

REED GLENN W  
Form 5  
February 07, 2003

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

**FORM 5**

**ANNUAL 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 or  
Section 30(h) of the Investment Company Act of 1940**

- Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported
- Form 4 Transactions Reported

<p><b>1. Name and Address of Reporting Person*</b></p> <p>REED, GLENN W</p> <hr/> <p><i>(Last) (First) (Middle)</i></p>	<p><b>2. Issuer Name and Ticker or Trading Symbol</b></p> <p>UICI (NYSE: UCI)</p> <hr/>	<p><b>3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)</b></p> <hr/>
<p>4001 MCEWEN DR STE 200</p> <hr/> <p><i>(Street)</i></p>	<p><b>4. Statement for Month/Year</b></p> <p>12/02</p> <hr/>	<p><b>5. If Amendment, Date of Original (Month/Year)</b></p> <hr/>
<p>DALLAS, TX 75244</p> <hr/> <p><i>(City) (State) (Zip)</i></p>	<p><b>6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)</b></p> <p><input checked="" type="checkbox"/> Director    <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <i>(give title below)</i></p>	<p><b>7. Individual or Joint/Group Reporting (Check Applicable Line)</b></p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/></p>

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Other (*specify below*)  
Executive Vice President &  
General Counsel  
\_\_\_\_\_

Form filed by More  
than One Reporting  
Person

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\* 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 <i>(Instr. 3)</i>	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date <i>(Month/Day/Year)</i>	3A. Deemed Execution Date, if any <i>(Month/Day/Year)</i>	4. Transaction Code <i>(Instr. 8)</i>	5. Number of Derivative Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>
					(A) (D)
Stock Option	\$23.8666				
Stock Option	\$6.625				
Stock Option	\$11.40				

