GETZ JAMES F Form 4 February 10, 2003

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

#### 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(f) of the Investment Company Act of 1940

of the Investment Company Act		et of 1935 of Section 30(1)			
FORM 4					
// Check this box if no obligations may continue. See		tion 16, Form 4 or Form 5			
(Print or Type Responses)					
1. Name and Address of Repor	ting Person*				
Getz (Last)	James (First)	F. (Middle)			
<pre>c/o Federated Investors, Inc. Federated Investors Tower (Street)</pre>					
Pittsburgh (City)	PA (State)	15222-3779 (Zip)			
<ol> <li>Issuer Name and Ticker or Federated Investors, Inc.</li> <li>I.R.S. Identification Number</li> </ol>	c. FII	if an entity (voluntary)			
4. Statement for Month/Day/Y-2/10/2003	ear				
5. If Amendment, Date of Orio	ginal (Month/Year)				
6. Relationship of Reporting (Check all applicable) X Director X Officer (give title in the second content of the sec	10% Owner	_			
7. Individual or Joint/GroupX Form filed by One Reg Form filed by More to					

#### Table I -- Non-Derivative Securities Beneficially Owned

			-		
1. Title of Security (Instr. 3)	2. Transaction Date (Mon/day/year)		4.Securities Acquired 5.  (A) or Disposed of  (D) (Instr. 3, 4, and 5)	Securities Beneficially Owned at End of Month (Instr. 3 and 4)	Form (D) Indi (Ins
			Amount (A) or (D)Price		
Class B Common Stock	2/10/2003	G V	28,550 D	797,776 (1)	D
Class B Common Stock				68,966	I
		a separate li	ne for each class of se		

beneficially owned directly or indirectly.

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

FORM 4 (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	Conversion
Derivative Security		or Exercise
(Instr. 3)		Price of
		Derivative

version 3. Transaction 4. Transaction 5. Number Exercise Date ce of (Month/Day/Year)

Security

Code (Instr. 8)

Derivat Securit Acquire Dispose

										and 5	
							Code	V		(A)	
											_
7.	Title and An Underlying (Instr. 3 as	Securities	Price of Derivative Security (Instr. 5)	9.	Number of derivative S Beneficially End of Month	Owned at		Ownersh: Derivat: (D) or : (Instr.	ive Secu indirect	rity:D	ir
	Title	Amount or Number of Shares									

#### Explanation of Responses:

- (1) Includes 25,733 shares of Federated Investors, Inc. Class B Common Stock held in Federated's Profit Sharing/401(k) plan.
- $^{\star\star}$  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 is insufficient, See Instruction 6 for procedure.

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

/s/ James F. Getz
\*\*Signature of Reporting Person

February 10, 2003 Date