

Edgar Filing: MICHAEL C LARRY - Form 4

MICHAEL C LARRY  
Form 4  
April 17, 2003  
FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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

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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 (Last, First Middle) and Address of Reporting Person\*

Michael, C. Larry  
P. O. Box 7006  
Tupelo, MS 38802

2. Issuer Name and Ticker or Trading Symbol

The Peoples Holding Company (PHC)

3. IRS Identification Number of Reporting Person, if an entity (Voluntary)

426-92-5419

4. Statement for Month/Day/Year

April 15, 2003

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

( X ) Director ( ) 10% Owner  
( ) Officer (give title below) ( ) Other (specify below)

7. 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 2. Trans- 2a.Deemed 3. Trans- 4.Securities Acquired (A) 5. Amou

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| Security<br>(Instr.3) | action<br>Date | Execution<br>Date, if<br>any | action<br>Code<br>(Instr.8) | or Disposed of (D)<br>(Instr.3,4 and 5) |        | Secu<br>Bene<br>Owe<br>ing<br>Tran<br>(s)<br>and |
|-----------------------|----------------|------------------------------|-----------------------------|---|--------|--|
|                       | (Mo/Dy/Yr)     | (Mo/Dy/Yr)                   | Code                        | V                                       | Amount | (A) or<br>(D) Price                              |

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 Instruction 4(b)(v).

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

FORM 4 (Continued)

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

| 1. Title of Derivative<br>Security<br>(Instr.3) | 2. Convers-<br>ion or<br>Exercise<br>Price of<br>Derivative<br>Security | 3. Trans-<br>action<br>Date | 3A. Deemed<br>Execution<br>Date, if<br>any | 4. Transact-<br>ion Code<br>(Instr.8) | 5. Numb<br>Deri<br>Secu<br>Acqu<br>Disp<br>(D)<br>and |      |
|---|---|-----------------------------|--|---------------------------------------|---|------|
|   |   | (Mo/Dy/Yr)                  | (Mo/Dy/Yr)                                 | Code                                  | V   | (A)  |
| Phantom Stock                                   | 1 for 1   | 04/15/2003                  |  | A                                     |   | 1.55 |

| 7. Title and Amount of Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of Deriv-<br>ative Security<br>(Instr.5) | 9. Number of Deriv-<br>ative Securities<br>Beneficially<br>Owned Following<br>Reported<br>Transaction(s)<br>(Instr.4) | 10. Ownershi<br>of Deriv<br>Security<br>Direct (D)<br>Indirect<br>(Instr.4) |
|---|---|---|---|
| Title   | Amount or Number<br>of Shares                     |   |   |
| Common Stock  | 1.55  | \$41.38 (2)   | 291.22 D  |

Explanation of Responses:

- (1) The stock units are to be settled 100% in common stock upon the reporting person's normal retirement for hardship reasons.
- (2) The phantom stock units were accrued under the PHC deferred compensation plan.

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/s/ C. Larry Michael

April 17, 2003

\_\_\_\_\_  
\*\*Signature of Reporting Person

\_\_\_\_\_  
Date

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

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