

Edgar Filing: INTERPOOL INC - Form 4

INTERPOOL INC
Form 4
October 01, 2002

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

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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)

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2. Issuer Name and Ticker or Trading Symbol

Interpool, Inc. (IPX)
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3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)
=====

4. Statement for Month/Year

September 2002
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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)
 Chairman/CEO

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

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

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) Code		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)
		Code	V	Amount	(A) or (D)	Price	
Common Stock	09/27/02	P		205	A	12.10	
Common Stock	09/27/02	P		4,925	A	12.15	512,173
							6,726,937

(1) Stock acquired by Kingstone Capital Group LLC a New Jersey limited liability company in which Princeton International Properties, Inc. holds a 51.304% interest. Mr. Tuchman and members of his immediate family own 100% interest in Princeton International Properties, Inc., a NJ corporation.

(2) Aggregate indirect beneficial interest in 512,173 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 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; 5797 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 Foundaiton, a New Jersey Non-Profit organization of which

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Mr. Tuchman and his immediate family are the Trustees and 202,422 shares held by the WSW Exchange Fund.

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

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) ----- Title	Amount or Number of Shares

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Explanation of Responses:

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ Martin Tuchman 9/27/2002

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** Signature of Reporting Person

Date

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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