

Edgar Filing: SELECT MEDICAL CORP - Form 5

SELECT MEDICAL CORP  
Form 5  
January 29, 2003

OMB APPROVAL

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FORM 5 U.S. SECURITIES AND EXCHANGE COMMISSION  
-----  
Washington, D.C. 20549

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OMB Number 3235-0362  
Expires: January 31, 2005  
Estimated average burden  
hours per response.. 1.0  
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- Check box if no longer  
subject to Section 16.  
Form 4 or Form 5 obligations  
may continue.  
See Instruction 1(b).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

ANNUAL 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

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1. Name and Address of Reporting Person\*

Talalai James J.  
-----  
(Last) (First) (Middle)

4716 Old Gettysburg Road, P.O. Box 2034  
-----  
(Street)

Mechanicsburg PA 17055  
-----  
(City) (State) (Zip)

-----  
2. Issuer Name and Ticker or Trading Symbol

Select Medical Corporation - NYSE (SEM)

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3. IRS Identification Number of Reporting  
Person, if an entity (Voluntary)

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4. Statement for Month/Year

December 31, 2002

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

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

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

Senior Vice President and Chief Information Officer

7. Individual or Joint/Group Reporting  
(Check applicable line)

X 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. Title of Security (Instr. 3)	2. Trans- action 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 at the end of Issuer's Fiscal Year (Instr. 3 and 4)	6.
				Amount (A) or Price (D)		

\* If the form is filed by more than one reporting person, see instruction 4(b) (v).

FORM 5 (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. Con- ver- sion or Exercise Price of	3. Trans- action Date (Month/	3A. Deemed Execu- tion	4. Transac- tion Code (Instr.	5. Number of Deriv- ative	6. Date Exer- cisable and Ex-	7. Title and Amount of	8. Price of Deriv- ative
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Deriv- ative Security	Day/ Year)	Date, if any (Month/ Day/Year)	8)	Secur- ities Ac- quired (A) or Disposed of (D) (Instr. 3, 4 and 5)	pira- tion Date (Month/ Day/ Year)	Under- lying Secur- ities (Instr. 3 and 4)	Secur- ity (Instr. 5)	
			(A)	(D)	Date	Ex- pir- ation Date	Title	Amount or Number of Shares
Non-qualified Stock Options (right to buy)	\$15.25	5/13/02	A	75,000	5/13/09 (1)	5/12/12	Com- mon Stock	75,000

Explanation of Responses:

- (1) All options are scheduled to vest on 5/13/09; however, the vesting of some or all of the options may be accelerated in accordance with section 4(b) of the Company's Second Amended and Restated 1997 Stock Option Plan.

\_\_\_\_\_  
 /s/James J. Talalai  
 \*\* Signature of Reporting Person

\_\_\_\_\_  
 1/27/03  
 Date

\*\* 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.