

FRITSCH S FRANK  
Form 4  
February 28, 2005

**FORM 4**

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
FRITSCH S FRANK

(Last) (First) (Middle)

4716 OLD GETTYSBURG ROAD, P.O. BOX 2034

(Street)

MECHANICSBURG, PA 17055

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

SELECT MEDICAL CORP [SEM]

3. Date of Earliest Transaction (Month/Day/Year)

02/24/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_\_\_ Other (specify below)

SVP, Human Resources

6. 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 (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 of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock, par value \$.01 per share	02/24/2005		D <sup>(1)</sup>		87,546	D	0

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474 (9-02)

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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 (Instr. 3)	2. Conversion or 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, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)	Ar Nu Sh
					V	(A) (D)	Date Exercisable	Expiration Date		
Employee Stock Options (right to buy)	\$ 3.26	02/24/2005		D <sup>(2)</sup>		30,720	01/01/2001	12/31/2009	Common Stock	3
Non-qualified Stock Options (right to buy)	\$ 3.26	02/24/2005		D <sup>(2)</sup>		3,842	01/01/2001	12/31/2009	Common Stock	3
Non-qualified Stock Options (right to buy)	\$ 3.26	02/24/2005		D <sup>(2)</sup>		3,456	05/22/2001	05/21/2010	Common Stock	3
Non-qualified Stock Options (right to buy)	\$ 5.21	02/24/2005		D <sup>(2)</sup>		6,912	10/13/2001	10/12/2010	Common Stock	6
Non-qualified Stock Options (right to buy)	\$ 4.75	02/24/2005		D <sup>(2)</sup>		10,176	02/26/2002	02/25/2011	Common Stock	1
Non-qualified Stock Options (right to buy)	\$ 5.88	02/24/2005		D <sup>(2)</sup>		20,000	04/26/2002	04/25/2011	Common Stock	2
Non-qualified Stock Options (right to buy)	\$ 6.7	02/24/2005		D <sup>(2)</sup>		21,120	02/05/2003	02/04/2012	Common Stock	2
Non-qualified Stock Options (right to buy)	\$ 7.63	02/24/2005		D <sup>(2)</sup>		90,000	05/13/2003	05/12/2012	Common Stock	9
Non-qualified Stock Options (right to buy)	\$ 14.53	02/24/2005		D <sup>(2)</sup>		120,000	08/12/2004	08/11/2013	Common Stock	12
Employee Stock Options (right to buy)	\$ 16.5	02/24/2005		D <sup>(2)</sup>		3,500	11/11/2004	11/10/2013	Common Stock	3
Non-qualified Stock Options (right to buy)	\$ 15.5	02/24/2005		D <sup>(2)</sup>		50,000	02/10/2005	02/09/2014	Common Stock	5

