

BIO IMAGING TECHNOLOGIES INC

Form 5/A

February 14, 2003

OMB APPROVAL
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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549**

FORM 5

ANNUAL 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 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

<p>1. Name and Address of Reporting Person*</p> <p>Quintiles, Inc.</p> <hr/> <p><i>(Last) (First) (Middle)</i></p> <p>4709 Creekstone Drive Riverbirch Building, Suite 200</p> <hr/> <p><i>(Street)</i></p> <p>Durham NC 27703</p> <hr/> <p><i>(City) (State) (Zip)</i></p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p>Bio-Imaging Technologies, Inc. (BITI.OB)</p> <hr/> <p>4. Statement for Month/Year</p> <p>12/2002</p> <hr/> <p>6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <i>(give title below)</i></p>	<p>3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)</p> <p>56-1323952</p> <hr/> <p>5. If Amendment, Date of Original (Month/Year)</p> <p>November, 2001</p> <hr/> <p>7. Individual or Joint/Group Reporting (Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person</p> <p><input checked="" type="checkbox"/></p>
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Other (*specify below*)

Former 10% Owner

Form filed by More
than One Reporting
Person

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

Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security <i>(Instr. 3)</i>	2. Transaction Date <i>(Month/Day/Year)</i>	2A. Deemed Execution Date, if any <i>(Month/Day/Year)</i>	3. Transaction Code <i>(Instr. 8)</i>	4. Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>	5. Amount of Securities Beneficially Owned at the End of Issuer's Fiscal Year <i>(Instr. 3 and 4)</i>	6. Ownership Form: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	7. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>
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(A)
or
Amount (D) Price

**Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security <i>(Instr. 3)</i>	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date <i>(Month/Day/Year)</i>	3A. Deemed Execution Date, if any <i>(Month/Day/Year)</i>	4. Transaction Code <i>(Instr. 8)</i>	5. Number of Derivative Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>
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(A) (D)

Convertible Promissory Note
(1)

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued
(e.g., puts, calls, warrants, options, convertible securities)

6. Date Exercisable and Expiration Date <i>(Month/Day/Year)</i>	7. Title and Amount of Underlying Securities <i>(Instr. 3 and 4)</i>	8. Price of Derivative Security <i>(Instr. 5)</i>	9. Number of Derivative Securities Beneficially Owned at End of Year <i>(Instr. 4)</i>	10. Ownership of Derivative Security: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	11. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
10/25/01	11/01/04	Common Stock	919,792	\$.906	D

Explanation of Responses:

Quintiles, Inc. is a wholly-owned subsidiary of Quintiles Transnational Corp. These parties are filing this Form 5 jointly. Quintiles Transnational Corp. s IRS identification number is 56-1714315.

Because the Issuer has made principal payments against the Convertible Promissory Note (Note), the outstanding balance of the Note is convertible into less than 10% of the Issuer s Common Stock. Therefore, Quintiles, Inc. and Quintiles Transnational Corp. are no longer 10% owners of any equity security of the Issuer.

(1) Convertible at any time at holder s option into not more than 919,792 shares of the Issuer s Common Stock; as of February 12, 2003, the Note is convertible into 383,273 shares of the Issuer s Common Stock.

QUINTILES, INC.

/s/ John S. Russell

February 14, 2003

**Signature of Reporting Person

Date

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QUINTILES TRANSNATIONAL CORP.

/s/ John S. Russell

February 14, 2003

**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.

Page 4