

Edgar Filing: MILLENNIUM CHEMICALS INC - Form 4

MILLENNIUM CHEMICALS INC
Form 4
April 10, 2001

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U.S. 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(f) of the Investment Company Act of 1940

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

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1. Name and Address of Reporting Person

Siegel	Corey	A.
-----	-----	-----
(Last)	(First)	(Middle)

Millennium Chemicals Inc.

230 Half Mile Road (Street)

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(City)	(State)	(Zip)
Red Bank	NJ	07701

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2. Issuer Name and Ticker or Trading Symbol

Millennium Chemicals Inc. (MCH)

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3. IRS or Social Security Number of Reporting Person (Voluntary)

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4. Statement for Month/Year

March 2001

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5. If Amendment, Date of Original (Month/Year)

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6. Relationship of Reporting Person to Issuer

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(Check all applicable)

[] Director [] 10% Owner
 [X] Officer (give title below) [] Other (specify below)

Vice President - Tax

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

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Price
		Code	V	Amount	(A) or (D)	
Common Stock \$0.01 par value/share			V			
Common Stock \$0.01 par value/share						
Common Stock \$0.01 par value/share						
Common Stock \$0.01 par value/share	2/05/01	D		132	D	16.5
Common Stock \$0.01 par value/share	2/23/01	A	V	424	A	18.0039
Common Stock \$0.01 par value/share	3/30/01	A	V	3	A	16.499
Common Stock \$0.01 par value/share	2/26/01	S		68	D	17.06
Common Stock \$0.01 par value/share			V			

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

FORM 4 (continued)

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

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1. Title of Derivative Security (Instr. 3)	2. Conver- sion of Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Option	\$19.00	12/6/96	A	4,000 A	12/6/99 12/6/06	Common Stock 4,000
Option	\$34.875	4/22/98	A	1,000 A	4/22/01 4/22/08	Common Stock 1,000
Option	\$19.625	12/9/99	A	1,000 A	12/9/02 12/9/09	Common Stock 1,000

Explanation of Responses:

1. Represents the value of the Reporting Person's Company Stock Fund Account in the Company's 401(k) plan as of March 31, 2001, expressed as share equivalents. As of such date, approximately 96.6% of the Company Stock Fund was invested in Company Common Stock.
2. Represents the number of shares of Company Common Stock in the Reporting Person's Individual Brokered Account with the Company's 401(k) plan as of March 31, 2001.
3. Represents shares acquired for the Reporting Person's account under the Company's Salary and Bonus Deferral Plan. The shares allocated to the Reporting Person's account on the specified transaction dates were acquired by the plan trustee at various times and prices, resulting in the average prices indicated in the "Price" column. On February 5, 2001, 375 shares vested under the Company's Salary and Bonus Deferral Plan, 132 of these shares were purchased by the Company to pay taxes; and, the balance was distributed to the Reporting Person.
- 3A. Reflects shares allocated to the Reporting Person's account under the Issuer's Salary and Bonus Deferral Plan as a result of dividends paid on shares held in such Plan.
4. On February 26, 2001, 185 shares vested and were distributed to the Reporting Person pursuant to the Company's Long Term Incentive Plan, and 68 shares were sold to pay withholding taxes.
5. Represents amounts allocated to, and the total holdings in, the Reporting Person's Company Stock Fund Account in the Company's Supplemental Savings and Investment Plan, as of March 31, 2001, expressed as share equivalents.

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Because the trustee and record keeper for this plan utilize unit accounting for the Company Stock Fund rather than share accounting, these amounts represent share equivalents allocated to the Reporting Person's account rather than shares of Common Stock.

6. Represents an option granted to the Reporting Person on December 6, 1996 under the Issuer's Long-Term Incentive Plan to purchase 4,000 shares of the Issuer's Common Stock at \$19.00 per share.
7. Represents an option granted to the Reporting Person on April 22, 1998 under the Issuer's Long-Term Incentive Plan to purchase 1,000 shares of the Issuer's Common Stock at \$34.875 per share.
8. Represents an option granted to the Reporting Person on December 9, 1999 under the Issuer's Long-Term Incentive Plan to purchase 1,000 shares of the Issuer's Common Stock at \$19.625 per share.

**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 procedures.