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

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**FORM 8-K**

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**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): December 23, 2014**

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**Great Lakes Dredge & Dock Corporation**  
(Exact name of Registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
Incorporation or Organization)

**001-33225**  
(Commission  
File Number)

**20-5336063**  
(I.R.S. Employer  
Identification No.)

**2122 York Road**  
**Oak Brook, Illinois 60523**  
(Address of Principal Executive Offices)

**(630) 574-3000**  
(Registrant's telephone number, including area code)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 — Departure of Directors or Principal Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On December 23, 2014, Stephen H. Bittel provided notice of his resignation from the Board of Directors of Great Lakes Dredge & Dock Corporation (the “Company”), effective December 31, 2014. Mr. Bittel’s letter of resignation is attached as exhibit 99.1 hereto. Mr. Bittel’s resignation was not due to any disagreement with the Company or for any matter relating to the Company’s operations, policies or practices.

Our Board extends its sincere gratitude to Mr. Bittel for his years of distinguished service to the Company.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Letter of Resignation from Mr. Stephen H. Bittel dated December 23, 2014

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GREAT LAKES DREDGE & DOCK CORPORATION

/s/ Mark W. Marinko

Mark W. Marinko

Senior Vice President and Chief Financial Officer

Date: December 29, 2014

**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Letter of Resignation from Mr. Stephen H. Bittel dated December 23, 2014

December 23, 2014

Jon Berger, President  
Great Lakes Dredge & Dock Company  
2122 York Road, Suite 200  
Oak Brook, IL 60523

Re: Board of Director

Thank you for the great opportunity to have served on the GLDD Board of Directors for the past years. I have been honored to be a part of the company and will treasure the many relationships developed during that time. Regrettably, the time demands of my own businesses require me to resign my Director position effective year end.

I wish you all the happiest of holiday seasons and best wishes for a great 2015.

Sincerely,

/s/ Stephen H. Bittel

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Stephen H. Bittel

CC: Nathan Leight,  
Mary Ann Wayjas  
Denise Dickens  
Jason Weiss  
Carl Albert  
Peter Deutch  
Michael Walsh