

Edgar Filing: CENDANT CORP - Form 4

CENDANT CORP
Form 4
October 17, 2002

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

/ / CHECK THIS BOX IF NO
LONGER SUBJECT TO
SECTION 16. FORM 4 OR
FORM 5 OBLIGATIONS MAY
CONTINUE. SEE
INSTRUCTION 1(b).
(Print or Type Responses)

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
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*			2. Issuer Name AND Ticker or Trading Symbol		6. R
Cohen, William S.			Cendant Corporation (CD)		X
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for Month/Day/Year	---
9 West 57th Street 37th Floor				10/16/2002	---
----- (Street)				5. If Amendment, Date of Original (Month/Day/Year)	7. X
New York, NY 10019					R

			TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DI				
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount o Securiti Benefici Owned Fo ing Repo Transact (Instr. and 4)	
			Code	V	Amount	(A) or (D) Price(1)	
Common Stock (series design- ated CD stock)	01/18/2002		A	V	515	A \$19.398	
Common Stock (series design- ated CD stock)	05/22/2002		A	V	518	A \$19.294	
Common Stock (series design- ated CD stock)	07/26/2002		A	V	646	A \$15.464	
Common Stock (series design- ated CD stock)	10/16/2002		A		881	A \$11.344	

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FORM 4 (CONTINUED)

TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL
(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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired or Disposed of (Instr. 4)
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Code V (A)

7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following	10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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----- Title	Amount or Number of Shares	Reported Transaction(s) (Instr. 4)	(Instr. 4)

Explanation of Responses:

- (1) Represents the average closing price for the last five trading days of the most recently ended quarter. Award represents quarterly non-employee director retainer fee in consideration of performance of services; no monetary consideration was paid by the reporting person.

/s/ Lynn Feldman 10/17/02

**Signature of Reporting Person Date

By: Lynn A. Feldman, Attorney-in-fact on behalf of William S. Cohen

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

* 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.

