

Griffin Robert F
Form 4
November 18, 2010

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Griffin Robert F

2. Issuer Name **and** Ticker or Trading
Symbol
TRUMP ENTERTAINMENT
RESORTS, INC. [TRMPQ.PK]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O TRUMP ENTERTAINMENT
RESORTS, INC., 15 SOUTH
PENNSYLVANIA AVENUE

3. Date of Earliest Transaction
(Month/Day/Year)
11/16/2010

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chief Executive Officer

(Street)
ATLANTIC CITY, NJ 08401

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

(City) (State) (Zip)

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/16/2010		A		125,000	A	\$ 0
					125,000 ⁽¹⁾	D	

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
required to respond unless the form
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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)**

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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. 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 Underlying Security (Instr. 3 and 4)
Restricted Stock Unit	(2)	11/16/2010		A	62,500	11/16/2012 ⁽³⁾ 11/16/2012 ⁽³⁾	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Griffin Robert F C/O TRUMP ENTERTAINMENT RESORTS, INC. 15 SOUTH PENNSYLVANIA AVENUE ATLANTIC CITY, NJ 08401	X		Chief Executive Officer	

Signatures

/s/ Robert F.
Griffin

11/18/2010

__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) The 125,000 shares of restricted stock awarded to the reporting person on November 16, 2010 will vest in four equal annual installments of 31,250 shares on March 15, 2012, 2013, 2014 and 2015, provided that, except as otherwise set forth in the award agreement, the reporting person remains employed by the Issuer through the end of each such period and certain performance objectives have been achieved.

(2) Each restricted stock unit represents an unfunded and unsecured promise of the Issuer to deliver, subject to the terms of the award agreement, on November 16, 2012 (the settlement date of the restricted stock units), one share of the Issuer's common stock or, at the Issuer's option, cash equal to the then-current fair market value of a share of the Issuer's common stock.

(3) Of the 62,500 restricted stock units, 31,250 restricted stock units vested at the time of grant on November 16, 2010 and the remaining 31,250 restricted stock units will vest on November 16, 2011, provided that, except as otherwise set forth in the award agreement, the reporting person remains employed by the Issuer through November 16, 2011. The Issuer shall settle the restricted stock units on November 16, 2012.

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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