

Edgar Filing: MCKENNA THOMAS M - Form 4

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

X 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 (Month/ Day/Year) | 2A. Deemed Execution Date, if any (Month/ Day/Year) | 3. Transaction Code (Instr. 8) ----- Code V | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | Price |
|---------------------------------------|---|--|--|--|------------------|-------|
| | | | | Amount | (A) or (D) | |
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TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIA (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIE

| 1. Title of Derivative | 2. Conver- sion or Exer- cise Price of Deriv- ative | 3. Trans- action Date (Month/ Day/Year) | 3A. Deemed Execu- tion Date, if any (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) | 6. Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number |
|------------------------------|--|--|---|--|--|---|--|--|
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| Security (Instr. 3) | Secu- rity | Day/ Year) | Day/ Year) | ----- Code V | ----- (A) | Exer- (D) cisable | tion Date | Title | of Shares |
|------------------------|---------------|---------------|---------------|-----------------|--------------|----------------------|--------------|-------|--------------|
|------------------------|---------------|---------------|---------------|-----------------|--------------|----------------------|--------------|-------|--------------|

| | | | | | | | | | |
|-------------------|---------|---------|--|---|------|-----|-----|------------|------|
| Phantom Stk Units | 1-for 1 | 3/31/03 | | A | 33.0 | (1) | (1) | Common Stk | 33.0 |
|-------------------|---------|---------|--|---|------|-----|-----|------------|------|

| | | | | | | | | | |
|-------------------|---------|---------|--|---|----------|-----|-----|------------|-------|
| Phantom Stk Units | 1-for 1 | 3/31/03 | | A | 169.5(2) | (1) | (1) | Common Stk | 169.5 |
|-------------------|---------|---------|--|---|----------|-----|-----|------------|-------|