INGLESE MICHAEL Form 5 February 12, 2002

OM	B APPI	ROVAL		
OMB Nu	mber	3235-	 0362	
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burden	hours	s per		

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

FORM 5

ANNUAL 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 subjection may continue. See Instruction		. Form 4 or Form 5	obligations
[_]	Form 3 Holdings Reported			
[_]	Form 4 Transactions Reported			
1.	Name and Address of Reporting	g Person*		
	INGLESE	MICHAEL	J.	
	(Last)	(First)	(Middle)	
	PanAmSat Corporation 20 Westport Road			
		(Street)		
	Wilton	Connecticut		06897
	(City)	(State)	(Zip)	
2.	Issuer Name and Ticker or Tra	ading Symbol		
	PanAmSat Corporation (SPOT)			
3.	IRS Identification Number of	Reporting Person	, if an Entity (Vo	oluntary)
4.	Statement for Month/Year			

December, 2001

5.	If Amendment, Date of Or	iginal (Month/Year)				
6.	Relationship of Reportin					
	<pre>[_] Director [X] Officer (give title</pre>		10% Owner Other (speci	fy below)		
 7.	Senior Vice President an					
· •	<pre>Individual or Joint/Grou (Check applicable line)</pre>	priiing				
	<pre>[X] Form filed by one Reporting Person [_] Form filed by more than one Reporting Person</pre>					
====	Table I Non-Der	ivative Securities Acq			==	
		or Beneficially Owned			:==	
		2	2	4. Securities Ac Disposed of ((Instr. 3, 4	D) and 5)	
	e of Security	2. Transaction Date Month/Day/Year	Code		(A)	
Comm	non Stock, par value \$0.01 re	per				

______ If the form is filed by more than one Reporting Person, see Instruction (Print or Type Responses) (Over) SEC 2270 (7/96) FORM 5 (continued) Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 2. 5. 7. Conversion Number of Title and Amount Derivative 6. of Underlying Exer-Securities Date Securities Acquired (A) Exercisable and (Instr. 3 and 4) cise 3. Price Trans- 4. or Disposed Expiration Date -----of action Trans- of (D) (Month/Day/Year)
Deriv- Date action (Instr. 3, ------ative (Month/ Code 4 and 5) Date ExpiraSecur- Day/ (Instr. ------ Exer- tion
ity Year) 8) (A) (D) cisable Date Title 1. Amount Title of or Number Derivative Security of (Instr. 3) Shares Employee Stock Option (right Common to buy) \$38.188 1/23/01 A 30,000 (2) 1/23/11 30,000 Stock

Explanation of Responses: (1) Based on interests held in a PanAmSat Stock Fund of the PanAmSat Corporation Retirement Savings Plan 401(k).

(2) These options become exercisable as to 7,500 shares on each of January 23, 2002, January 23, 2003, January 23, 2004 and January 23, 2005.

/s/ James Cuminale, Attorney-in-Fact

February 8, 2002

Date

Michael J. Inglese

By: James Cuminale, Attorney-in-Fact

** 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.