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RIGHT MANAGEMENT CONSULTANTS INC

Form 5

February 14, 2003

FORM 5	UNITED STA	_	OMB APPROVAL				
Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 3 Holdings Reported Form 4 Transactions Reported	EXCHANGE COM Washington, D.C ANNUAL STATEN CHANGES IN BEN OWNERSH	IMISSION . 20549 MENT OF NEFICIAL	OMB Number: 3235-0362 Expires: January 31, 2005 Estimated average burden hours per response1.0				
	Filed pursuant to Section Securities Exchange A Section 17(a) of the P Holding Company Act Section 30(h) of the I Company Act of	Act of 1934, Public Utility of 1935 or Investment					
1. Name and Address of Reporting Person * Gavin, John J. (Last) (First) (Middle)	Issuer Name Right Manalinc. and Ticker or Trading Syr		tants,	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below)			
1818 Market Street	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 12 / 02		President and COO			
(Street) Philadelphia, PA 19103 (City) (State) (Zip)		5. If Amendment Date of Origina (Month/Year)	•	7. Individual or Joint/Group Reporting (check applicable line) 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								
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)	Dispos	ed of (D) 3, 4, and 5)	Price	5. Amount of Securities Beneficially Owned at end of Issuer s Fiscal Year (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Ni In Be O' (Ir

If the form is filed by more than one reporting person, see Instruction 4(b)(v).

(Over)

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Form 5 (continued)	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)													
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execu- tion Date, if any (Month/ Day/ Year)	4. Transaction Code (Instr. 8)	((of Devative Secu Acqu A) o Disposof (D)	e ab ritie(\$D ireoEx Da seo(IM	ercis- le E) and piration te (El onth/	of Und Securit (Instr. 3	, ,	8. Price of Deriv- ative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Owner-ship of Derivative Security: Direct (D) or Indirect (I) (Instr.	11
					Α	D	DE	ED	Title	Amount or Number of Shares			4)	

Explanation of Responses:

(1) These stock options vest over a three year period. One-third becomes exercisable each year beginning with one year from the transaction date.

(2) 07/25/03, 07/25/04, 07/25/05 (3) 10/23/03, 10/23/04, 10/23/05

/s/ John J. Gavin	02/04/03				
** Signature of Reporting Person	Date				

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 provided is insufficient, see Instruction 6 for procedure.

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