HANIK PETER P Form 4 April 11, 2003

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

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

 $|_|$ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print of Type Responses)

1. Name and Address of Report	ing Person*		
Hanik	Peter	Р.	
(Last) Millennium Chemicals Inc. 20 Wight Street, Suite 100	(First)	(Middle)	
	(Street)		
Hunt Valley,	MD	21030	
(City)	(State)	(Zip)	
2. Issuer Name and Ticker or	Trading Symbol		
Millennium Chemicals Inc. (MCH)		
3. I.R.S. Identification Numb	er of Reporting Pe	erson, if an entity	(voluntary)
4. Statement for Month/Day/Ye	ar		
April 9, 2003			
5. If Amendment, Date of Orig	inal (Month/Day/Ye	ear)	

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

_ Director X Officer (give tit	le below)	· — ·	10% Owner Other (spec	ify below)			
Senior Vice President	- Technolog	У					
7. Individual or Joint/Gr	oup Filing	(Check Appli	cable line)		-		
X Form Filed by One			rson		_		
					=		
Table I Non-D		ecurities Ac cially Owned ======		sed of,	=		
	2. Trans-	2A. Deemed Execution		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			
1. Title of Security	action		(Instr. 8)	_	(A) or	• •	
(Instr. 3)		_	Code V	Amount	(D)	Price	
Common Stock \$0.01 par value/share			V				
Common Stock \$0.01 par value/share							
Common Stock \$0.01 par value/share	4/09/03		S	5000	D	12.00	
Common Stock \$0.01 par value/share							
Common Stock \$0.01 par value/share							
FORM 4 (continued)							
Table II Derivative Secu (e.g., puts, ca					_		

	2.								
	Conver-				5.			7.	
	sion				Number of			Title and	l Amount
	or				Derivative	6.		of Underl	ying
	Exer-		3A.	4.	Securities	Date		Securitie	:s
	cise		Deemed	Trans-	Acquired (A)	Exercisa	ble and	(Instr. 3	and 4)
	Price	3.	Execut-	action	or Disposed	Expirati			
1.	of	Trans-	ion	Code	of(D)	(Month/D	ay/Year)		Amount
Title of	Deriv-	action			(Instr. 3,				or
	ative	Date	any	8)	4 and 5)		Expira-		Number
Security		(mm/dd/	•				tion		of
(Instr. 3)	ity	уу)	уу)	Code V	(A) (D)	cisable	Date	Title	Shares
								Common	
Options	\$16.87	5/18/01		A	25,000 A	5/18/02	5/18/11		25,000
								Stock	
Options Option								Stock	
Option	\$12.24	1/24/02		A		1/24/03	1/23/12	Stock Stock	36,000

Explanation of Responses:

- 1. Represents the value of the Reporting Person's Company Stock Fund Account in the Company's 401(k) plan as of March 31, 2003, expressed as share equivalents. As of such date, approximately 97.5% of such fund was invested in Company Common Stock, and the remainder was invested in cash.
- 2. Represents shares of restricted stock granted to the Reporting Person on October 23, 1997 and April 22, 1998 under the Issuer's Long Term Stock Incentive Plan which may vest over the next three years.
- 2A.On April 9, 2003, the Reporting Person sold 5,000 shares to pay withholding taxes on shares which vested on March 7, 2003.
- 3. Reflects shares allocated to the Reporting Person's account under the Company's Salary and Bonus Deferral Plan as a result of dividends paid on shares held in such Plan.
- 4. Represents the value of the Reporting Person's Company Stock Fund Account in the Company's Supplemental Savings and Investment Plan as of March 31, 2003 expressed as share equivalents. As of such date, approximately 97.7% of such fund was invested in Company Common Stock, and the remainder was invested in cash. Please note that share equivalent accounting affects the total in column 5. No shares were actually bought or sold during this period.
- 5. Represents an option granted to the Reporting Person on May 18, 2001 under the Issuer's Omnibus Incentive Compensation Plan to purchase 25,000 shares of the Issuer's Common Stock at \$16.87 per share.
- 6. Represents an option granted to the Reporting Person on January 24, 2002 under the Issuer's Omnibus Incentive Compensation Plan to purchase 36,000

shares of the Issuer's common Stock at \$12.24 per share.

7. Represents an option granted to the Reporting Person on March 31, 2003 under the Issuer's Omnibus Incentive Compensation Plan to purchase 20,000 shares of the Issuer's Common Stock at \$11.68 per share.

**Signature of Reporting Person

Date

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 $4\,(\text{b})\,(\text{v})$.
- ** 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.

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