# DREW INDUSTRIES INCORPORATED Form SC 13G/A February 14, 2002

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 2)

Drew Industries Inc.
(Name of Issuer)

Common Stock, \$0.01 Par (Title of Class of Securities)

26168L205 (CUSIP Number)

Check the following box if a fee is being paid with this statement []. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

-----\_\_\_\_\_ 13G CUSIP No. 26168L205 Page 2 of 6 Pages Name of Reporting Person S.S. or I.R.S. Identification No. of above person Northern Trust Corporation 36-2723087 36-1561860 The Northern Trust Company Northern Trust Bank of Florida, NA 36-3190871 Northern Trust Investments, Inc. 36-3608252 Northern Trust Bank of Texas, NA 75-1999849 Check the appropriate box if a member of a group Not Applicable (a)[] (b)[]

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3	S.E.C. use only										
4	Citizenship or place of organization  Northern Trust Corporationa Delaware corporation with principal offices in Chicago, Illinois										
	Number of	Sole Voting Power									
		1,412,715									
	shares beneficially owned by	Shared Voting Power  6  29,865									
	owned by										
	each reporting person	Sole Dispositive Power 7 1,441,080									
	with	Shared Dispositive Power 8									
9	Aggregate amount beneficially owned by each reporting person										
10	Check box if the aggregate amount in Row (9) excludes certain shares.  Not Applicable										
11	Percent of class	represented by amount in Row 9									
12	Type of reporting										
	NOT CHEEL	n Trust Corporation HC									

#### SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

SCHEDULE 13G UNDER THE SECURITIES EXCHANGE ACT OF 1934 Check the following box if a fee is being paid with statement[].

(a) Drew Industries Incorporated 1. (Name of Issuer) 200 Mamaronek Avenue, White Plains, NY 10601 USA \_\_\_\_\_ (Address of Issuer's Principal Executive Office) (a) Northern Trust Corporation 2. (Name of Person Filing) (b) 50 South LaSalle Street, Chicago, Illinois 60675 (Address of Person Filing) (c) U.S. (Delaware Corporation) (Citizenship) (d) Common Stock, \$0.01 Par (Title of Class of Securities) (e) 26168L205 (CUSIP Number) This statement is being filed by Northern Trust Corporation as a Parent 3. Holding Company in accordance with S240.13d-1(b)(1)(ii)(G). (a) 1,442,580 (Amount Beneficially Owned) (b) 14.92 \_\_\_\_\_ (Percent of Class) (c) Number of shares as to which such person has: (i) 1,412,715 (Sole Power to Vote or to Direct the Vote) (ii) 29,865 (Shared Power to Vote or to Direct the Vote) (iii) 1,441,080 \_\_\_\_\_ (Sole Power to Dispose or Direct Disposition) (iv) \_\_\_\_\_ (Shared Power to Dispose or Direct Disposition)

5. If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following: [\_]

6.	Statement	regarding	ownership	of	5	percent	or	more	on	behalf	of	another
	person:											

7. Parent Holding Company reporting on behalf of the following subsidiaries, all of which are banks as defined in Section 3(a)(6) of the Act:

The Northern Trust Company 50 South LaSalle Street Chicago, IL 60675

Northern Trust Bank of Florida N.A. 700 Brickell Avenue Miami, FL 33131

Northern Trust Bank of Texas N.A. Northern Trust Investments, Inc. 2020 Ross Avenue Dallas, TX 75201

50 South LaSalle Street Chicago, IL 60675

8. Identification and Classification of Members of the Group.

Not Applicable.

9. Notice of Dissolution of Group.

Not Applicable.

10. By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

NORTHERN TRUST CORPORATION

By: Perry R. Pero

\_\_\_\_\_

As its: Vice Chairman DATED: 02-08-2002 \_\_\_\_\_

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#### EXHIBIT TO SCHEDULE 13G FILED BY NORTHERN TRUST CORPORATION

Securities and Exchange Commission 450 Fifth Street, N.W. Washington, DC 20549-1004 Attention: Filing Desk, Stop 1-4

RE: Drew Industries Incorporated

Pursuant to the requirement of 240.13d-1(k) (1) (iii), this exhibit shall constitute our written agreement that the Schedule 13G to which this exhibit is attached is filed on behalf of Northern Trust Corporation and of its subsidiary(ies), as stated below, regarding our respective beneficial ownership in the above-captioned equity security.

NORTHERN TRUST CORPORATION

By: Perry R. Pero

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DATED: 02-08-2002 As its: Vice Chairman

The NORTHERN TRUST COMPANY

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By: Perry R. Pero

As its Vice Chairman

NORTHERN TRUST BANK OF FLORIDA, NA NORTHERN TRUST BANK OF TEXAS, NA

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By: Barry G. Hastings

As its Authorized Representative

NORTHERN TRUST INVESTMENTS, INC.

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By: Orie L. Dudley
-----As its Director