### Edgar Filing: PROVENZANO MICHAEL J III - Form 4

PROVENZANO MICHAEL J III Form 4 February 25, 2003

### FORM 4

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

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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OMB APPROVAL

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

|                                       |  |  |   |       | me <b>and</b> Tic<br>oftware, In                      |                    | Ре                                 | 6. Relationship of Reporting<br>Person(s)<br>to Issuer (Check all applicable)                                    |                      |  |  |  |  |
|---------------------------------------|--|--|---|-------|---|--------------------|------------------------------------|--|----------------------|--|--|--|--|
| (Last) (First) (Middle)               |  |  |   | rting | ntification N<br>Person,<br>voluntary)                | Numbe              |                                    | tatement for<br>nth/Day/Year<br>5 <b>/03</b>   | 10<br>X<br>O         | _ Director<br>10% Owner<br>X Officer (give title below)<br>Other (specify below)<br>VP, Finance &<br>CFO |  |  |  |
| Westford, MA (                        | (Street)<br>01886                                    |  | -   |       |   |                    | Date                               | Amendment,<br>e of Original<br>nth/Day/Year)   | (C<br><u>X</u><br>Pe | Check Applical<br>Form filed by<br>erson   | One Reporting<br>More than One         |  |  |
| (City)                                | (State) (  | Zip)   | Т   | able  | I Non-D   | erivati            | Disposed of, or Beneficially Owned |  |                      |  |  |  |  |
| 1. Title of<br>Security<br>(Instr. 3) | 2. Trans-<br>action<br>Date<br>(Month/ Day/<br>Year) | 2A. Deemed<br>Execution<br>Date,<br>if any<br>(Month/Day/<br>Year) | 3. Trans<br>action C<br>(Instr. 8<br>Code | Code  | 4. Securitie<br>(A) or Disp<br>(Instr. 3, 4<br>Amount | es Acqu<br>posed o | nired<br>of (D)<br>Price           | 5. Amount of<br>Securities<br>Beneficially<br>Owned Follow-<br>ing Reported<br>Transactions(s)<br>(Instr. 3 & 4) |                      | 6. Owner-<br>ship Form:<br>Direct (D)<br>or Indirect (I)   | 7. Nature of<br>Indirect<br>Beneficial |  |  |
| Common Stock                          | 02/24/03   |  | Р   |       | 400   | Α                  | \$5.60                             |  | 2,437                | D  |  |  |  |
| Common Stock                          | 02/24/03   |  | Р   |       | 1,000   | A                  | \$5.55                             |  | 3,437                | D  |  |  |  |
| Common Stock                          | 02/24/03   |  | Р   |       | 1,000   | Α                  | \$5.55                             |  | 4,437                | D  |  |  |  |

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).

## Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number

# FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

| 1. | Title of  | 2. Conver- | 3.     | 3A.    | 4.     | 5.     | 6. Date Exercisable | 7. Title and | 8. Price of | 9. Number of | 10.    | 11. Nature  |
|----|-----------|------------|--------|--------|--------|--------|---------------------|--------------|-------------|--------------|--------|-------------|
| D  | erivative | sion or    | Trans- | Deemed | Trans- | Number | and Expiration      | Amount of    | Derivative  | Derivative   | Owner- | of Indirect |

| Security   | Exercise   | action  | Execution | action  | of   |        | Date           |         | Unde   | rlying   | Security   | Securities     | ship       | Beneficial |
|------------|------------|---------|-----------|---------|------|--------|----------------|---------|--------|----------|------------|----------------|------------|------------|
|            | Price of   | Date    | Date,     | Code    | De   | rivati | Malonth/Day/   |         | Secu   | rities   | (Instr. 5) | Beneficially   | Form       | Ownership  |
| (Instr. 3) | Derivative |         | if any    |         | Sec  | curiti | <b>e¥</b> ear) |         | (Instr | : 3 & 4) |            | Owned          | of Deriv-  | (Instr. 4) |
|            | Security   | (Month/ | (Month/   | (Instr. | Ac   | quire  | d              |         |        |          |            | Following      | ative      |            |
|            |            | Day/    | Day/      | 8)      | (A)  | ) or   |                |         |        |          |            | Reported       | Security:  |            |
|            |            | Year)   | Year)     | Ĺ       | Dis  | spose  | d              |         |        |          |            | Transaction(s) | Direct     |            |
|            |            |         |           |         | of   | (D)    |                |         |        |          |            | (Instr. 4)     | (D)        |            |
|            |            |         |           |         |      |        |                |         |        |          |            |                | or         |            |
|            |            |         |           |         | (In  | str.   |                |         |        |          |            |                | Indirect   |            |
|            |            |         |           |         | 3,4  | 4&     |                |         |        |          |            |                | (I)        |            |
|            |            |         |           |         | 5)   |        |                |         |        |          |            |                | (Instr. 4) |            |
|            |            |         |           | Code    | V (A | ) (D)  | Date           | Expira- | Title  | Amount   |            |                |            |            |
|            |            |         |           |         |      |        | Exer-cisable   | tion    |        | or       |            |                |            |            |
|            |            |         |           |         |      |        |                | Date    |        | Number   |            |                |            |            |
|            |            |         |           |         |      |        |                |         |        | of       |            |                |            |            |
|            |            |         |           |         |      |        |                |         |        | Shares   |            |                |            |            |

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**Explanation of Responses:** 

By: /s/ Paul R. Lucchese **Attorney In Fact**  2/25/03

\*\*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 is insufficient, See Instruction 6 for procedure.

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POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each c (1)execute for and on behalf of the undersigned, in the undersigned's capacity as an offi

do and perform any and all acts for and on behalf of the undersigned which may be nece (2)

take any other action of any type whatsoever in connection with the foregoing which, i (3)

The undersigned hereby grants to each such attorney-in-fact full power and authority to d

This Power of Attorney shall remain in full force and effect until the undersigned is no IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 2

/s/ Michael J. Provenzano Signature

Michael J. Provenzano Print Name