

Schreyer Leslie J
 Form 4/A
 May 20, 2009

FORM 4

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

OMB APPROVAL

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

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 *
GOTTESMAN GLG TRUST

2. Issuer Name and Ticker or Trading Symbol
GLG Partners, Inc. [GLG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

**C/O GLG PARTNERS, INC., 399
 PARK AVE., 38TH FLOOR**

3. Date of Earliest Transaction
 (Month/Day/Year)
05/12/2009

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

(Street)

NEW YORK, NY 10022

4. If Amendment, Date Original Filed(Month/Day/Year)
05/14/2009

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 ___X___ 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 Ownership (Instr. 4)
Restricted Stock ⁽¹⁾				(A) or (D)	489,129 ⁽¹⁾ ⁽⁷⁾	D	
Common Stock				(A) or (D)	101,412 ⁽⁷⁾	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 displays a currently valid OMB control number.

SEC 1474
 (9-02)

Edgar Filing: Schreyer Leslie J - Form 4/A

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
FA Sub 2 Limited Exchangeable Class B Ordinary Shares <u>(2)</u> <u>(3)</u>	<u>(3)</u>					11/02/2007	<u>(3)</u>
Series A Voting Preferred Stock <u>(2)</u> <u>(3)</u> <u>(4)</u>	<u>(3)</u>					11/02/2007	<u>(3)</u>
5.00% Dollar-Denominated Conv. Subordinated Notes Due 2014 <u>(2)</u> <u>(5)</u>	<u>(5)</u>	05/12/2009		P	\$ 10,000,000	05/15/2009 05/15/2014	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOTTESMAN GLG TRUST C/O GLG PARTNERS, INC. 399 PARK AVE., 38TH FLOOR NEW YORK, NY 10022		X		
Schreyer Leslie J C/O GLG PARTNERS LP 399 PARK AVE., 38TH FLOOR NEW YORK, NY 10022		X		

Signatures

Leslie J. Schreyer, by: /s/ Alejandro San Miguel, as attorney-in-fact 05/20/2009
**Signature of Reporting Person Date

Leslie J. Schreyer, in his capacity as trustee of the Gottesman GLG Trust, by: /s/ Alejandro San Miguel, as attorney-in-fact 05/20/2009
**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).

The shares of restricted stock were awarded to Mr. Schreyer in his individual capacity by GLG Partners, Inc. ("GLG") (i) on February 4, 2008 in the amount of 75,250 shares (the "February 2008 Award") under GLG's 2007 Long-Term Incentive Plan (the "LTIP") which vest in four equal installments of 18,813 shares on each of November 2, 2008, 2009, 2010 and 2011 and (ii) on November 2, 2007 under

(1) GLG's 2007 Restricted Stock Plan (the "Restricted Stock Plan") and the LTIP in the amounts of 500,000 and 76,923 shares, respectively (the "November 2007 Awards"), which vest in four equal installments of 144,231 shares on each of November 2, 2008, 2009, 2010 and 2011.

(2) Mr. Schreyer (the "Trustee") holds these securities solely in his capacity as Trustee of the Gottesman GLG Trust, a trust established for the benefit of Noam Gottesman and his family (the "Trust"). The Trustee does not have any pecuniary interest in these securities.

The FA Sub 2 Limited Exchangeable Shares are exchangeable at any time at the election of the holder for one share of common stock of

(3) GLG. For each Exchangeable Share that is exchanged for common stock of GLG, a corresponding share of Series A Preferred Stock will automatically be redeemed for its par value of \$0.0001 per share.

(4) The Series A voting preferred stock entitles the holder to one vote on all matters that the common stock has the right to vote on.

The notes may be converted at any time by the holder into shares of common stock at an initial conversion rate of 268.8172 shares of

(5) common stock per \$1,000 principal amount of notes, which represents a conversion price of approximately \$3.72 per share of common stock, subject to certain adjustments.

(6) Indirectly beneficially owned by TOMS International Ltd., a wholly owned subsidiary of the Trust.

This amendment is being filed to correct the number of shares of restricted stock held by Mr. Schreyer in his individual capacity from

(7) 576,923 shares to 489,129 shares and to include Mr. Schreyer's holdings of 101,412 shares of common stock which was inadvertently omitted from the original filing.

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.