

Edgar Filing: INTERPOOL INC - Form 4

INTERPOOL INC
Form 4
July 10, 2002

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

FORM 4

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).

1. Name and Address of Reporting Person*

Tuchman

Martin

(Last)

(First)

(Middle)

c/o Interpool, Inc.
211 College Road East

(Street)

Princeton

New Jersey

08540

(City)

(State)

(Zip)

2. Issuer Name and Ticker or Trading Symbol

Interpool, Inc. (IPX)

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

June 2002

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

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

Director

10% Owner

Officer (give title below)

Other (specify below)

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Chairman/CEO

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 (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
		Code	V	Amount	(A) or (D)	Price
Common Stock	06/28/2002	A		232,000	D	

- (1) On June 28, 2002 Martin Tuchman fully redeemed his interest upon the maturation of the 1997 Goldman Sachs Exchange Fund to which he had contributed 232,000 shares of Interpool, Inc. common stock.
- (2) Aggregate indirect beneficial interest in 506,889 shares includes 3,037 shares owned by Mr. Tuchman's wife, 4,749 shares owned by the estate of Mr. Tuchman's mother; 1,500 shares held by Mr. Tuchman's wife's pension plan; 8,668 shares held by a pension plan f/b/o Mr. Tuchman; 96,619 shares held by a revocable grantor trust of which Mr. Tuchman is the grantor and

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trustee and Mr. Tuchman's brother is the beneficiary; 182,381 shares held by Princeton International Properties, Inc. a New Jersey corporation wholly owned by the reporting person and his wife; 513 shares held by Kingstone Capital Group LLC a New Jersey limited liability company in which Mr.Tuchman owns a 51.304% interest through Princeton International Properties, Inc. a New Jersey corporation wholly owned by Mr. Tuchman and his immediate family; 7,000 shares owned by The Tuchman Foundation, a New Jersey Non-Profit organization of which Mr. Tuchman and his immediate family are the Trustees and 202,422 shares invested in the WSW Exchange Fund.

(Print or Type Response)

(Over)

FORM 4 (continued)

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

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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) ----- Code V	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
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Explanation of Responses:

/s/ Martin Tuchman

7/10/02

**Signature of Reporting Person

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 provided is insufficient, see Instruction 6 for procedure.

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