

Edgar Filing: SMITH ROBERT F - Form 4

SMITH ROBERT F  
Form 4  
October 17, 2002

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FORM 4  
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/ / CHECK THIS BOX IF NO LONGER SUBJECT TO SECTION 16. FORM 4 OR FORM 5 OBLIGATIONS MAY CONTINUE. SEE INSTRUCTION 1(b).  
(Print or Type Responses)

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

1. Name and Address of Reporting Person\*      2. Issuer Name AND Ticker or Trading Symbol      6. R

Smith, Robert F.      Cendant Corporation (CD)      X

(Last)      (First)      (Middle)      3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)      4. Statement for Month/Day/Year      ---

9 West 57th Street, 37th Floor      10/16/2002      ---

(Street)      5. If Amendment, Date of Original (Month/Day/Year)      7. X

New York, NY 10019

| 1. Title of Security (Instr. 3)           |  |  | 2. Trans- action Date (Month/Day/Year) |  | 2A. Deemed Execution Date, if any (Month/Day/Year) |  | 3. Trans- action Code (Instr. 8) |  | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)                           |  |  | 5. Amount of Security Beneficially Owned Following Reported Transaction (Instr. and 4) |
|---|--|--|--|--|--|--|----------------------------------|--|---|--|--|--|
|   |  |  |  |  |  |  |                                  |  | TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR ACQUIRED BY BENEFICIAL OWNERS |  |  |  |
|   |  |  |  |  |  |  |                                  |  | Code    V    Amount    (A) or (D)    Price  |  |  |  |
| Common Stock (series designated CD stock) |  |  | 09/27/2002                             |  |  |  | G(1)    V                        |  | 24,000    D    \$0  |  |  | 126  |
| Common Stock (series designated CD stock) |  |  | 09/27/2002                             |  |  |  | G(1)    V                        |  | 24,000    A    \$0  |  |  | 50   |
| Common Stock (series designated CD stock) |  |  | 01/18/2002                             |  |  |  | A    V                           |  | 515    A    \$19.398 (2)  |  |  |  |
| Common Stock (series designated CD stock) |  |  | 05/22/2002                             |  |  |  | A    V                           |  | 518    A    \$19.294 (2)  |  |  |  |

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|  |            |   |   |     |   |              |
|--|------------|---|---|-----|---|--------------|
| Common Stock<br>(series design-<br>nated CD stock) | 07/26/2002 | A | V | 646 | A | \$15.464 (2) |
| Common Stock<br>(series design-<br>nated CD stock) | 10/16/2002 | A |   | 881 | A | \$11.344 (2) |

FORM 4 (CONTINUED)

TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL  
(E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

| 1. Title of Derivative Security<br>(Instr. 3) | 2. Conver-<br>sion or<br>Exercise<br>Price of<br>Deriv-<br>ative<br>Security | 3. Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3A. Deemed<br>Execution<br>Date,<br>if any<br>(Month/<br>Day/<br>Year) | 4. Transac-<br>tion Code<br>(Instr. 8) | 5. Number<br>ative<br>quired<br>posed<br>(Instr |
|---|--|---|--|--|---|
|---|--|---|--|--|---|

Code V (A)

| 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially | 10. Ownership<br>Form of<br>Derivative<br>Securities: | 11. Nature of<br>Indirect<br>Beneficia<br>Ownership |
|---|---|--|---|---|
|---|---|--|---|---|

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| -----<br>Title | Amount or<br>Number of<br>Shares | Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | Direct (D) or<br>Indirect (I)<br>(Instr. 4) |   | (Instr. 4) |
|----------------|----------------------------------|--|---|---|------------|
|                |                                  |  | D   | I |            |
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| -----          |                                  |  |   |   |            |
| -----          |                                  |  |   |   |            |

Explanation of Responses:

- (1) Represents transfer of 24,000 shares from R.F. Smith Sr. IRA to Smith Family Foundation.
- (2) Represents the average closing price for the last five trading days of the most recently ended quarter.  
Award represents quarterly non-employee director retainer fee in consideration of performance of services; no monetary consideration was paid by the reporting person.

/s/ Lynn Feldman

10/17/02

\*\*Signature of Reporting Person

Date

By: Lynn A. Feldman, Attorney-in-fact on behalf of Robert F. Smith

Reminder: Report on a separate line for each class of securities beneficially owned directly or i

\* 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.

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