

Edgar Filing: HANIK PETER P - Form 5

HANIK PETER P  
Form 5  
February 15, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 5

ANNUAL 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(f) of the Investment Company Act of 1940

- Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

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1. Name and Address of Reporting Person\*

Hanik	Peter	P.
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(Last)	(First)	(Middle)
Millennium Chemicals Inc. 200 International Circle, Suite 5000		
-----	-----	-----
Hunt Valley,	(Street) MD	21030
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(City)	(State)	(Zip)

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2. Issuer Name and Ticker or Trading Symbol

Millennium Chemicals Inc. (MCH)

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3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

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4. Statement for Month/Year

December 2001

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

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

Director

10% Owner

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Officer (give title below)

Other (specify below)

Senior Vice President - Technology

7. Individual or Joint/Group Filing  
(Check applicable line)

Form filed by one Reporting Person

Form filed by more than one Reporting Person

Table I -- Non-Derivative Securities Acquired, Disposed of,  
or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
			Amount	(A) or (D)	Price
Common Stock \$0.01 par value/share					
Common Stock \$0.01 par value/share	12/31/01	D	4113	D	12.60
Common Stock \$0.01 par value/share					
Common Stock \$0.01 par value/share	11/06/01	A	123	A	9.75
Common Stock \$0.01 par value/share	11/20/01	A	106	A	11.3499
Common Stock \$0.01 par value/share	12/05/01	A	106	A	11.36
Common Stock \$0.01 par value/share	12/19/01	A	102	A	11.6999
Common Stock \$0.01 par value/share	12/19/01	A	39	A	12.6876
Common Stock \$0.01 par value/share	12/19/01	A	99	A	12.5629
Common Stock \$0.01 par value/share	12/19/01	A	69	A	12.5999
Common Stock \$0.01 par value/share	12/19/01	A	124	A	12.6
Common Stock \$0.01 par value/share					

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\* If the form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Responses)

(Over)

FORM 5 (continued)

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

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Options	\$16.87	5/18/01	A	25,000 A	5/18/02 5/17/11	Stock 25,000

Explanation of Responses:

1. Represents the value of the Reporting Person's Company Stock Fund Account in the Company's 401(k) plan as of December 31, 2001, expressed as share equivalents. As of such date, approximately 97.95% of the Company Stock Fund was invested in Company Common Stock, and the remainder was invested in cash.
2. Represents shares of restricted stock granted to the Reporting Person on October 23, 1997 and April 22, 1998 under the Issuer's Long Term Stock Incentive Plan as follows: (i) 7,138 shares which may vest over a five-year period, and (ii) 47,372 shares which may be earned for the five-year performance period ending December 31, 2001 subject to the achievement of performance goals, 50% of which may be distributed when earned and 50% of which may be distributed over a five-year period commencing on the date earned.

