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UCAR INTERNATIONAL INC

Form 4

March 08, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 4
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
() Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b). 1. Name and Address of Reporting Person

 Name and Address of Reporting Per Marshall, Thomas

600 Grant Street, Suite 1080 Pittsburgh, PA 15219-2704

- Issuer Name and Ticker or Trading Symbol UCAR International Inc. UCR
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Year 02/28/2002
- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) (X) Director () 10% Owner () Officer (give title below) () Other (specify below)
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - (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	Table I N	Non-Derivative	Securities	Acquired,	Disposed	of,	or	Beneficially C	Owned
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1. Title of Security	2. 3. 4.Securities A Transaction or Disposed	•	5.Amount of	
		A/ D Price	Owned at End of Month	
Common Stock	2/20/0 P 5,000 2	A \$9.85 	15,400 	

Table II -- Derivative Securitites Acquired, Disposed of, or Beneficially Owned

1.Title of Derivative	2.Con-	13.	4.	5.Num	ber of	De	6.Date Exer 7	.Title and Amou	nt 8.E
Security	version	Trans	action	riva	tive Se	cu	cisable and	of Underlying	of
	or Exer			riti	es Acqu	i	Expiration	Securities	vat
	cise			red(A) or D	is	Date(Month/		Sec
	Price of	1		pose	d of(D)		Day/Year)		rit
	Deriva-						Date Expir		
	tive					A/	Exer- ation	Title and Num	ber
	Secu-		1 1		1	D	cisa- Date	of Shares	1
	rity	Date	Code V	/ Amo	unt		ble		1

Time Option (right to	\$31.4516	1			06/15 01/25 Common Stock $ 5,000$
buy)	1		1 1		/99 /07 , par value

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				 		\$.01 per sha re	
Time Option (right to \$1 buy)	7.81	 	 			01/01 Common Stock 3,200 /10 , par value \$.01 per sha re	
Stock Option (right to \$8 buy)	.57	 	 		/01	12/15 Common Stock 7,700 /10(2 , par value) \$.01 per sha re	
Stock Option (right to \$8 buy)	57	 		 	1	12/15 Common Stock 5,840 /10(2 , par value) \$.01 per sha re	
Stock Option (right to \$8 buy)	.57	 	 		/00	12/15 Common Stock 1,870 /10(2 , par value) \$.01 per sha re	
Stock Option (right to \$8 buy)(4)	85	 	 		/01	09/25 Common Stock 2,260 /11(2 , par value) \$.01 per sha re	
Time Option (right to \$1 buy)	0.70	 	 	1	/03(1	01/01 Common Stock 6,200 /12(2 , par value) \$.01 per sha re	

Explanation of Responses:

- (1) Such options shall vest so long as the reporting person is still a director on such date.
- (2) Options expire on such date unless reporting person ceases to be a director, in which event options expire four years from date reporting person's directorship ends.
- (3) Such options vested ratably over 2001.
- (4) Options were granted in lieu of cash fees in accordance with prior practice.

SIGNATURE OF REPORTING PERSON

/s/ Karen G. Narwold, Attorney-in-Fact for Thomas Marshall ${\tt DATE}$

March 5, 2002