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OM GROUP INC

Form 4 November 01, 2002

> UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

FORM 4

Washington, D.C. 20549

OMB Number: 3235-0287 Expires: September 30, 2002 Estimated average burden

hours per response....0.5

[X] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligation may continue. See Instruction 1(b).

> 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

| 1.Name and Addr | ess of Reporti | ng Person | 2.Issuer | Name ar | nd Ti | icker | or Tradin | g Symbol | 6.Relatio | nshi |
|--|-------------------------|-----------|--|---|-------|--------------------|-------------------|-----------------|------------------|-------------------|
| BARON | | | | OM Group Inc. | | | | | | Dire |
| (Last) 767 Fifth Ave | (First) (MI) | | | I | | | | ent for | (| Offi — |
| (S | | | | | | f Orignl /Year) | _X Form fil | | | |
| | New York (State) | | TABLE I - Non-Derivative Securities A | | | | | | Form fil | |
| 1. Title of Security | | | action Date | .Trans- 3.Trans- 4.Securities Acquired (A) action action or Disposed of (D) Date Code | | | | | (A) | 5.A S B |
| | Day/ | İ | | l | | (A) or | Price | E | | |
| | | | 10-29-02 | | | | | | 9.8000 | |
| Common Stock | 10-29-02 | | | | | | 10.3112 | | | |
| Common Stock | | | | | | | 7.4563 | | | |
| | | | | | | | | | | |

Reminder: Report of a separate line for each class of securities beneficially owned directly or * If the form is filed by more than one reporting person, see Instruction $4\,(b)\,(v)$.

FORM 4 (continued) TABLE II - Derivatives Securities Acquired, Disposed of,

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or Beneficially Owned (e.g. puts, calls, warrants, options, convertible securities)

| | 1.Title of Derivative Security | | Date (Month/ Day/ Year) | act Cod | ion | | | | | 7.Title & Amt of Underlying Securities | | |
|---|--------------------------------------|--------------|---|--------------|------|--------------|--------|--------------|---------------|--|---------------------|---------|
| 1 | | Secur | | | | | | | Expira | | Amount or | |
| 1 | | ity | | | | | | | tion Date | | Number of Shares | |
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Explanation of Responses: * Short Sale

/s/ Ronald Baron October 31, 2002
----**Signature of Reporting Person Date

 $[\]ensuremath{^{**}}$ Intentional misstatements or omissions of facts constitute Federal Criminal Violations.