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REICHARDT CARL E

Form 4

January 03, 2003

FORM 4

_ Check this box if no longer subject to Section

obligations may continue.

16. Form 4 or Form 5

See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and A			me and Tic Corporation			g Symbol	6. Relationship (Person(s) to Issuer (Check	1 6			
(Last) (First) (Middle)				rting	ntification in g Person, (voluntary)	Numbe	Mo	Statement for onth/Day/Year /03	X Director		
San Francisco	(Street) 0, CA 94104					Da	If Amendment, te of Original onth/Day/Year)	7. Individual or Joint/Group Fil (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(Cit	ty) (State)	Т	able	e I Non-I	Derivat	ive Sec	curities Acquired, Dis	, Disposed of, or Beneficially Owned			
1. Title of Security (Instr. 3)	ecurity action Execution		3. Trans action C (Instr. 8 Code	ode	4. Securitie (A) or Disp (Instr. 3, 4 Amount	osed o		5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

(e.g., puts, cans, warrants, options, convertible securities)													
1. Title of	2. Conver-	3. Trans-	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature		
Derivative	sion or	action	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect		
Security	Exercise	Date	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial		
	Price of		Date,	Code	Derivative	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership		
(Instr. 3)	Derivative	(Month/	if any		Securities	Year)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)		
	Security	Day/	(Month/	(Instr.	Acquired				Following	ative			
		Year)	Day/	8)	(A) or				Reported	Security:			
			Year)		Disposed				Transaction(s)	Direct			
					of (D)				(Instr. 4)	(D)			
										or			

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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					(Instr. & 5)	3, 4						Indirect (I)	
			Code	V	(A)		Date Exer-cisable	Expira- tion Date		Amount or Number of Shares		(Instr. 4)	
Restricted Stock Units	\$0.00	12/31/02	A		111 (1)		(3)	1-	Common Stock	111	111		
Restricted Stock Units	\$0.00	1/1/03	A		283 (2)		(3)	1—	Common Stock	283	394	D	

Explanation of Responses:

- (1) Restricted Stock Units credited to reporting person under the Issuer's 1997 Non-Employee Directors' Equity Compensation and Deferral Plan pursuant to reporting person's irrevocable election for payment of Board meeting fees.
- (2) Restricted Stock Units credited to reporting person under the Issuer's 1997 Non-Employee Directors' Equity Compensation and Deferral Plan pursuant to reporting person's irrevocable election for payment of Board retainer fees and Board Committee Chairmanship retainer fees.

(3) The units are to be distributed as elected following the reporting person's retirement.

By: /s/ <u>Kristina Veaco</u>
Attorney-in-Fact
**Signature of Reporting Person

January 2, 2003 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.

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