

ALLIED HOLDINGS INC
Form 4/A
February 21, 2003

Form 4

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION
Washington, DC 20549**

OMB APPROVAL
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[] Check box if no longer
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Form 4 or Form 5
obligations may
continue. See
instructions 1(b).

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

| | | | | | | | | | |
|--|---------|----------|---|--|--|--|---|--|--|
| 1. Name and Address of Reporting Person* Weber, Alan Wayne | | | 2. Issuer Name and Ticker or Trading Symbol Allied Holdings, Inc. (AHI) | | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) ___ Director ___ Owner ___ Officer (give title below) ___ Other (specify below) _____ | | | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | 4. Statement for Month/Day/Year 02/19/2003 | | | 7. Individual or Joint/Group Filing (Check Applicable Line) ___ Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | | |
| 23 Berkley Lane | | | | | | | | | |
| (Street) | | | 5. If Amendment, Date of Original (Month/Day/Year) | | | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | |
| Rye Brook, New York 10573 | | | | | | | | | |
| (City) | (State) | (Zip) | | | | | | | |

| 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 Transactions (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|----------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| COMMON STOCK, NO PAR VALUE | 02/19/2003 | | P | | 13,000 | A | \$3.30 | | I | (3) |
| COMMON STOCK, NO PAR VALUE | 02/21/2003 | | P | V | 1,800 | A | \$3.3044 | 944,500(1)(2) | I | (3) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instructions 4(b)(v).

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 control number.

(Over)
SEC 1474
(9-02)

FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 2. Conversion or Exercise Price of | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially | 10. Ownership Form of Derivative Security: | 11. Nature of Indirect Beneficial Ownership |
|------------------------------------|--------------------------------------|-----------------------------------|--------------------------------|------------------------------------|--|--|--|---|--|---|
|------------------------------------|--------------------------------------|-----------------------------------|--------------------------------|------------------------------------|--|--|--|---|--|---|

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| Derivative Security | (Month/Day/Year) | Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | | Date Exercisable | | Expiration Date | | (Instr. 3 and 4) | | Owned Following Reported Transaction(s) (Instr. 4) | Direct (D) or Indirect (I) (Instr. 4) | (Instr. 4) |
|---------------------|------------------|--|---|-----|-----|------------------|--|-----------------|----------------------------|------------------|--|---|--|------------|
| | | Code | V | (A) | (D) | | | Title | Amount or Number of Shares | | | | | |
| | | | | | | | | | | | | | | |

Explanation of Responses:

- (1) This amount includes 906,400 shares of Common Stock, no par value, directly owned by JB Capital Partners, L.P. ("JB Capital") and beneficially owned by its partners. JB Capital disclaims beneficial ownership.
- (2) This amount includes an aggregate of 38,100 shares of Common Stock, no par value, which is held in Alan W. Weber's ("Weber") personal accounts and the accounts of his children.
- (3) Mr. Weber is deemed to beneficially own the securities set forth in (1) and (2) as a General Partner of JB Capital and by virtue of the investment discretion he has over his children's accounts. Mr. Weber disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein.

* Individually and as the General Partner of JB Capital Partners, L.P.

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

/s/ Alan W. Weber*

02/21/2003

**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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