



Edgar Filing: SANDERSON HUGH V - Form 4

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>(mm/dd/yy) | 3.<br>Transaction<br>Code<br>(Instr. 8) |   | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |                  |
|---|---|---|---|--|------------------|
|   |   | Code                                    | V | Amount   | (A)<br>or<br>(D) |
| Common Stock, par value<br>\$1.00 per share |   |   |   |  |                  |
| Common Stock, par value<br>\$1.00 per share |   |   |   |  |                  |
| Common Stock, par value<br>\$1.00 per share |   |   |   |  |                  |

(1) As co-executor of the Estate of Dewey R. Sanderson. Hugh V. Sanderson was appointed and qualified as a co-executor of the Estate of Dewey R. Sanderson, Jr.  
 (2) Allocated to the account of Hugh V. Sanderson in the Company's ESOP.

\* \_\_\_\_ If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Print or Type Responses)

(Over)

(Form 4-07/99)

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

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(e.g., puts, calls, warrants, options, convertible securities)

| 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) | 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<br><br>Title |
|--|---|--|--|--|---|---|
| Incentive Stock<br>Options                             | \$13.00   | 12/19/02   | S V  | D  | 4/23/99 4/23/08   | Common<br>Stock 2,000   |
| Incentive Stock<br>Options                             | \$ 7.46875  | 12/19/02   | S V  | D  | 4/21/01 4/21/10   | Common<br>Stock 3,000   |
| Incentive Stock<br>Options                             | \$18.55   |  |  |  | 7/24/03 7/24/12   | Common<br>Stock 4,000   |

Explanation of Responses:

(1) Exercisable for 10-year period, vesting begins at 25% on the date indicated, the end of the first year, and continues at 25% per year until fully vested.

/s/D. Michael Cockrell

December 19, 2002

\*\*Signature of Reporting Person

Date

\*\* Intentional misstatements or omissions of facts constitute Federal

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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.