

Edgar Filing: QUANTA SERVICES INC - Form 3

QUANTA SERVICES INC
Form 3
March 27, 2002

FORM 3

U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

INITIAL STATEMENT OF 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(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*

The Quanta Services, Inc. Stock Employee Compensation Trust (1)

(Last) (First) (Middle)

c/o Wachovia Bank, N.A., 101 North Main Street

(Street)

Winston-Salem North Carolina 27150

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)

March 13, 2002

3. IRS Identification Number of Reporting Person, if an entity (voluntary)

56-2281083

4. Issuer Name and Ticker or Trading Symbol

Quanta Services, Inc. (PWR)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

[] Director [X] 10% Owner (2)
[] Officer (give title below) [] Other (specify below)

6. If Amendment, Date of Original (Month/Day/Year)

7. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

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TABLE I - NON-DERIVATIVE SECURITIES BENEFICIALLY OWNED

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$.00001 per share	8,000,000	D	

* If the form is filed by more than one reporting person,
SEE Instruction 5(b)(v).

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

Page

(Over)

FORM 3 (CONTINUED)

TABLE II-- DERIVATIVE SECURITIES BENEFICIALLY OWNED
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1. Title of Derivative Security (Instr. 4)	2. Date Exer- cisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercis Price of Derivative Security

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	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares

Explanation of Response:

- (1) The trustee for the Quanta Services, Inc. Stock Employee Compensation Trust (the "Trust") is Wachovia Bank, N.A. (the "Trustee"). The terms of the Trust are more fully set forth in the Trust Agreement, dated as of March 13, 2002, between Quanta Services, Inc. (the "Company") and the Trustee (the "Trust Agreement"), and the related Common Stock Purchase Agreement, dated as of March 13, 2002, between the Company and the Trustee, pursuant to which agreements the parties established the Trust. Both of these documents were filed by the Company as exhibits to its Current Report on Form 8-K on March 21, 2002.
- (2) Pursuant to the terms of the Trust Agreement, shares of Common Stock held by the Trust will be released from the Trust upon repayment of the original purchase note to satisfy certain of the Company's employee benefit plan obligations. Voting of the shares held by the Trust will be directed by participants in Company's 1999 Employee Stock Purchase Plan or another broad-based employee benefit plan of the Company, as described in the Trust Agreement. The Trustee disclaims beneficial ownership of the securities covered by this Form 3.

WACHOVIA BANK, N.A., AS TRUSTEE

By: /s/ Alan C. Frazier

3/27/02

** Name: Alan C. Frazier
Title: Vice President

Date

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

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