

Edgar Filing: SELECT MEDICAL CORP - Form 5/A

SELECT MEDICAL CORP
Form 5/A
April 03, 2003

OMB APPROVAL

FORM 5 U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB Number 3235-0362
Expires: January 31, 2005
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hours per response...1.0

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

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

1. Name and Address of Reporting Person*

Ortenzio Rocco A.

(Last) (First) (Middle)

4716 Old Gettysburg Road, P.O. Box 2034

(Street)

Mechanicsburg PA 17055

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Select Medical Corporation - NYSE (SEM)

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

December 31, 2002

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

February 11, 2003

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6. Relationship of Reporting Person(s)
to Issuer
(Check all applicable)

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

Executive Chairman

7. Individual or Joint/Group Reporting
(Check applicable line)

X Form Filed by one Reporting Person
Form Filed by more than one Reporting Person

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

1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/ Day/ Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at the end of Issuer's Fiscal Year (Instr. 3 and 4)	6.
				Amount (A) or Price (D)		
Common Stock, par value \$.01 per share	12/13/02		G(1)	2,309 (D)	2,117,344	
Common Stock, par value \$.01 per share	12/13/02		G(1)	2,309 (A)	4,429	
Common Stock, par value \$.01 per share					5,200	
Common Stock, par value \$.01 per share					246,857 (2)	

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Common Stock,
par value
\$.01 per share 4,175 (3)

Common Stock,
par value
\$.01 per share 14,002 (4)

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

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FORM 5 (Continued)

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

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exercise Price of Deriv- ative Security	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execu- tion Date, if any (Month/ Day/Year)	4. Transac- tion Code (Instr. 8)	5. Number of Deriv- ative Secur- ities Ac- quired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exer- cisable and Ex- pira- tion Date (Month/ Day/ Year)	7. Title and Amount of Under- lying Secur- ities (Instr. 3 and 4)	8. Price of Deriv- ative Secur- ity (Instr. 5)	
					(A) (D)	Date Ex- ercis- able	Ex- pir- ation Date	Title Amount or Number of Shares	
Non-qualified Stock Options (right to buy)	\$13.40	2/05/02		A	450,000	(5)	2/04/12	Com- mon Stock	450,000
Non-qualified Stock Options (right to buy)	\$15.25	5/13/02		A	1,050,000	(5)	5/12/12	Com- mon Stock	1,050,000
Non-qualified	\$14.25	8/13/02		A	60,000	(5)	8/12/12	Com-	60,000

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Stock Options
(right to buy)

mon
Stock

Explanation of Responses:

- (1) Gift to R.A. Ortenzio Family Partnership, L.P., of which Mr. Ortenzio is the managing general partner.
- (2) Mr. Ortenzio is a 25% owner, Director and Chief Executive Officer of Select Capital Corporation, the general partner of Select Healthcare Investors I, L.P. Mr. Ortenzio disclaims beneficial ownership of any shares held by Select Healthcare Investors I, L.P. that exceed his pecuniary interest therein.
- (3) Mr. Ortenzio is the managing partner and 25% owner of Select Investments I. Mr. Ortenzio disclaims beneficial ownership of any shares held by Select Investments I that exceed his pecuniary interest therein.
- (4) Mr. Ortenzio is the general partner and 70% owner of Select Investments III, L.P. Mr. Ortenzio disclaims beneficial ownership of any shares held by Select Investments III, L.P. that exceed his pecuniary interest therein.
- (5) All options granted are vested and exercisable.

/s/ Rocco A. Ortenzio	4/3/03

** 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 procedure.