GOUVERNEUR BANCORP INC

Form 4

September 05, 2007

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

OMB Number:

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

3235-0287 January 31, Expires: 2005

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations

may continue.

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

burden hours per response... 0.5

Estimated average

See Instruction 1(b).

common

stock

09/01/2007

(Print or Type Responses)

| | Address of Reporting F | Symbo | 1 | BANCORP INC | S. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|-------------------------------------|------------------------|-------------------|---|--------------------------|---|------------------|-------------------------|--|
| (Last) | (First) (M | | of Earliest Tr | ransaction | Director X_ Officer (gi | ve titleOth | % Owner ner (specify | |
| 42 CHURC | CH STREET | 09/01 | • | | below) below) Vice President & CFO 6. Individual or Joint/Group Filing(Check | | | |
| | (Street) | 4. If A1 | mendment, Da | te Original | | | | |
| COLUEDA | JELID NIV 127420 |) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
| GOUVERN | NEUR, NY 136420 | 1297 | | | Person | | | |
| (City) | (State) | (Zip) Ta | ible I - Non-D | Perivative Securities Ac | quired, Disposed | of, or Beneficia | lly Owned | |
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securities | 5. Amount of | 6. Ownership | 7. Nature of | |
| Security (Month/Day/Year) Execution | | Execution Date, i | f Transaction | onAcquired (A) or | Securities | Form: Direct | Indirect | |
| (Instr. 3) | | any | Code | Disposed of (D) | Beneficially | (D) or | Beneficial | |
| | | (Month/Day/Yea | r) (Instr. 8) | (Instr. 3, 4 and 5) | Owned | Indirect (I) | Ownership | |
| | | | | | Following | (Instr. 4) | (Instr. 4) | |
| | | | | (A) | Reported | | | |
| | | | | or | Transaction(s) | | | |
| | | | Code V | Amount (D) Price | (Instr. 3 and 4) | | | |

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.

2,700

 $D^{(2)}$

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

 $0^{(1)}$

J

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| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | e and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|-------------|------------|---------------|-------------|------------|----------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transaction | orNumber | Expiration D | ate | Amou | nt of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securi | ties | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | · | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | A | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | or | | |
| | | | | | | | Date | Title Numb | Number | | |
| | | | | ~ | | | | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

TWYMAN ROBERT J 42 CHURCH STREET GOUVERNEUR, NY 136420297

Vice President & CFO

Signatures

Robert J Twyman 09/05/2007

**Signature of Date Reporting Person

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) Not an acquisition or disposition represents 60 shares, or 20% of total awarded to officers and previously held by the Management Recognition Plan Trust (MRP), which vested for one year period ending September 1, 2007.
- (2) Direct 2,520 / Indirect 180

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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