

MCLAIN F MICHAEL
Form 4
January 03, 2007

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
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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
MCLAIN F MICHAEL

(Last) (First) (Middle)

ENERGY EAST MANAGEMENT
CORPORATION, 217
COMMERCIAL STREET, 5TH
FLOOR

(Street)

PORTLAND, ME 04101

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
01/01/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
VP-Finance, Treasurer & CIO

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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) or (D)			By 401(k) Plan
Common Stock	01/01/2007	01/02/2007	F	1,130 (7)	D \$ 24.8	27,176.1435 (3) (7)	D
Common Stock						2.5801 (1)	I By 401(K) Plan

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

**Persons who respond to the collection of
information contained in this form are not**

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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee Stock Option (right to buy) / SAR ⁽²⁾	\$ 23.89					02/12/2004 ⁽⁴⁾ 02/12/2014	Common Stock	6,667
Employee Stock Option (right to buy) / SAR ⁽²⁾	\$ 26.22					04/01/2005 ⁽⁵⁾ 04/01/2015	Common Stock	11,962
Employee Stock Option (right to buy) / SAR ⁽²⁾	\$ 24.83					02/17/2006 ⁽⁶⁾ 02/17/2016	Common Stock	11,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MCLAIN F MICHAEL ENERGY EAST MANAGEMENT CORPORATION 217 COMMERCIAL STREET, 5TH FLOOR PORTLAND, ME 04101	VP-Finance, Treasurer & CIO

Signatures

F. Michael
McClain

01/03/2007

 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 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.

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

- (2) 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.

- (3) Includes equity securities acquired with reinvested dividends which are exempt from reporting.

The option is exercisable in three installments regarding the original number of options granted as follows: (a) in aggregate as to no more

- (4) 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 more

- (5) 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 more

- (6) 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.

- (7) The amount of equity securities previously reported by me as beneficially owned has been reduced by the withholding of 1,130 restricted shares by the Company to satisfy my tax withholding obligation regarding the vesting of restricted stock.

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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