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MATERIAL SCIENCES CORP

Form 4

February 26, 2003

- 1. Name and Address of Reporting Person MILLAR, RONALD L. 1795 WHITT CT. WHEATON, IL 60187
- Issuer Name and Ticker or Trading Symbol MATERIAL SCIENCES CORPORATION (MSC)
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Day/Year 02/24/2003
- 5. If Amendment, Date of Original (Month/Day/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 - () Director () 10% Owner
 - (X) Officer (give title below) (X) Other (specify below) $\ensuremath{\mathsf{PRESIDENT}}$
- 7. Individual or Joint/Group Filing (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	2. Trans- action Date (Month/ Day/ Year)	2A.Execu- action Date (Month/ Day/ Year)	3. Trans	- 4. Securi n or Dis -+	ities A sposed + A/D	Acquired (For of (D)	Securi Securi Benefi Owned Follow Fellow Transa
Common Stock	02/24/2003		J	-200	D	\$10.7500	53602