SIMMONS MATTHEW R

Form 4 April 02, 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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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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed By Romeo and Dye's Section 16 Filer www.section16.net

1. Name and Ac	ldress of Report				ne and Tick nan Corpo				Peı	Relationship or rson(s) Issuer (Check	f Reporting all applicable)
(Last) 700 Louisiana	of Reporting Person,					ntement for h/Day/Year l/ 2003	100	∑ Director			
Houston, TX 7	(Street) 7002						Date	Amendment, of Original hth/Day/Year)	(Cl <u>X</u> l Pe ₁	heck Applicab Form filed by (rson	One Reporting More than One
(City	(State) (Z	(ip)	Ta	ble	I Non-De	erivativ	e Secu	rities Acquired, Di			
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/	2A. Deemed Execution Date, if any	3. Transaction Code (Instr. 8	S-	4. Securition (A) or Disposition (Instr. 3, 4	es Acqu posed o	iired	5. Amount of Securities Beneficially Owned Follow-		6. Owner- ship Form:	7. Nature of Indirect Beneficial
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)		(Instr. 4)	(Instr. 4)
Class A Common	03/28/2003		P		900	A	76.60			D	
Class A Common	03/31/2003		P		300	A	76.50	2	2,000.0	D	

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

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

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

		(6.5.	, puis, cu	1109 "	i i aires,	options, convert	ible securities)				
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	(NeIonth/Day/	(Instr. 3 & 4)	(Instr. 5)	Beneficially	Form	Ownershi
(Instr. 3)	Derivative		if any		Securition	X ear)			Owned	of Deriv-	(Instr. 4)

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

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		`	(Month/ Day/ Year)	(Instr. 8)	() O: (]	Acqui A) or Dispo f (D) Instr.	r ose)						Reported Transaction(s) (Instr. 4)	ative Security: Direct (D) or Indirect (I) (Instr. 4)	
				Code	V (A	A) (I	-	Exer-cisable	Expira- tion Date	Title	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

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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^{**}Signature of Reporting Person

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