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STEWART S JAY
Form 5
February 14, 2003

FORM 5

U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
ANNUAL STATEMENT OF
CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
OMB NUMBER: 3235-0362
EXPIRES:
JANUARY 31, 2005
ESTIMATED AVERAGE
BURDEN HOURS
PER RESPONSE.....1.0

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

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

Form 3 Holdings Reported

Form 4 Transactions Reported

1. Name and Address of Reporting Person

Stewart	Jay	S.
-----	-----	-----
(Last)	(First)	(Middle)
Klarabergsviadukten 70, Section E, Box 70381		

(Street)		
Stockholm	Sweden	SE-107 24
-----	-----	-----
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol
AUTOLIV, INC. (ALV)

3. IRS Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement of Month/Year
12/02

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

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

<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
-----	-----
Officer (give title below)	Other (specify below)
-----	-----

7. Individual or Joint/Group Reporting (check applicable line)

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X 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 (Month/Day/Year)

3. Transaction Code (Instr. 8)

4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

Table with 3 columns: Amount, (A) or (D), Price. Row 1: 5,852, A, Price

5. Amount of Securities Beneficially Owned at the end of Issuer's Fiscal Year (Instr. 3 and 4)

76,532*

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) (D)irect

7. Nature of Indirect Beneficial Ownership (Instr. 4)

[TYPE ENTRIES HERE]

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

1. Title of Derivative Security (Instr. 3)

2. Conversion or Exercise Price of Derivative Security

3. Transaction Date (Month/Day/Year)

4. Transaction Code (Instr. 8)

5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)

Table with 2 columns: (A), (D)

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6. Date Exercisable and Expiration Date (Month/Day/Year)

----- Date Exercisable -----	----- Expiration Date -----
------------------------------------	-----------------------------------

7. Title and Amount of Underlying Securities (Instr. 3 and 4)

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

8. Price of Derivative Security (Instr. 5)

9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)

10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)

11. Nature of Indirect Beneficial Ownership (Instr. 4)

[TYPE ENTRIES HERE]

EXPLANATION OF RESPONSES:

* The balance has been previously reported.

/s/ S. Jay Stewart

** SIGNATURE OF REPORTING PERSON

DATE

* If the form is filed by more than one reporting person, see instruction 4(b)(v).

** 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

=====

3. Transaction Code

(Instr. 8)4. Securities Acquired (A) or Disposed of (D)

(Instr. 3, 4 and 5)5. Amount of Securities Beneficially Owned Following Reported Transaction(s)

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(Instr. 3 and 4)6. Ownership Form: Direct (D) or Indirect (I)

(Instr. 4)7. Nature of Indirect Beneficial Ownership

(Instr. 4)Code V Amount (A) or (D) Price Common Shares 358,013 D Common Shares 15,182 ⁽¹⁾ I By 401(k) Plan

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

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. SEC 1474 (9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
Phantom Stock, acquired under deferred compensation plan	⁽²⁾	08/09/2013		A	54	⁽³⁾ ⁽⁴⁾	common shares	54 \$ 3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RUSSELL MARK A 200 OLD WILSON BRIDGE ROAD COLUMBUS, OH 43085			Pres/COO, Worthington Industri	

Signatures

/s/Mark A. Russell by Dale T. Brinkman, as attorney-in-fact

08/13/2013

 **Signature of Reporting Person

 Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Amount reflects the most up-to-date information available regarding holdings in the Company Plan Fund which invests in Common Shares of the Company.
- (2) The accounts track common shares on a one-for-one basis
- (3) The account balances related to the theoretical common shares may be immediately transferred to other investment options under the terms of the deferred compensation plans.
- (4) These are unfunded accounts under Worthington Industries, Inc.'s deferred compensation plan invested in phantom stock. Distributions are made only in cash, and generally commence upon retirement or other termination of employment.

