

KATY INDUSTRIES INC
Form 4
November 27, 2002

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 X Form filed by More than One Reporting Person
(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security
(Instr. 3)

Common Stock, Par Value \$1.00

2.

Trans-
action

Date

2A.

Deemed

Execu-

Tion

Date,

if any

3. Trans-
action

Code

(Instr

.. 8)

4. Securities Acquired (A)

or Disposed of (D)

(Instr. 3, 4 and 5)

5. Amount of

Securities

Beneficially

Owned

Following

Reported

Transactions

(Instr. 3 and

4)

6. Owner-

ship

Form:

Direct

(D) or

Indirect

(I)

(Instr. 4)

7. Nature

of In-

direct

Bene-

Ficial

Owner-

Ship

(Instr.

4)

(Month/

Day/

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Year)
(Month
/Day/
Year)

Code

V

Amount

(A) or
(D)

Price

11/25/02

S

94,000

D

3.1600

0

I

By:
Investment
Partnership
(1)

Reminder: Report on a separate line for each class of securities beneficially owned directly or
? If the form is filed by more than one reporting person, See Instruction 4(b)(v).

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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. Conver- sion or Exercise Price of Deriv- ative Security	3. Trans- Action Date (Month /Day/ Year)	3A. Deemed Execu- tion Date, if any (Month /Day/ Year)	4. Trans- action Code	(Instr. 8)	5. Number of Derivative Securities Acquired (A) Or Disposed Of (D)	(Instr. 3, 4 and 5)	6. Date Exer- cisable and
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Expiration
Date

(Month/Day/
Year)

7.
Title and
Amount of
Underlying
Securities

8.
Price
of Deriv-
ative
Security

(Instr.
5)
9.
Number
of Deriv-
ative
Secur-
ities
Bene-
ficially
Owned
at End
Of
Month

(Instr. 4)
10.
Owner-
ship Form
Of De-
rivative
Security:
Direct
(D) or
Indirect
(I)

(Instr. 4)
11.
Nature
of In-
direct
Bene-
ficial
Owner-
Ship

(Instr.
4)

Code

V

(A)

(D)
Date
Exer-
cisable
Expira-
tion
Date
Title
Amount
or
Number
of
Shares

Explanation of Responses:

(1) The Reporting Persons have less than a 100% interest in this entity. The amount of securities reported as beneficially owned reflects the total amount of securities held by this entity, which is greater than the Reporting Persons' indirect pecuniary interest. The Reporting Persons hereby disclaim beneficial ownership of these securities in excess of their indirect pecuniary interests.

/s/ James E. McKee

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11/26/02

** 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.

** Signature of Reporting Person

GABELLI ASSET MANGEMENT INC.

GABELLI GROUP CAPITAL PARTNERS,
INC.

By: James E. McKee/Secretary

MARIO J. GABELLI

By: James E. McKee/Attorney-in-
fact

Date

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