

KLINE PAUL
Form 3
March 14, 2003

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

**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**

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|---|---|---|
| <p>1. Name and Address of Reporting Person*</p> <p>Kline, Paul A.</p> <hr/> <p><i>(Last) (First) (Middle)</i></p> <p>PCTEL Inc. 8725 W Higgins Road Suite 400</p> <hr/> <p><i>(Street)</i></p> <p>Chicago, IL 60631</p> <hr/> <p><i>(City) (State) (Zip)</i></p> | <p>2. Date of Event Requiring Statement <i>(Month/Day/Year)</i></p> <p>3/12/2003</p> <hr/> <p>4. Issuer Name and Ticker or Trading Symbol</p> <p>PCTEL, Inc. (PCTI)</p> <hr/> <p>6. If Amendment, Date of Original <i>(Month/Day/Year)</i></p> | <p>3. I.R.S. Identification Number of Reporting Person, if an entity <i>(Voluntary)</i></p> <hr/> <p>5. Relationship of Reporting Person(s) to Issuer <i>(Check All Applicable)</i></p> <p><input type="radio"/> Director <input type="radio"/> 10% Owner</p> <p><input checked="" type="radio"/> Officer <i>(give title below)</i></p> <p><input type="radio"/> Other <i>(specify below)</i></p> <p>President PCTEL Maryland Inc.</p> <hr/> <p>7. Individual or Joint/Group Filing <i>(Check Applicable Line)</i></p> <p><input checked="" type="radio"/> Form Filed by One Reporting Person</p> <p><input type="radio"/> Form Filed by More than One Reporting Person</p> |
|---|---|---|

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

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* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

Table I Non-Derivative Securities Beneficially Owned

| 1. Title of Security <i>(Instr. 4)</i> | 2. Amount of Securities Beneficially Owned <i>(Instr. 4)</i> | 3. Ownership Form: Direct (D) or Indirect (I) <i>(Instr. 5)</i> | 4. Nature of Indirect Beneficial Ownership <i>(Instr. 5)</i> |
|--|--|---|--|
|--|--|---|--|

[Redacted]

[Redacted]

[Redacted]

[Redacted]

[Redacted]

Table II Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
|---|---|--|--|--|--|

| Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------------------|-----------------|-------|----------------------------|
|------------------|-----------------|-------|----------------------------|

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Explanation of Responses:

 /s/ Les Sgnilek
 **Signature of Reporting Person

 March 13, 2003
 Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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LIMITED POWER OF ATTORNEY SECURITIES LAW COMPLIANCE

The undersigned, as an officer or director of **PCTEL, Inc.** (the "Corporation"), hereby constitutes and appoints **Martin Singer, John Schoen and Les Sgnilek**, and each of them, the undersigned's true and lawful attorney-in-fact and agent to complete and execute such Forms 144, Forms 3, 4 and 5 and other forms as such attorney shall in his or her discretion determine to be required or advisable pursuant to Rule 144 promulgated under the Securities Act of 1933 (as amended), Section 16 of the Securities Exchange Act of 1934 (as amended) and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Corporation, and to do all acts necessary in order to file such forms with the Securities and Exchange Commission, any securities exchange or national association, the Corporation and such other person or agency as the attorney shall deem appropriate. The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents shall do or cause to be done by virtue hereof.

This Limited Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Corporation unless earlier revoked by the undersigned in a writing delivered to the foregoing attorneys-in-fact.

This Limited Power of Attorney is executed at Chicago, Illinois, as of the date set forth below.

/s/ Paul A. Kline

Signature

Paul A. Kline

Type or Print Name

Dated: March 10, 2003

Witness:

/s/ Sergey Dickey

Signature

Sergey Dickey

Type or Print Name

Dated: March 10, 2003
