ATLAS MINERALS INC

Form 4

January 15, 2003

SEC Form 4

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

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. 0.5

1. Name and Address of Reporting Person* Groshoff, David A. Symbol (Last) (First) (Middle) **ATMR** 8044 Montgomery Road Suite 480 (Street) Cincinnati. OH 45236 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading

Atlas Minerals, Inc.

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

4. Statement for (Month/Day/Year

01/15/2003

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) (specify below) _ Other

Description **Senior Vice President & Associate General** Counsel

- 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 Security (Instr. 3)	2.Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Cod (Inst 8)	е	4. Securit n(A) or Dis (Instr. 3	posed	Of (D)	5. Amount of Securities Beneficially Owned Following	6. Owner-ship Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	A/D	Price	Transaction(s) (Instr. 3 and	(Instr.			
Common Stock	01/15/03	01/15/03	s		6,700	D	\$0.30	461,826	ı	See explanation		

	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)	3A. Deemed Execution Date, if any (Month/	4. Transactio Code (Instr.8)	of Derivat	and live Expirati unDiætse(ED)	7. Title and e(Interpretation of the control of th	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned Following Reported	10. Owner- ship Form of Deriv- ative Securities:	11. Na In Be O' (Ir			

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	Day/ Year)			or Dispos Of (D) (Inst 3, 4 and 5)						Transaction(s) (Instr.4)	Direct (D) or Indirect (I) (Instr.4)
		Code	V	Α	D	DE	ED	Title	Amount or Number of Shares		

Explanation of Responses:

Pursuant to an Investment Advisory Agreement dated October 1, 1999 between Pacholder Associates, Inc. and Pension Benefit Guaranty Corporation, Pacholder Associates, Inc. has descretionary authority to sell the Pension Benefit Guaranty Corporation's interest in Atlas Minerals, Inc. David A. Groshoff, an employee of Pacholder Associates, Inc. and director of Atlas Minerals, Inc., has no direct economic interest in the sale.

By: Date:

/s/ David A. Groshoff

01/15/03

** Signature of Reporting Person

SEC 1474 (9-02)

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).
- ** 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 is insufficient, see Instruction 6 for procedure.

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 Number.