CORNELIUS JAMES M

Form 4

May 01, 2003

SEC Form 4

FORM 4		UNITED STATES SECURITIES AND EXCHANGE							OMB APPROVAL		
		COMMISSION									
[] Check this box if no l subject to Section 16. Fo		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP									
or Form 5 obligations may contin See Instruction 1(b).	nue.							OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden			
	Fil	led pursuar	nt to Section 16(a) of th	e Securities Exc	hange Act of 193	4, Sec		1 0.5			
(Print or Type Responses)										
	Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940										
1. Name and Address of I	Reporting	2. Issuer I	Name and Ticker or Tra	nding Symbol		6. Re		porting Person(s) to Issuer			
Person* Cornelius, James M.		The Chul	hh Composition CD				(Check all applicable)				
			dentification CB	4. Statement for			X Directo	or 10% Owner			
(Last) (First))	Numbe	r of Reporting	Month/Day/Year			Officer		Other		
(Middle) Guidant Corporation		Person, if an entity			_						
111 Monument Circle, 2	29th Floor	(voluntary)		April 29, 2003		7. Individual or Joint/Group Filing (Check Applic			eck Applicable		
							Line)				
(Street) Indianapolis, IN 4620	14			5. If Amendment,		V Form filed by One Departing Person					
	-	_		Date of Original		 Form filed by One Reporting Person Form filed by More than One Reporting Person 					
(City) (State	(City) (State)				(Month/Day/Year)						
(Zip)	1 · • • ·										
		<u> </u>		** ** ** ** ** ** ** ** ** ** ** ** **							
Table I - Non-Derivat				1	T		5 A C	(0	7.31		
1. Title of Security (Instr. 3)	2. Transacti (Month/E		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8)	(A) or Disposed of (Instr. 3, 4, and	Beneficially		6. Owner- ship Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							(Instr. 3 and 4)	, ,			
				Code V Amount A/D Price		1					
COMMON					11100		11000.0) D			
COMMON							11000.00	, D			
Damindam Danaut	manata lin - f	Com oo ob -1-	as of socumities	Damanna vyl	amond to the11:	antin-	of information				
Reminder: Report on a se beneficially owned direct * If the form is filed by m Instruction 4(b)(v).	ly or indirec	tly.			in this form are	not re	of information co quired to rently valid OMB	control	(over) SEC 1474 (9-02)		

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Form 4 (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of	2. Conver-	3.	3A. Deemed	4.	5. Number	6. Date	7. Title and	8. Price	9. Number of	10.	11. Nature of
Derivative	sion or	Transaction	Execution	Transaction	of	Exercisable(DE) and	Amount of	of	Derivative	Owner-	Indirect
Security	Exercise	Date	Date, if	Transaction	Derivative	Expiration	Underlying	Derivative	Securities	ship	Beneficial

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(Instr. 3)	Price of Deri- vative Security	(Month/ Day/ Year)	any (Month/ Day/ Year)	Voluntary (V) Code (Instr.8)	Acquired (A)	(Month/Day/Year)	Securities (Instr. 3 and 4)	Security (Instr.5)	Following Reported Transactions (Instr.4)	Deriv- ative Security:	Ownership (Instr.4)
MARKET VALUE UNITS (1)	\$0.00	04/11/2003		AI	(A) 18.13		COMMON - 18.13		2,309.14	D	
STOCK OPTION	\$0.00	04/29/2003		Al	(A) 4,000.00		COMMON - 4,000.00		24,000.00	D	

Explanation of Responses:

** 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,

By: Nancy J. Obremski, POA 05-01-2003

** Signature of Reporting Person Date

Power of Attorney

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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.

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FOOTNOTE Descriptions for The Chubb Corporation CB

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James M. Cornelius **Guidant Corporation** 111 Monument Circle, 29th Floor Indianapolis, IN 46204

Explanation of responses:

(1246576928) Market Value Units in The Chubb Corporation Directors Deferred Compensation Plan. Units are payable in common stock only and the value of such units are based on the market value of the Coporation's common stock.

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