Note: File three copies of this Form, one of which must be manually signed. If space 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. he Boards of Wyoming County Bank, The National Bank of Geneva, Bath National Bank and First Tier Bank & Trust. Director of Burke Group, Inc. and The F. I. Group, Inc.

----- Jon J. Cooper 51
1997 Senior Vice President of FII. President and Chief Executive Officer of Wyoming County Bank. Director of Wyoming County Bank.

----- Douglas L.
McCabe 56 2001 Senior Vice President of FII. President and Chief Executive Officer of Bath National Bank since 1998. Director of Bath National Bank.

----- Randolph C.
Brown 50 1991 Senior Vice President of FII. President and Chief Executive Officer of The National Bank of Geneva since 2003. From 1991 - 2003 was President and CEO of First Tier Bank & Trust. Director of The National Bank of Geneva.

----- Patrick C.
Burke 43 2001 Senior Vice President of FII. President and Chief Executive Officer of The Burke Group, Inc. since 2001. Previous owner/partner of Burke Group. Director of The Burke Group, Inc. and The FI Group, Inc.

----- Gary M. Rougeau
54 1993 Senior Vice President of FII. President and Chief Executive Officer of First Tier Bank & Trust since 2003. From 1993 to 2003 was the Sr. Loan Administrator for First Tier Bank. Director of First Tier Bank & Trust.

----- Ronald A. Miller
55 1996 Senior Vice President and Chief Financial Officer of FII. Corporate Secretary of FII.

----- Thomas D. Grover
56 2002 Senior Vice President and Chief Risk Officer of FII. From 2001 - 2002 was the Executive Director for Canisius College Center for Entrepreneurship. From 1999 - 2001 was Executive Vice President of Fleet Bank Small Business Services.

Matthew T. Murtha 49 2000 Senior Vice President and Director of Marketing of FII. From 1995 - 2000 was Small Business Segment Manager at HSBC.

----- Item 11. Executive Compensation Information regarding executive compensation on pages 10 through 14 of the Registrant's Proxy Statement for its 2004 Annual Meeting of Shareholders to be filed with the U.S. Securities and Exchange Commission is incorporated herein by reference thereto. Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters Information regarding security ownership of certain beneficial owners of the Company's management on pages 6, 7 and 17 of the Registrant's Proxy Statement for its 2004 Annual Meeting of Shareholders to be filed with the U.S. Securities and Exchange Commission is incorporated herein by reference thereto. 84 The following table provides information as of December 31, 2003, regarding the Company's equity compensation plans. Number of Securities to be Weighted Average Number of Securities Issued Upon Exercise of Exercise Price of Remaining Available for Outstanding Options, Outstanding Options, Future Issuance Under Plan Category Warrants and Rights Warrants and Rights Equity Compensation Plans -----

----- 432,276 17.89 1,198,077 Equity Compensation

Plans Approved by Shareholders Equity Compensation Plans not Approved by Shareholders -- -- -- Item 13. Certain Relationships and Related Transactions Information regarding certain relationships and related transactions on page 16 of the Registrant's Proxy Statement for its 2004 Annual Meeting of Shareholders to be filed with the U.S. Securities and Exchange Commission is incorporated herein by reference thereto. 85 Item 14. Principal Accountant Fees and Services Information regarding principal accountant fees and services and pre-approval policies and procedures on pages 9 and 10 of the Registrant's Proxy Statement for its 2004 Annual Meeting of Shareholders to be filed with the U.S. Securities and Exchange Commission is incorporated herein by reference thereto. PART IV Item 15. Exhibits, Financial Statement Schedules and Reports on Form 8-K (a) List of Documents Filed as Part of this Report (1) Financial Statements. The financial statements listed below and the Independent Auditors' Report are included in this Annual Report on Form 10-K: Independent Auditors' Report Consolidated Statements of Financial Condition as of December 31, 2003 and 2002 Consolidated Statements of Income for the years ended December 31, 2003, 2002 and 2001 Consolidated Statements of Changes in Shareholders' Equity and Comprehensive Income for the years ended December 31, 2003, 2002 and 2001 Consolidated Statements of Cash Flows the years ended December 31, 2003, 2002 and 2001 Notes to Consolidated Financial Statements (2) Schedules. All schedules are omitted since the required information is either not applicable, not required, or is contained in the respective financial statements or in the notes thereto. 86 (3) Exhibits. The following is a list of all exhibits filed or incorporated by reference as part of this Registration Statement. Exhibit No. Description Location -----

