

Edgar Filing: SMITH ROBERT F - Form 4

SMITH ROBERT F
Form 4
October 17, 2002

FORM 4

/ / CHECK THIS BOX IF NO LONGER SUBJECT TO SECTION 16. FORM 4 OR FORM 5 OBLIGATIONS MAY CONTINUE. SEE INSTRUCTION 1(b).
(Print or Type Responses)

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

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
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* 2. Issuer Name AND Ticker or Trading Symbol 6. R

Smith, Robert F. Cendant Corporation (CD) X

(Last) (First) (Middle) 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 4. Statement for Month/Day/Year 7.

9 West 57th Street, 37th Floor 10/16/2002

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

New York, NY 10019

(City) (State) (Zip) TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR TRANSFERRED

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	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 (Instr. 3 and 4)
			Code V	Amount (A) or (D) Price	
Common Stock (series designated CD stock)	09/27/2002		G(1) V	24,000 D \$0	126
Common Stock (series designated CD stock)	09/27/2002		G(1) V	24,000 A \$0	50
Common Stock (series designated CD stock)	01/18/2002		A V	515 A \$19.398 (2)	
Common Stock (series designated CD stock)	05/22/2002		A V	518 A \$19.294 (2)	

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Common Stock (series design- ated CD stock)	07/26/2002	A	V	646	A	\$15.464 (2)
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Common Stock (series design- ated CD stock)	10/16/2002	A		881	A	\$11.344 (2)
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FORM 4 (CONTINUED)

TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exercise Price of Deriv- ative Security	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	4. Transac- tion Code (Instr. 8)	5. Number ative quired posed (Instr
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Code	V	(A)
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7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially	10. Ownership Form of Derivative Securities:	11. Nature of Indirect Beneficia Ownership
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Owned
Following
Reported
Transaction(s)
(Instr. 4)

Direct (D) or
Indirect (I)
(Instr. 4)

(Instr. 4

Title	Amount or Number of Shares
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Explanation of Responses:

- (1) Represents transfer of 24,000 shares from R.F. Smith Sr. IRA to Smith Family Foundation.
- (2) Represents the average closing price for the last five trading days of the most recently ended quarter. Award represents quarterly non-employee director retainer fee in consideration of performance of services; no monetary consideration was paid by the reporting person.

/s/ Lynn Feldman

10/17/02

**Signature of Reporting Person

Date _____

By: Lynn A. Feldman, Attorney-in-fact on behalf of Robert F. Smith

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

* 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 is insufficient, SEE Instruction 6 for procedure.

HTTP://WWW.SEC.GOV/DIVISION/CORPFIN/FORMS/FORM.HTM

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LAST UPDATE: 09/05/2002