#### GIFFORD CHARLES K

Form 4

January 02, 2003

#### FORM 4

\_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

# 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(h) of the Investment Company Act of 1940 **OMB APPROVAL** 

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Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and Ad			me and Tion Financial		FBF)	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Gifford Charles (Last) FleetBoston Fir 100 Federal Str	of Repo	orting	ntification g Person, (voluntary)	Numbe		atement for th/Day/Year 1/03 X	Solve (Check all applicable)  Let Director  O'N Owner  Officer (give title below)  Other (specify below)  Chairman and Chief Executive				
Boston, MA 02	(Street)		_				Date	Amendment, 7. of Original (Conth/Day/Year)	fficer Individual or a Theck Applicat Form filed by erson	Joint/Group Filing ole Line) One Reporting More than One	
(City) (State) (Zip)				able	e I Non-I	Derivat	rities Acquired, Dispose	posed of, or Beneficially Owned			
1. Title of Security (Instr. 3)	2. Trans- 2A. Deemed action Execution Date, (Month/ Day/ if any		3. Transaction Code (Instr. 8	3)	4. Securities or Dispose (Instr. 3, 4	d of (D	))	5. Amount of Securities Beneficially Owned Follow-	Direct (D) or Indirect (I)		
	Year)	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)	(Instr. 4)	(Instr. 4)	
Common Stock	01/01/03		$\mathbf{F}^{(1)}$		16,875	D	\$24.12		D		
Common Stock	01/01/03		G	V	11,306	D		530,152.7332	D		
Common Stock								4,707	I	By Daughter	
Common Stock								981.4663	I	As Custodian	
Common Stock	:							187,308 <u>(2)</u>	I	By GRAT	

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

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

### Edgar Filing: GIFFORD CHARLES K - Form 4

### 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. Conver-	3.	3A.	4.	5.		6. Date Exerc		7. Tit	le and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	N	ımbe	and Expiration	n	Amou	unt of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	of		Date		Unde	rlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	D	erivat	(MeIonth/Day/		Secur	rities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Se	curiti	<b>e</b> ¥ear)		(Instr	. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	A	equire	d					Following	ative	
				8)	(A	or (						Reported	Security:	
		Year)	Year)		D:	spose	d					Transaction(s)	Direct	
					of	(D)						(Instr. 4)	(D)	
													or	
					(I	ıstr.							Indirect	
					3,	4 &							(I)	
					5)								(Instr. 4)	
				Code	V (A	(D)	Date	Expira-	Title	Amount				
					ľ			tion		or				
								Date		Number				
										of				
										Shares				

Explanation of Responses:

By: /s/ Martha R. Francis

Martha R. Francis, Attorney-in-Fact

\*\*Signature of Reporting Person

Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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<sup>(1)</sup> Withholding of shares or delivery of previously owned shares to satisfy tax withholding obligations in connection with the vesting of restricted stock.

<sup>(2)</sup> Since the reporting person's last report, 112,692 shares held through a grantor retained annuity trust (GRAT) have been distributed and are now owned directly.

<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).