

MOD PAC CORP  
 Form 3  
 December 30, 2002

OMB APPROVAL
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**FORM 3**

**U.S. SECURITIES AND EXCHANGE COMMISSION**  
 Washington, D.C. 20549

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 of Section 30(f) of the Investment Company Act of 1940

1. Name and address of Reporting Person*  Keane, Kevin T.  (Last) (First) (Middle)  1801 Elmwood Avenue  (Street)  Buffalo, New York 14207  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Date/Year)  12/30/02	4. Issuer Name and Ticker or Trading Symbol  MOD-PAC CORP. (MPAC)		
	3. I.R.S. Identification Number of Reporting Person, if an Entity (Voluntary)  130-26-1982	5. Relationship of Reporting Person to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify title below) <u>Chairman</u>	6. If Amendment, Date of Original (Month/Date/Year)	7. Individual or Joint/Group Filing (Check applicable box)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by more than one Reporting person
<b>Table 1 - Non-Derivative Securities Beneficially Owned</b>				

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
None			

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(over)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  
(Print or Type Responses)

\*If the Form is filed by more than one Reporting Person, see Instruction 5(b)(v).

**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 3 (continued) Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Date/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Inst. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
None							

Explanation of Responses:

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

/s/ John B. Drenning  
 John B. Drenning as  
 Power of Attorney for Kevin T. Keane  
 \*\*Signature of Reporting  
 Person

December 30, 2002  
 Date

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient,  
See Instruction 6 for procedure.