

GOLDEN TELECOM INC
Form 4
March 26, 2007

FORM 4

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

OMB APPROVAL

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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 *
HERMAN DAVID

(Last) (First) (Middle)
2831 29TH STREET, NW
(Street)

WASHINGTON, DC 20008

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GOLDEN TELECOM INC [GLDN]

3. Date of Earliest Transaction
(Month/Day/Year)
03/22/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Acquisition of Common Stock | 03/22/2007 | | M | | 100 | A | \$ 19.45 |
| Sale of Common Stock | 03/22/2007 | | S | | 100 | D | \$ 56.42 |
| Acquisition of Common Stock | 03/22/2007 | | M | | 1,070 | A | \$ 26.32 |
| Sale of Common Stock | 03/22/2007 | | S | | 1,070 | D | \$ 56.10 |

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| | | | | | | | |
|-----------------------------|------------|---|-----|---|----------|-----|---|
| Acquisition of Common Stock | 03/22/2007 | M | 100 | A | \$ 26.32 | 100 | D |
| Sale of Common Stock | 03/22/2007 | S | 100 | D | \$ 56.65 | 0 | D |
| Acquisition of Common Stock | 03/22/2007 | M | 100 | A | \$ 26.32 | 100 | D |
| Sale of Common Stock | 03/22/2007 | S | 100 | D | \$ 56.02 | 0 | D |
| Acquisition of Common Stock | 03/22/2007 | M | 100 | A | \$ 26.32 | 100 | D |
| Sale of Common Stock | 03/22/2007 | S | 100 | D | \$ 56.57 | 0 | D |
| Acquisition of Common Stock | 03/22/2007 | M | 300 | A | \$ 26.32 | 300 | D |
| Sale of Common Stock | 03/22/2007 | S | 300 | D | \$ 56.56 | 0 | D |
| Acquisition of Common Stock | 03/22/2007 | M | 200 | A | \$ 26.32 | 200 | D |
| Sale of Common Stock | 03/22/2007 | S | 200 | D | \$ 56.53 | 0 | D |
| Acquisition of Common Stock | 03/22/2007 | M | 400 | A | \$ 26.32 | 400 | D |
| Sale of Common Stock | 03/22/2007 | S | 400 | D | \$ 56.52 | 0 | D |
| Acquisition of Common Stock | 03/22/2007 | M | 200 | A | \$ 26.32 | 200 | D |
| Sale of Common Stock | 03/22/2007 | S | 200 | D | \$ 56.46 | 0 | D |
| Acquisition of Common | 03/22/2007 | M | 30 | A | \$ 26.32 | 30 | D |

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| | | | | | | | | |
|-----------------------------|------------|---|-------|---|----------|-------|--|---|
| Stock | | | | | | | | |
| Sale of Common Stock | 03/22/2007 | S | 30 | D | \$ 55.83 | 0 | | D |
| Acquisition of Common Stock | 03/22/2007 | M | 2,100 | A | \$ 26.61 | 2,100 | | D |
| Sale of Common Stock | 03/22/2007 | S | 2,100 | D | \$ 55.9 | 0 | | D |
| Acquisition of Common Stock | 03/22/2007 | M | 400 | A | \$ 26.61 | 400 | | D |
| Sale of Common Stock | 03/22/2007 | S | 400 | D | \$ 55.91 | 0 | | D |

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

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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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Options to purchase Common Stock | \$ 19.45 | 03/22/2007 | 03/22/2007 | M | 100 | 05/20/2004 05/20/2008 | Common Stock | 100 |
| Options to purchase Common Stock | \$ 26.61 | 03/22/2007 | 03/22/2007 | M | 2,500 | 05/19/2005 05/19/2014 | Common Stock | 2,500 |

Stock
 Options
 to
 purchase \$ 26.32 03/22/2007 03/22/2007 M 2,500 05/19/2006 05/19/2015 Common Stock 2,500
 Common
 Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HERMAN DAVID 2831 29TH STREET, NW WASHINGTON, DC 20008 | X | | | |

Signatures

/s/ David
 Herman 03/26/2007

__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).

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