SIMMONS MATTHEW R

Form 4 April 09, 2003

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

					me and Tio		Pei to l	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle)				orting	ntification g Person, (voluntary)			tement for h/Day/Year /03	100	Director % Owner Officer (give title below) ther (specify below)		
(Street) Houston, TX 77002							Date	Amendment, of Original th/Day/Year)	(Cl <u>X</u> l Per l	heck Applicat Form filed by rson	One Reporting More than One	
(City	(State)	Zip)	7	able	e I Non-I	Deriva	tive Secur	rities Acquired, D	isposed	d of, or Benef	ficially Owned	
1. Title of 2. Trans- 2A. Deemed Security action Execution (Instr. 3) Date Date, (Month/ Day/ if any			3. Trans- action 4. Securities A or Disposed o (Instr. 3, 4 & 4				` '	5. Amount of Securities Beneficially Owned Follow-		6. Owner- ship Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership	
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)		(I) (Instr. 4)	(Instr. 4)	
Class A Common	04/09/03		P		1,700	A	79.7912		3,700	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number

FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially **Owned**

(e.g., puts, calls, warrants, options, convertible securities)

(-187 F													
1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and Amount	8. Price of	9. Number of	10.	11. Natur		
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	of Underlying	Derivative	Derivative	Owner-	of Indirec		
Security	Exercise	action	Execution	action	of	Date	Securities	Security	Securities	ship	Beneficia		
	Price of	Date	Date,	Code	Derivati	(MeIonth/Day/	(Instr. 3 & 4)	(Instr. 5)	Beneficially	Form	Ownershi		
(Instr. 3)	Derivative		if any		Securition	X ear)			Owned	of Deriv-	(Instr. 4)		
	Security	(Month/	(Month/	(Instr.	Acquire	đ			Following	ative			
		Day/	Day/	8)	(A) or				Reported	Security:			
		Year)	Year)		Dispose	d			Transaction(s)	Direct			
•		•	•				•		•				

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

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				of (In 3, 4	str.						(D) or Indirect (I) (Instr. 4)	
			Code	V (A)		Exer-cisable	Expira- tion Date		Amount or Number of Shares			
Non-Qualified Stock Option (right to buy)	70.73					11/21/02		Class B Common	999	999	D	

Explanation of Responses:

By: /s/ John R. Edds
Attn. in Fact for: Matthew R. Simmons
Date

**Signature of Reporting Person

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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^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).