

MOD PAC CORP
Form 4
March 18, 2003

OMB APPROVAL
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FORM 4

**U.S. 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 of Section 30(f) of the Investment Company Act of 1940

1. Name and address of Reporting Person* <p style="text-align: center;">KEANE DANIEL G.</p>	2. Issuer Name and Ticker or Trading Symbol <p style="text-align: center;">MOD-PAC CORP. (MPAC)</p>	6. 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 below)
(Last) (First) (Middle) <p style="text-align: center;">1801 Elmwood Avenue</p>	3. I.R.S. Identification Number of Reporting Person, if an Entity (Voluntary)	4. Statement for Month/Day/Year <p style="text-align: center;">March 18, 2003</p>
(Street) <p style="text-align: center;">Buffalo, NY 14207</p>	5. If Amendment, Date of Original (Month/Day/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

(City) (State) (Zip)	Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
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1. Title of Security (Instr. 3)	2. Transaction 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 Following Reported Transactions (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
\$01 Par Value Common Stock	3/14/03		J(1)		1334	(A)				
\$01 Par Value Common Stock	3/17/03		P		2,000	(A)	\$5.05	3,334	D	
\$01 Par Value Class B Stock	3/14/03		J(1)		14,857	(A)		14,857	D	

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\$01 Par Value Common Stock	3/14/03		J(1)		3,335			3,335	I	*By Spouse
\$01 Par Value Class B Stock	3/14/03		J(1)		14,995			14,995	I	*By Spouse

(over)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
 *If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security Direct (D) or Indirect (I) (Instr. 4)	11. Name of Beneficial Owner (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

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/ C. Anthony Rider, as Power of Attorney for
 DANIEL G. KEANE
 **Signature of Reporting Person

March 18,
 2003
 Date

C. Anthony Rider, as Power of Attorney for
 DANIEL G. KEANE

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

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