

TUCKER JAMES F  
Form 4  
November 04, 2002

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Washington, D.C. 20549

## OMB APPROVAL

o Check this box if no longer  
subject to Section 16. Form 4  
or Form 5 obligations may  
continue. See Instruction  
1(b).

STATEMENT OF  
CHANGES IN BENEFICIAL OWNERSHIP

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

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours  
per response .... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person*			2. Issuer Name <b>and</b> Ticker or Trading Symbol		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<b>Tucker</b>	<b>James</b>	<b>F.</b>	<b>Michaels Stores, Inc. (MIK)</b>		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year	
<b>8000 Bent Branch Drive</b>					<b>October 31, 2002</b>	
(Street)					<b>Executive Vice President Chief Information Officer</b>  7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
<b>Irving</b>	<b>Texas</b>	<b>75063</b>	5. If Amendment, Date of Original (Month/Day/Year)			
(City)	(State)	(Zip)				

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	10/31/02		A(1)	33	A \$30.24	19,103(2)(3)	D
						2,330(2)(4)	I By 401(k) Plan

**Table II** Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)

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Explanation of Responses:

- (1) Shares purchased in connection with a lump-sum contribution by reporting person under the Michaels Stores, Inc. Amended and Restated 1997 Employees Stock Purchase Plan (the "Stock Plan").
- (2) Reflects a two-for-one stock split effected in the form of a stock dividend to stockholders of record as of the close of business on November 12, 2001.
- (3) Includes 5,103 shares acquired by the reporting person under the Stock Plan based on plan statements issued by the Stock Plan administrator as of September 30, 2002 and October 31, 2002.
- (4) The reported amount is held by a 401(k) Plan (the "Plan") stock fund assumed to be fully invested in Michaels Stores, Inc. common stock. The reported amount is based on a plan statement issued by the Plan administrator as of September 30, 2002 as an estimate of the total number of shares that would be available to the reporting person if such holdings were liquidated on that date.

/s/ Elizabeth Giddens

November 4, 2002

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\*\*Signature of Reporting Person  
Elizabeth K. Giddens, Attorney-in-Fact for James F. Tucker

Date

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

\* 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).

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

<http://www.sec.gov/divisions/corpfin/forms/form4.htm>

Last update: 09/05/2002

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