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CENDANT CORP
Form 4
January 14, 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).
(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

Coleman, Jr. Leonard S. Cendant Corporation (CD) X

(Last) (First) (Middle)

9 West 57th Street, 37th Floor

(Street)

New York, NY 10019

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 4. Statement for Month/Day/Year 1/10/2003

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

(City) (State) (Zip) TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DI

1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/ Day/ Year)	3. Trans- action 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(1)	
Common Stock (series design- nated CD stock)	1/10/2003		A	1,166 A \$10.714	9,

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(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 Required (Instr. 4)
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Code V (A)

7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Title Amount or Number of Shares				

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Explanation of Responses:

- (1) 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

1/14/03

**Signature of Reporting Person

Date

By: Lynn A. Feldman, Attorney-in-fact on behalf of Leonard S. Coleman, Jr.

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).

** 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](http://www.sec.gov/division/corpfina/forms/form.htm)

LAST UPDATE: 09/05/2002