PROQUEST CO Form 4

March 07, 2003

SEC Form 4

FORM 4

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

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

OMB APPROVAL

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1. Name and Address of Reporting 2. Issuer Name 4. Statement for 6. Relationship of Reporting Person(s) Person' and Ticker or Trading (Month/Day/Year to Issuer Trinske, Mark Symbol (Check all applicable) 03/05/2003 **ProQuest Company** _ Director __ 10% Owner (Last) (First) **PQE** X Officer (give title below) _ Other (Middle) (specify below) 300 N. Zeeb Road 5. If Amendment, 3. I.R.S. Identification Date of Original Description Vice President, Number of Reporting (Street) (Month/Day/Year) **Investor Relations** Person, if an entity MI 48103 Ann Arbor, (voluntary) 7. Individual or Joint/Group (State) (City) Filing (Check Applicable Line) (Zip) X Form filed by One Reporting 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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4, and 5)			5. Amount of Securities Beneficially Owned Following	6. Owner-ship Form: Direct (D)	7. Nature of Indirect Beneficial Ownership			
			Code	٧	Amount	A/D	Price	Reported Transaction(s) (Instr. 3 and 4)	or Indirect (I) (Instr. 4)	(Instr. 4)			

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. Transaction Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	4. Transaction Code (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Nur Der Sec Ber Ow Foll Rep Tra (Ins		

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			Code	٧	А	D	DE	ED	Title	Amount or Number of Shares	
Employee Option to Purchase Common Stock	\$18.41	03/05/2003	A	v	15,000		03/05/2004*	03/05/2009	Common Stock	15,000	\$ 1

Explanation of Responses:

*1/3 of the total shares become exercisable on 3/5/04; 2/3's of the total shares become exercisable on 3/5/05; Option becomes fully exercisable on 3/5/06.

By: Date:

/s/ Todd W. Buchardt

03/07/2003

Attorney in Fact

** Signature of Reporting Person

SEC 1474 (9-02)

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.

Potential persons who are to respond to the collection of information contained in this form are not

required to respond unless the form displays a currently valid OMB Number.