FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL						

3235-0287 OMB Number: 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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Mackie Douglas B</u>				2. Issuer Name and Ticker or Trading Symbol Great Lakes Dredge & Dock CORP [GLDD]								(Che	Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
/F:-	rct)	(Middle))				ner (specify low)
(Last) (First) (Middle) GREAT LAKES DREDGE & DOCK CORPORATION					3. Date of Earliest Transaction (Month/Day/Year) 07/15/2008									2010	,		,
2122 YORK ROAD														dividual c	r loint/Cro	un Filing (Cho	ok Applicable
(Street) OAK BROOK IL 60523					4. If Amendment, Date of Original Filed (Month/Day/Year)									Line) X Form filed by One Rep			Person
	ate)	(Zip)											Form filed by More than One Reporting Person				
	Tá	able I - No	on-Deriva	ative	Secu	rities	Aco	quired	, Dis	sposed o	f, or E	3ene	ficiall	y Own	ed		
1. Title of Security (Instr. 3) 2. Transa Date			2. Transact Date	tion	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa	ction	4. Securities Acquired (A) of			or	s 5. Amount or Securities Beneficially Owned Follo		Form: Direct	Ownership		
									v	Amount	t (A) or Pric		rice	Transaction(s) (Instr. 3 and 4)			(Instr. 4)
Stock			07/15/2	800				S		4,000(1)	D) (5.83	354	,798 ⁽²⁾	D	
Stock														3,	,782	I	See Footnote ⁽³⁾
Stock														3	,782	I	See Footnote ⁽⁴⁾
Stock														3,	,782	I	See Footnote ⁽⁵⁾
Common Stock 07/13		07/15/2	2008				S		500	Б) 9	5.83	22	2,770	I	See Footnote ⁽⁶⁾	
Common Stock 07/15/		07/15/2	.008		S		500	Г) 9	5.83	22,770		I	See Footnote ⁽⁷⁾			
Common Stock														12	2,000	I	Common Stock held by the wife of Douglas B. Mackie
		Table II -												Owned			
Derivative Conversion Date Ex. Security or Exercise (Month/Day/Year) if a		Execution (ar) if any	ion Date, Transa Code (I		5. Number tion of		6. Date l	Exerci	isable and te	7. Title and Amount of Securities Underlying Derivative		8. Do So (li	erivative (cecurity (security (secur	derivative Securities Beneficial Owned Following Reported	Owners Form: Direct (I or Indire (I) (Instr	Beneficial Ownership ct (Instr. 4)	
				Code	v	(A) (E	_,	Date Exercisa		Expiration Date	Title	or	per				
	Douglas (Final Action of the Control of the Contro	(First) AKES DREDGE & DO ATION RK ROAD OOK IL (State) Ta ecurity (Instr. 3) Stock Stock Stock Stock Stock Stock Stock Stock Month/Day/Yea	(First) (Middle) AKES DREDGE & DOCK ATION RK ROAD OOK IL 60523 (State) (Zip) Table I - Note of the content	(First) (Middle) AKES DREDGE & DOCK ATION RK ROAD Table I - Non-Derivation (Month/Day) Stock Stock Table II - Derivation (e.g., put and p	Commercial Conversion of Exercise Price of Douglas B Code (In Conversion of Exercise Price of Douglas B Code (In Conversion of Exercise Price of Derivative Page 1 Code (In Cod	Creat Lange Company Company	Creat Lakes I Creat Lakes	Great Lakes Dreight (Middle) AKES DREDGE & DOCK ATION RK ROAD Table I - Non-Derivative Securities Accurity (Instr. 3) Table I - Non-Derivative Securities Accurity (Month/Day/Year) Stock Table I - Derivative Securities Accurity (Month/Day/Year) Stock Table II - Derivative Securities Acquited (e.g., puts, calls, warrants, first price of or Exercise Price of or Exercise Price of Derivative Security (Month/Day/Year) A. Deemed (e.g., puts, calls, warrants, first price of or Exercise Price of Date (Month/Day/Year) Stock Table II - Derivative Securities Acquited (e.g., puts, calls, warrants, first price of or Exercise Price of Date (Month/Day/Year) Stock Stock Table II - Derivative Securities Acquited (e.g., puts, calls, warrants, first price of or Exercise Price of Date (Month/Day/Year) Stock Stock Stock 5. Number of Transaction Derivative Securities Acquited (A) or Derivative Securities Acquired (A) or Derivative Secur	Creat Lakes Dredge & Creat Lakes Dredge & C	Conversion Conversion Conversion or Exercise (Month/Day/Year) Conversion or Exercise Conversion or Exercise	Creat Lakes Dredge & Dock COR Crists	Code Conversion Conversion Conversion Code Co	Conversion December Decembe	Conversion Douglas B Conversion Dougla	Check all applications Check all applicati	Conversion Con	Conversion Con

- $2. \ Of \ these \ shares, \ 13,853 \ are \ represented \ by \ restricted \ stock \ units. \ The \ restricted \ stock \ units \ vest \ on \ May \ 20, \ 2011.$
- 3. Common stock held by the Christopher T. Mackie 1998 Trust.
- 4. Common stock held by the Kathleen J. Mackie 1998 Trust.
- 5. Common stock held by the Natalie A. Mackie 1998 Trust.
- ${\it 6. Common stock held by Madeline C. Mackie directly and by the Madeline C. Mackie 1998 Trust.}\\$
- 7. Common stock held by Philip D. Mackie directly and by the Philip D. Mackie 1998 Trust.

/s/ Douglas B. Mackie

07/17/2008

** Signature of Reporting Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.