

GREEN MOUNTAIN POWER CORP
 Form 4
 July 06, 2006

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

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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 *
DUTTON CHRISTOPHER L

2. Issuer Name and Ticker or Trading Symbol
GREEN MOUNTAIN POWER CORP [GMP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 163 ACORN LANE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 07/03/2006

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

COLCHESTER, VT 05446

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)
Common Stock	07/03/2006		M ⁽¹⁾	V A \$ 7.9	42,247.7567 <u>(2)</u>	D	
Common Stock	07/03/2006		S ⁽¹⁾	V D \$ 33.79	40,747.7567 <u>(2)</u>	D	
Common Stock					6,412.9543 ⁽³⁾	I	By 401(k) plan
Common Stock					62.3418 ⁽⁴⁾	I	By wife for daughter
Common Stock					62.3418 ⁽⁵⁾	I	By wife for son

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Includes 118.6392 shares acquired between May 23, 2006 and July 3, 2006 under the GMP 401(k) plan. The information in this report is based on a plan statement as of July 3, 2006.

- (6) The Option is currently exercisable for 45,500 shares.

These shares are held by the reporting person's wife as custodian for daughter under Uniform Gifts to Minors Act. Includes .5092 shares
(4) acquired between May 23, 2006 and July 3, 2006 under the GMP dividend reinvestment plan. The information in this report is based on a plan statement as of July 3, 2006.

- These shares are held by the reporting person's wife as custodian for son under Uniform Gifts to Minors Act. Includes .5092 shares
(5) acquired between May 23, 2006 and July 3, 2006 under the GMP dividend reinvestment plan. The information in this report is based on a plan statement as of July 3, 2006.

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