		M	500	<u>(3)</u>	07/31/2012	Common Stock	500
	\$ 10.29	08/05/2005		M	333	<u>(4)</u>	07/17/2013		333

Directors  
 Stock  
 Option  
 (right to  
 buy)

Common  
 Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARLINE JOHN D WILLIAMS, KASTNER, GIBBS LLP 1301 A STREET, SUITE 900 TACOMA, WA 98402	X			

## Signatures

Joan Roensch, Attorney in Fact for John  
 Barline 08/08/2005

\_\_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) This option vested in three equal, annual installment beginning in 2001, 2002 and 2003.
- (2) This option vested in three equal, annual installments beginning in 2002, 2003 and 2004.
- (3) This option vested in three equal, annual installments beginning in 2003, 2004 and 2005.
- (4) This options vests in three equal, annual installments beginning in 2004, 2005 and 2006.

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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