----- 1.1 Term and Revolving Credit Loan Agreements Filed Herewith between the Company and M&T Bank, dated December 15, 2003 3.1 Amended and Restated Certificate of Contained in Exhibit 3.1 of the Incorporation Registrant's Registration Statement on Form S-1 dated June 25, 1999 (File No. 333-76865) (The "S-1 Registration Statement") 3.2 Amended and Restated Bylaws dated Contained in Exhibit 3.2 of the Form 10-K May 23 ,2001 for the year ended December 31, 2001 dated March 11, 2002 3.3 Amended and Restated Bylaws dated Filed Herewith February 18, 2004 10.1 1999 Management Stock Incentive Plan Contained in Exhibit 10.1 of the S-1 Registration Statement 10.2 1999 Directors Stock Incentive Plan Contained in Exhibit 10.2 of the S-1 Registration Statement 11 Statement of Computation of Per Share Earnings Contained in Note 14 of the Registrant's Consolidated Financial Statements Under Item 8 Filed Herewith 21 Subsidiaries of Financial Institutions, Inc. Filed Herewith 23 Independent Accountants' Consent Filed Herewith 24 Power of Attorney Filed Herewith 31.1 Certification of Annual Report on Form 10-K Filed Herewith pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 -CEO 31.2 Certification of Annual Report on Form 10-K Filed Herewith pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 -CFO 32.1 Certification of Annual Report on Form 10-K Filed Herewith pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 -CEO 32.2 Certification of Annual Report on Form 10-K Filed Herewith pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 -CFO (b) Reports on Form 8-K The Company furnished a Current Report on Form 8-K dated October 16, 2003 relating to a press release to announce the Company's third quarter 2003 financial results. 87 SIGNATURES Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized. FINANCIAL INSTITUTIONS, INC. Date: March 12, 2004 By: /s/ Peter G. Humphrey

----- Peter G. Humphrey President and Chief Executive Officer Pursuant to the requirements of the Securities Exchange Act of 1934, the following persons on behalf of the Registrant and in the capacities and on the date indicated have signed this report below. Signatures Title Date ----- /s/ Peter G. Humphrey President, Chief Executive Officer March 12, 2004 ----- (Principal Executive Officer), Peter G. Humphrey Chairman of the Board and Director /s/ Ronald A. Miller Senior Vice President and March 12, 2004 ----- Chief Financial Officer Ronald A. Miller (Principal Accounting Officer) * Director March 12, 2004 ----- John E. Benjamin * Director and Senior Vice President March 12, 2004 ----- Jon J. Cooper * Director March 12, 2004 ----- Barton P. Dambra * Director March 12, 2004 ----- Samuel M. Gullo * Director March 12, 2004 ----- Pamela Davis Heilman Director March 12, 2004 ----- Joseph F. Hurley * Director March 12, 2004 ----- Susan R. Holliday * Director March 12, 2004 ----- W.J. Humphrey, Jr. * Director March 12, 2004 ----- James E. Stitt * Director March 12, 2004 ----- John R. Tyler, Jr. * Director March 12, 2004 ----- James H. Wyckoff * The undersigned, acting pursuant to a power of attorney, has signed this Annual Report on Form 10-K for and on behalf of the persons indicated above as such persons' true and lawful

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attorney-in-fact and their names, places and stead, in the capacities and on the date indicated above. /s/ Ronald A. Miller ----- Ronald A. Miller Attorney-in-fact 88