

Edgar Filing: FROWNFELTER JAMES B - Form 4

FROWNFELTER JAMES B  
Form 4  
May 02, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or Form 5  
obligations may continue. See Instruction 1(b).

(Print or Type Responses)

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1. Name and Address of Reporting Person\*

|                          |         |          |
|--------------------------|---------|----------|
| Frownfelter              | James   | B.       |
| -----                    | -----   | -----    |
| (Last)                   | (First) | (Middle) |
| c/o PanAmSat Corporation |         |          |
| 20 Westport Road         |         |          |
| -----                    |         |          |
| (Street)                 |         |          |
| Wilton                   | CT      | 06897    |
| -----                    | -----   | -----    |
| (City)                   | (State) | (Zip)    |

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2. Issuer Name and Ticker or Trading Symbol

PanAmSat Corporation (SPOT)

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3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

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4. Statement for Month/Day/Year

April 30, 2003

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

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

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

Executive Vice President Chief Technology Officer

7. Individual or Joint/Group Filing (Check Applicable Line)

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.<br>Title of Security<br>(Instr. 3) | 2.<br>Transaction<br>Date<br>(Month/<br>Day/<br>Year) | 2A.<br>Deemed<br>Execution<br>Date,<br>if any<br>(Month/<br>Day/<br>Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5.<br>Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transact<br>(Instr.<br>and 4) |
|---------------------------------------|---|---|---|--|--|
|                                       |   |   |   | Amount or Price<br>(A) or (D)  |  |
| Common Stock,<br>\$.01 par value      | 4/30/03   |   | A                                       | 17,000 A   | 17,000   |
|                                       |   |   |   |  | 1,338.12   |

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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(Over)  
SEC 1474 (9-02)

FORM 4 (continued)

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

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| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conver-<br>sion<br>or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3A.<br>Deemed<br>Execu-<br>tion<br>Date,<br>if any<br>(Month/<br>Day/<br>Year) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8)<br>-----<br>Code V | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>-----<br>(A) (D) | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>-----<br>Date Expira-<br>tion<br>Date | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br>-----<br>Amount<br>or<br>Number<br>of<br>Shares |
|--|---|--|--|--|--|---|--|
|  |   |  |  |  |  |   |  |
|  |   |  |  |  |  |   |  |
|  |   |  |  |  |  |   |  |

Explanation of Responses:

- (1) These shares represent units of the Issuer's common stock awarded pursuant to the Third Amended and Restated PanAmSat Corporation Long-Term Stock Incentive Plan. Each unit represents the right to receive one share of the Issuer's common stock that vests over a three-year period as follows: 50% on the second anniversary of the grant date (April 30, 2005) and 50% on the third anniversary of the grant date (April 30, 2006).
- (2) Represents interests held in a PanAmSat Stock Fund of the PanAmSat Corporation Retirement Savings Plan 401(k) as of the close of business on April 30, 2003.

/s/ James W. Cuminale, Attorney-in-Fact

May 2, 2003

James B. Frownfelter

Date

\*\*Signature of Reporting Person

\*\* 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.

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