## SCHREIBER STUART M

Form 5 February 14, 2003 SEC Form 5

FORM 5 [ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).									OME	3 APPROVAL
		UNITED STATES SECURITIES AND EXCHANGE COMMISSION								
		Washington, D.C. 20549								
		ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP								OMB Number: 3235-0362 Expires: January 31, 2005 Estimated average burden hours per response 1.0
[ ] Form 3 Holdings Reported			it to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility							
[ ] Form 4 Transac Reported	any Act of 1935 or Section 30(f) of the Investment Company Act of 1940									
1. Name and Address of Reporting Person* SCHREIBER STUART M.			2. Issuer Name and Ticker or Trading Symbol					6. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First) (Middle) 2511 GARDEN ROAD BUILDING A, SUITE 200			Company CENX			_ Office		X Directo	ctor _10% Owner er (give title below) _ Other y below)	
MONTEREY, CA	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			5. If Amendment, Date of Original (Month/Year)						
(City) (State) (Zip)			(voluntary)					Filing (	ual or Joint/0 Check Appli	cable Line)
									iled by More	Reporting Person than One
	Та	able I - Non-De	rivative S	ecurities Acq		Disposed of, or			d	
(Instr. 3)	2.Transactio Date (Month/Day/	Executio Year) any		3. Transaction Code (Instr. 8)	(A) or (D) (In:	curities Acquired Disposed Of str. 3, 4, and 5) Amount /	Securit Benefic Ownec of	ies cially I at end s Fiscal (I	. Owner- ship Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
						/D / Price				

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)	Exercise Price of Deri- vative	Transaction Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	Transaction Code (Instr.8)	of Derivative Securities	Exercisable(DE) and	Amount of Underlying Securities (Instr. 3 and	8. Price of Derivative Security (Instr.5)	Derivative Securities Beneficially Owned at End of Year Reported Transaction(s)	Securi

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				(Instr. 3, 4 and 5)				Indirec (Instr.4
				A or D	DE / ED	Title / Amount or Number of Shares		
Non-Employee Director Stock Option	\$15.17	06/25/2002	Α	2,000 A	* / 06/25/2012	Common Stock / 2,000	\$ 2,000	D

## **Explanation of Responses:**

\*06/25/02 Grant of Non-Employee Director Stock Options. Options shall vest and become exercisable in four equal installments on each of (i) the date three months following the date of grant; (ii) the date six months following the date of grant; (iii) the date nine months following the date of grant and (iv) on the first anniversary of the date of grant. The options shall expire and cease to be exercisable on the tenth anniversary of the date of grant.

Ву:	Date:
/s/ Stuart M. Schreiber	02/14/2003

\*\* Signature of Reporting Person

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

 $^{\ast}$  If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* 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.

SEC 2270 (09-02)