KUPRIONIS M DENISE Form 4 February 03, 2003

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

#### FORM 4

#### 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

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

| Name and Address of Reporting Person* (Last, First, Middle) Kuprionis, M. Denise | Middle) Trading Symbol |  |    | I.R.S. Identification<br>Person, if an entity (          | Number of Reporting<br>(Voluntary)                 |  |  |  |
|--|------------------------|--|----|--|--|--|--|--|
| 312 Walnut Street, 28th Floor  | 4.                     | Statement for (Month/Day/Year) 1/31/03   | 5. | If Amendment, Date of Original (Month/Day/Year)          |  |  |  |  |
| (Street)   | 6.                     | Relationship of Reporting Person(s) to<br>Issuer (Check All Applicable)        | 7. | Individual or Joint/Group Filing (Check Applicable Line) |  |  |  |  |
| Cincinnati, OH 45202   | _                      | O Director O 10% Owner   |    | X  | Form filed by One<br>Reporting Person              |  |  |  |
| (City) (State) (Zip)   |                        | <ul><li>X Officer (give title below)</li><li>O Other (specify below)</li></ul> |    | o  | Form filed by More<br>than One Reporting<br>Person |  |  |  |
|  |                        | VP, Corp. Secretary & Director of Legal Affairs                                |    |  |  |  |  |  |

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).

| Title of Security (Instr. 3)                                    | 2. | Transaction Date<br>(Month/Day/Year) | 2a. | Deemed Execution<br>Date, if any.<br>(Month/Day/Year) | 3. | Trans<br>Code<br>(Instr. |   | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |                  | or Disposed of (D) |  |       | l of (D) of |  |  | Form: Direct (D) or Indirect (I) (Instr. 4) |  | Nature of<br>Indirect<br>Beneficial<br>Ownershi<br>(Instr. 4) |
|---|----|--------------------------------------|-----|---|----|--------------------------|---|--|------------------|--------------------|--|-------|-------------|--|--|---|--|---|
|   |    |                                      |     |   |    | Code                     | v | Amount   | (A)<br>or<br>(D) | Price              |  |       |             |  |  |   |  |   |
| Class A<br>Common<br>Shares,<br>\$.01 par<br>value per<br>share |    | 1/31/03                              |     |   |    | M                        | V | 8,100  | A                | \$16.35            |  |       |             |  |  |   |  |   |
| Class A<br>Common<br>Shares,<br>\$.01 par<br>value per<br>share |    | 1/31/03                              |     |   |    | S                        | V | 8,100  | D                | \$81.34            |  | 2,416 | D           |  |  |   |  |   |
|   |    |                                      |     |   |    |                          |   |  |                  |                    |  |       |             |  |  |   |  |   |
| Common<br>Voting<br>Shares,<br>\$.01 par<br>value per<br>share  |    |                                      |     |   |    |                          |   |  |                  |                    |  | None  |             |  |  |   |  |   |
|   |    |                                      |     |   |    |                          |   |  |                  |                    |  |       |             |  |  |   |  |   |

 $\begin{tabular}{ll} \textbf{Table II} & \textbf{Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ & (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

| 1. | . Title of Derivative<br>Security<br>(Instr. 3) |  | Conversion or<br>Exercise<br>Price of Derivative<br>Security | 3. | Transaction Date (Month/Day/Year) | 3a.  | 3a. Deemed Execution Date, if any (Month/Day/Year) |  | Transaction 5<br>Code<br>(Instr. 8) |   | <br>5. Number of Derivative<br>Securities<br>Acquired (A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) |              |  |
|----|---|--|--|----|-----------------------------------|------|--|--|-------------------------------------|---|--|--------------|--|
|    |   |  |  |    |                                   |      |  |  | Code                                | v | (A)  | ( <b>D</b> ) |  |
|    | Option  |  | \$16.35  |    | 12/16/93                          |      |  |  | A                                   | V |  | 1            |  |
|    |   |  |  |    |                                   | Page | 2 3  |  |                                     |   |  |              |  |

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

| Expiration I        | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                   | Amount 8 ing                     | 5. Price of 9. Derivative Security (Instr. 5) | Number of Derivative<br>Securities Beneficially<br>Owned<br>Following Reported<br>Transaction(s)<br>(Instr. 4) | 10. | Ownership Form of<br>Derivative Security:<br>Direct (D) or Indirect (I)<br>(Instr. 4) |   | Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------|--|-------------------|----------------------------------|---|--|-----|---|---|--|
| Date<br>Exercisable | Expiration<br>Date   | Title             | Amount or<br>Number of<br>Shares |   |  |     |   |   |  |
| 12/16/94            | 12/16/03   | Class A<br>Common | 8,100                            |   |  |     | D   |   |  |
| 12/9/95             | 12/9/04  | Class A<br>Common | 8,100                            |   |  |     | D   |   |  |
| 1/10/98             | 1/9/07   | Class A<br>Common | 7,500                            |   |  |     | D   |   |  |
| 1/15/99             | 1/14/08  | Class A<br>Common | 6,000                            |   |  |     | D   |   |  |
| 1/19/00             | 1/18/09  | Class A<br>Common | 7,500                            |   |  |     | D   |   |  |
| 1/24/01             | 1/23/10  | Class A<br>Common | 7,000                            |   |  |     | D   |   |  |
| 1/25/02             | 1/24/11  | Class A<br>Common | 8,500                            |   |  |     | D   |   |  |
| 2/20/03             | 2/19/12  | Class A<br>Common | 15,000                           |   |  |     | D   |   |  |
| *                   | *  | Class A<br>Common | 2.07*                            |   | 8  |     | D   | _ |  |

#### **Explanation of Responses:**

<sup>\* -</sup> Pursuant to the company's 1997 Deferred Compensation and Phantom Stock Plan for Senior Officers and Selected Executives, executives may defer all or a portion of the payments which become payable under the Annual Executive Bonus Plan into a phantom stock fund. Dividends are credited quarterly and converted into phantom shares. The balance at 12/31/02 is 1,058.42.

| M. Denise Kuprionis                | 2/3/03 |  |
|------------------------------------|--------|--|
| **Signature of Reporting<br>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>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).