# Edgar Filing: HYNDMAN THOMAS M JR - Form 4

HYNDMAN THOMAS M JR Form 4 December 30, 2002

OMB APPROVAL

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 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

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

1.	Name and Address of Reporting Person*	2.	Issuer Name and Ticker or Trading Symbol	3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	
	Hyndman, Jr. , Thomas M.		Penn Engineering & Manufacturing Corp. (PINN & PNNA)			
	(Last) (First) (Middle)					
	c/o Penn Engineering & Manufacturing Corp.	4.	Statement for Month/Day/Year	5.	If Amendment, Date of Original (Month/Day/Year)	
	5190 Old Easton Road		December 5, 2002			
	(Street)					
		6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)		7.	Individual or Joint/Group Filing (Check Applicable Line)	
	Danboro, PA 18916	•	X Director O 10% Owner		X Form Filed by One Reporting Person	
	(City) (State) (Zip)		Officer (give title below)		o Form Filed by More than One Reporting	
			Other (specify below)		Person	

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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, <i>see</i> instruction 4(b)(v).

Title of 2. Security (Instr. 3)	Transaction 2 Date (Month/Day/Year)	A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	on 4. Securities Disposed of (Instr. 3, 4)	<b>f</b> ( <b>D</b> )	ed (A) or	5.Amount of Sec- urities Beneficially Owned Following Reported Trans- action(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price			
Class A Common Stock, \$.01 par value	-	-		-	_	-	1,140	D	
Common Stock \$.01 par value	-	-		-	-	-	3,420	D	
Common Stock				-	-	-	800	I	By Wife

Fitle of Derivative 2. Security  Instr. 3)	Conversion or Exercise 3. Price of Derivative Security	Transaction 3A. Deemed Ex Date Date, if any (Month/Day/Year) (Month/Day		Number of Deriva Acquired (A) or D (Instr. 3, 4 and 5)	
			Code V	(A) (D)	
Directors Stock Option Plan (Right o Buy)	\$11.70	12/5/02	A	1,250	_
Directors Stock Option Plan (Right o Buy)	\$11.70	12/5/02	A	1,250	
Directors Stock Option Plan (Right o Buy)	\$11.70	12/5/02	A	1,250	
Directors Stock Option Plan (Right o Buy)	\$11.70	12/5/02	A	1,250	
					_
					<b>-</b> -

6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10.Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	
Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
12/5/03	12/5/12	Common Stock	1,250	(1)	1,250	D	
12/5/04	12/5/12	Common Stock	1,250	(1)	1,250	D	
12/5/05	12/5/12	Common Stock	1,250	(1)	1,250	D	
12/5/06	12/5/12	Common Stock	1,250	(1)	1,250	D	
xplanation	of Respons	ses:					
			d pursuant	to Rule 16b-3	3 under the Company's 1998 Stock	Option Plan for Outsid	le Directors.
		/s/Thoma	as M. Hynd Jr.	man,	December 5, 2002		
			ure of Repo	<del></del> -	Date		

<sup>\*\*</sup> 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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