

Edgar Filing: MANNING CAROL J - Form 5

MANNING CAROL J  
 Form 5  
 November 13, 2002

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 FORM 5  
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549

// CHECK BOX IF NO LONGER ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
 SUBJECT TO SECTION 16. Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
 FORM 4 OR FORM 5 OBLI- Section 17(a) of the Public Utility Holding Company Act of 1935  
 GATIONS MAY CONTINUE. Section 30(h) of the Investment Company Act of 1940  
 SEE INSTRUCTION 1(b).

// FORM 3 HOLDINGS REPORTED  
 // FORM 4 TRANSACTIONS REPORTED

1. Name and Address of Reporting Person\* 2. Issuer Name and Ticker or Trading Symbol 6.

Manning Carol J. Woodward Governor Company WGOV

(Last) (First) (Middle)

3. IRS Identification Number of Reporting Person, if an entity (voluntary) 4. Statement for Month/Year September 2002

5001 N. Second Street

(Street)

5. If Amendment, Date of Original (Month/Year) 7.

Rockford, IL 61111

TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount (A) or Price (D)
Woodward Governor Company Common Stock			J*		
Woodward Governor Company Common Stock					
Woodward Governor Company Common Stock			A		
Woodward Governor Company Common Stock			J*		

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\* If the form is filed by more than one reporting person, SEE Instruction 4(b)(v).

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 of 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 (A) or Disposed of (D) (Instr. 3, 4)
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(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 at End of Year (Instr. 4)	10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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Amount or

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Title                      Number of  
   Shares

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Explanation of Responses:

   /s/ Carol J. Manning                      November 12, 2002  
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   \*\*Signature of Reporting Person                      Date

\*\*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 provided is insufficient, SEE Instruction 6 for procedure.