HAUPTMAN MARK D Form 5 February 07, 2003

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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

- O Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- O Form 3 Holdings Reported
- O Form 4 Transactions Reported

•	Name and Address of Reporting Person*	2.	Issuer Name and Ticker or Tradir Symbol	ng 3	-	I.R.S. Identification Reporting Person, if an entit		
	HAUPTMAN, MARK D		UICI (NYSE: UCI)					
	(Last) (First) (Middle)							
		4.	Statement for Month/Year	r 5.		If Amendment, Da (Month/Year)	amendment, Date of Original	
	9151 GRAPEVINE HWY	<u>-</u>	12/02			(months rear)		
	(Street)		Relationship of Reporting Person(s) to Issuer (Check All Applicable)			Individual or Joint/Group Reporting (Check Applicable Line)		
	N RICHLAND HILLS, TX 76180		O Director O 10%	Owner		x	Form filed by One Reporting Person	
	(City) (State) (Zip)	•	X Officer (give title below)			0		

O Other (specify below)

Vice President & CFO

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 II Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 2. Conversion or 3. Transaction Date 3A. Deemed Execution 4. Transaction 5. Number of Derivative Security Exercise (Month/Day/Year) Date, if any Code Securities (Instr. 3) **Price of Derivative** (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of Security **(D)** (Instr. 3, 4 and 5) **(D) (A)** Stock Option \$6.625 Stock Option \$11.40 Stock Option \$15.00 Page 3

Date Exercisable and 7. Expiration Date (Month/Day/Year)		Title and Amount of 8. Underlying Securities (Instr. 3 and 4)		Price of 9. Derivative Security (Instr. 5)	Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownershij (Instr. 4)
Date Exercisabl	Expiration e Date	Title	Amount or Number of Shares				
	04/09/05	Common Stock			2,000	D	
	01/07/07	Common Stock			5,000	D	
	01/12/03	Common Stock			3,800	D	
Explanation	of Response	s:					
			ching ongoing	contributions	s to 401(k) during Plan	Year.	
		pany mato	ching ongoing k D. Hauptma		s to 401(k) during Plan 02/07/03	Year.	

^{**} 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.

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