

Edgar Filing: NORMA T PACE - Form 4

NORMA T PACE

Form 4

September 30, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Pace, Norma T.

530 East 72nd Street

Apt. 18A

New York, NY 10021

USA

2. Issuer Name and Ticker or Trading Symbol

ENGELHARD CORPORATION

EC

3. IRS or Social Security Number of Reporting Person (Voluntary)

095-14-9720

4. Statement for Month/Year

9/30/2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(X) Director () 10% Owner () Officer (give title below) () Other

(specify below)

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. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	Price	5. Amount of Securities Beneficially Owned at End of Month
COMMON STOCK (1)	3/31/02	A	V 63	A	29.49	
COMMON STOCK (2)	3/31/02	A	V 61	A	29.79	
COMMON STOCK (2)	5/31/02	A	V 503	A	31.80	
COMMON STOCK (1)	6/30/02	A	V 60	A	31.04	
COMMON STOCK (2)	6/30/02	A	V 65	A	28.98	
COMMON STOCK (1)	9/30/02	A	V 73	A	25.40	
COMMON STOCK (2)	9/30/02	A	V 75	A	25.17	46,163

12 | | | | |

1.Title of Derivative Security	2.Con- version or Exer- cise Price of Deriva- tive Secu- rity	3. Transaction	4. Code V	5.Number of De- rivative Secu- rities Acqui- red(A) or Dis- posed of(D) Amount	6.Date Exer- cisable and Expiration Date(Month/ Day/Year) Date Expir-	7.Title and Amount of Underlying Securities Title and Number of Shares	8.P of vat Sec rit

(1) Deferred stock units acquired pursuant to Engelhard corporation Deferred Compensation Plan for Directors to be settled 100% in Engelhard

(2) Deferred stock units acquired pursuant to Engelhard corporation Deferred Compensation Plan for Non-Employee Directors to be settled 100% in Engelhard Corporation comon stock on termination of services as director or change in control of Engelhard Corporation.