PROQUEST CO Form 4 March 06, 2003

SEC Form 4

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL

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1. Name and Address of Reporting Person* 2. Issuer Name 6. Relationship of Reporting 4. Statement for Longo-Kazanova, Linda and Ticker or Trading (Month/Day/Year Person(s) to Issuer Symbol (Check all applicable) 03/05/2003 (Last) (First) _ Director _ 10% Owner X Officer (give title below) **ProQuest Company** (Middle) **PQE** 300 N. Zeeb Road _ Other (specify below) 5. If Amendment, 3. I.R.S. Identification (Street) Date of Original Description Senior Vice Number of Reporting Ann Arbor, MI 48103 (Month/Day/Year) President, Human Resources Person, if an entity (voluntary) (City) (State) (Zip) 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 (Instr. 3)	2.Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired h(A) or Disposed Of (D) (Instr. 3, 4, and 5)			5. Amount of Securities Beneficially Owned Following	6. Owner-ship Form: Direct (D)	7. Nature of Indirect Beneficial Ownership		
			Code	٧	Amount	A/D	Price	Transaction(s) I (I) (Instr. 3 and	(Instr.	(Instr. 4)		

	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. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	Transaction Code (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Nu De Se Be Ow Fo Re Tra (In		

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			Code	٧	A	D	DE	ED	Title	Amount or Number of Shares	
Employee Option to Purchase Common Stock	\$18.41	03/05/2003	A	٧	29,700		03/05/2004*	03/05/2009	Common Stock	29,700	\$ 2

Explanation of Responses:

*1/3 of the total shares become exercisable on 3/5/04; 2/3's of the total shares become exercisable on 3/5/05; Option becomes fully exercisable on 3/5/06.

By: Date:

/s/ Todd W. Buchardt

03/06/2003

Attorney in Fact

** Signature of Reporting Person

SEC 1474 (9-02)

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).
- ** 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 is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not

required to respond unless the form displays a currently valid OMB Number.