FALLERT JAMES A Form 4

February 05, 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

#### 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

**OMB APPROVAL** 

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1. Name and Ado  Fallert James A			ne <b>and</b> Tick <b>Group, In</b>		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) 720 Olive Street	of Repor	ting	tification N Person, voluntary)	Number		atement for th/Day/Year	Director 10% Owner X Officer (give title below) Other (specify below)				
							Cor	ntroller			
St. Louis, MO 6.						5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) (	Zip)	T	able	I Non-D	erivati	ve Seci	urities Acquired, D	ispose	d of, or Bene	ficially Owned
1. Title of Security (Instr. 3)	2. Trans- 2A. Deemed action Execution Date,		3. Transaction Co. (Instr. 8	Code	4. Securitie (A) or Disp (Instr. 3, 4	posed o		5. Amount of Securities Beneficially		6. Owner- ship Form: Direct (D)	7. Nature of Indirect Beneficial
	(Month/ Day/ Year)	if any (Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	Owned Following Reported Transactions(s) (Instr. 3 & 4)		or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock								259	1.3379	I	Through 401(k) plan

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)

	(e.g., pais, cans, warrants, options, convertible securities)												
1. T	itle of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature	
Deri	ivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect	
Secu	ırity	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial	
		Price of	Date	Date,	Code	Derivative	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership	
(Inst	tr. 3)	Derivative		if any		Securities	Year)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)	
		Security	(Month/	(Month/	(Instr.	Acquired				Following	ative		
			-		8)	(A) or				Reported	Security:		
			Year)	Year)		Disposed				Transaction(s)	Direct		
	tr. 3)	Price of Derivative Security	Date (Month/ Day/	Date, if any (Month/	Code (Instr. 8)	Derivative Securities Acquired (A) or	(Month/Day/	Securities	(Instr. 5)	Beneficially Owned Following Reported	Form of Deriv- ative Security:	Owne	

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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					of (D) (Instr. 4 & 5)	3,						(Instr. 4)	(D) or Indirect (I)	
			Code '	V	(A)		Exer-cisable	Expira- tion Date		Amount or Number of Shares			(Instr. 4)	
employee stock options (right to buy)	\$23.27	2/5/03	A		5,000		<u>(1)</u>		common stock	5,000	0	5,000	D	

Explanation of Responses:

(1) The options vest in four equal annual installments beginning on February 6, 2004.

By: /s/ <u>James A. Fallert</u> James A. Fallert 2/5/03 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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<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).