CUMINALE JAMES W
Form 5
February 14, 2003

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

OMB APPROVAL	
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FORM 5

ANNUAL 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

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

[_] Form 3 Holdings Reported

[_] Form 4 Transactions Reported

1. Name and Address of Reporting Person*

Cuminale	James	W.
(Last)	(First)	(Middle)

c/o PanAmSat Corporation, 20 Westport Road
(Street)

Wilton	Connecticut	06897
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

PanAmSat Corporation (SPOT)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

December, 2002

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

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

[_] Director [_] 10% Owner
[X] Officer (give title below) [_] Other (specify below)
Executive Vice President, General Counsel and Secretary

7. Individual or Joint/Group Reporting
(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 Security (Instr. 3)	2. Transaction Date (Month/ Day/ Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Amount	(A) or (D)	Price
Common Stock, par value $.01 per share					

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

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(Over)
SEC2270(7/02)

FORM 5 (continued)

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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A)	(D)	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Exercisable	Expiration Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	$21.25	1/29/02	A	60,000		(2)	1/29/2012	Common Stock	60,000

Explanation of Responses: (1) Represents interests held in a PanAmSat Stock Fund of the PanAmSat Corporation Retirement Savings Plan 401(k) as of 12/31/02. (2) These options become exercisable as to 20,000 shares on each of January 29, 2003, January 29, 2004 and January 29, 2005.

/s/ James W. Cuminale — February 13, 2003

**Signature of Reporting Person — Date

James W. Cuminale
Executive Vice President,
General Counsel and Secretary

** 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 provided is insufficient, see Instruction 6 for procedure.

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