**GIMENEZ ANTONIO** 

Form 4

December 18, 2002

## FORM 4

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

OMB APPROVAL

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . .0.5

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

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and Adda Gimenez, Antoni			ne <b>and</b> Ticl orporated/		Per	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)  Avda. Diagonal 6 E-08034 Barcelon	of Reporting Person,					tatement for nth/Day/Year gust 26, 2002	109 <b>X</b> (	Director			
								Managing Director - Compania de Filipinas			
Spain,					Date	5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person			
(City)	(City) (State) (Zip)				I Non-D	erivati	posed	posed of, or Beneficially Owned			
1. Title of Security (Instr. 3)		2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Transaction Constr. 8	Code	4. Securitie (A) or Disp (Instr. 3, 4 Amount	osed c		5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	s I c	hip Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
No securities owned											

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

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

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

(eig.) patts, tailed, warrantes, options, convertible securities,													
1. Title of	2. Conver-	3. Trans-	3A.	4.	5. Number	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Na		
Derivative	sion or	action	Deemed	Trans-	of	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indi		
Security	Exercise	Date	Execution	action	Derivative	Date	Underlying	Security	Securities	ship	Benefi		
	Price of		Date,	Code	Securities	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Owner		
(Instr. 3)	Derivative	(Month/	if any		Acquired	Year)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr.		
	Security	Day/	(Month/	(Instr.	(A) or				Following	ative			
		Year)	Day/	8)	Disposed				Reported	Security:			
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<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

## Edgar Filing: GIMENEZ ANTONIO - Form 4

	Year)				of (D) (Instr. 3 & 5)	3, 4					Transaction(s (Instr. 4)		Direct (D) or Indirect		
				Code	V	(A)		Exer-cisable	Expira- tion Date		Amount or Number of Shares			(I) (Instr. 4)	
Employee Stock Option & Tandem SAR - Issued 08/26/02	\$6.25	08/26/02		<b>A</b> (1)	V	15,000		08/26/05	08/26/12 <sup>(2)</sup>	Common Stock	15,000		15,000	D	

Explanation of Responses:

(1) Grant to reporting person under company's Omnibus Stock Incentive Plan.

(2) SARs expire five years from issue date. Stock Options expire ten years from issue date. Exercise of one results in expiration of the other.

By: /s/ Antonio Gimenez

12/05/02

Date

\*\*Signature of Reporting Person

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