

NEUBERGER BERMAN INC  
Form SC 13D/A  
October 02, 2002

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

**(Amendment No. 3)**

**SCHEDULE 13D/A**

**Under the Securities Exchange Act of 1934**

**Neuberger Berman Inc.**  
(Name of Issuer)

**Common Stock, Par Value \$0.01**  
(Title of Class of Securities)

**641234 10 9**  
(CUSIP Number)

**Kevin Handwerker, Esq.**  
**Neuberger Berman Inc.**  
**605 Third Avenue**  
**New York, New York 10158**  
**(212) 476-9000**  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

**July 31, 2002**  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. "

**SCHEDULE 13D/A**

CUSIP No: 641234 10 9

1. NAME OF REPORTING PERSONS: Each of the persons listed on Appendix A.

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (entities only):

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a) ..  
(b) x

3. SEC USE ONLY

4. SOURCE OF FUNDS (See Instructions)

As to Founder Shares<sup>1</sup>, PF

5. CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

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6. CITIZENSHIP OR PLACE OF ORGANIZATION

United States (Applies to each person on Appendix A)

7. SOLE VOTING POWER

As stated on Appendix A for each Reporting Person.

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH<sup>2</sup>:

8. SHARED VOTING POWER

As stated on Appendix A for each Reporting Person.

9. SOLE DISPOSITIVE POWER (See Item 5)

As stated on Appendix A for each Reporting Person.

10. SHARED DISPOSITIVE POWER (See Item 5)

As stated on Appendix A for each Reporting Person.

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

As stated on Appendix A for each Reporting Person.

12. CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)

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13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

As stated on Appendix A for each Reporting Person.

14. TYPE OF REPORTING PERSON (See Instructions)

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As to Principals<sup>3</sup>, IN. as to Family Affiliates<sup>4</sup> and as to Successor Family Affiliates<sup>5</sup>, as stated on Appendix A.

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<sup>1</sup> For a definition of this term, see Item 4.

<sup>2</sup> Please see Item 6.

<sup>3</sup> For a definition of this term, see Item 2.

<sup>4</sup> For a definition of this term, see Item 2.

<sup>5</sup> For a definition of this term, see Item 2.

Name of Reporting Person: Robert J. Appel

•	Sole Voting Power:	0 shares
•	Shared Voting Power*:	30,278,722 shares
•	Sole Dispositive Power:	2,009,291 shares
•	Shared Dispositive Power:	0 shares
•	Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power:	2.87%
•	Aggregate Amount Beneficially Owned by Each Reporting Person*:	30,278,722 shares
•	Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person*:	43.33%

Name of Reporting Person: John J. Barker

•	Sole Voting Power:	21,000 shares (includes 13,193 shares subject to options that are exercisable within sixty days)
•	Shared Voting Power*:	30,278,722 shares
•	Sole Dispositive Power:	361,163 shares (includes 13,193 shares subject to options that are exercisable within sixty days)
•	Shared Dispositive Power:	0 shares
•	Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power:	.51%
•	Aggregate Amount Beneficially Owned by Each Reporting Person*:	30,299,722 shares
•	Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person*:	43.35%

Name of Reporting Person: Jeffrey Bolton

•	Sole Voting Power:	6,000 shares (includes 6,000 shares subject to options that are exercisable within sixty days)
•	Shared Voting Power*:	30,278,722 shares (includes 153,258 shares held by Bolton Associates, L.P.)
•	Sole Dispositive Power:	591,301 shares (includes 6,000 shares subject to options that are exercisable within sixty days and 153,258 shares held by Bolton Associates, L.P.)
•	Shared Dispositive Power:	0 shares
•	Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power:	.84%
•	Aggregate Amount Beneficially Owned by Each Reporting Person*:	30,284,722 shares
•	Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person*:	43.33%



Name of Reporting Person: Lawrence J. Cohn

- Sole Voting Power: 19,071 shares (includes 7,540 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 30,278,722 shares
- Sole Dispositive Power: 228,068 shares (includes 7,540 shares subject to options that are exercisable within sixty days)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: .32%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,297,793 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.35%

Name of Reporting Person: Robert W. D Alelio

- Sole Voting Power: 11,318 shares (includes 7,500 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 30,278,722 shares
- Sole Dispositive Power: 474,633 shares (includes 7,500 shares subject to options that are exercisable within sixty days)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: .67%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,290,040 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.34%

Name of Reporting Person: Salvatore D Elia

- Sole Voting Power: 9,684 shares (includes 4,500 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 30,278,722 shares
- Sole Dispositive Power: 214,783 shares (includes 4,500 shares subject to options that are exercisable within sixty days)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: .30%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,288,406 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.34%

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Name of Reporting Person: Michael N. Emmerman

- Sole Voting Power: 0 shares
- Shared Voting Power\*: 30,278,722 shares
- Sole Dispositive Power: 309,000 shares
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: .44%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,278,722 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.33%

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Name of Reporting Person: Gregory P. Francfort

- Sole Voting Power: 641 shares
- Shared Voting Power\*: 30,278,722 shares (includes 35,336 shares held by Francfort 1998 Grantor Retained Annuity Trust, with respect to which Mr. Francfort, as trustee, shares investment control)
- Sole Dispositive Power: 830,921 shares
- Shared Dispositive Power: 35,336 shares (includes 35,336 shares held by Francfort 1998 Grantor Retained Annuity Trust, with respect to which Mr. Francfort, as trustee, shares investment control)
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: 1.23%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,279,363 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.33%

Name of Reporting Person: Howard L. Ganek

- Sole Voting Power: 0 shares
- Shared Voting Power\*: 30,278,722 shares (includes 63,500 shares held by Ganek Associates, L.P.)
- Sole Dispositive Power: 1,099,441 shares (includes 63,500 shares held by Ganek Associates, L.P.)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: 1.57%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,278,722 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.33%

Name of Reporting Person: Robert I. Gendelman

- Sole Voting Power: 0 shares
- Shared Voting Power\*: 30,278,722 shares
- Sole Dispositive Power: 606,433 shares
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: .86%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,278,722 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.33%

Name of Reporting Person: Theodore P. Giuliano

- Sole Voting Power: 0 shares
- Shared Voting Power\*: 30,278,722 shares (includes 106,483 shares held by Giuliano Associates, L.P.)
- Sole Dispositive Power: 425,694 shares (includes 106,483 shares held by Giuliano Associates, L.P.)



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- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: .60%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,278,722 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.33%

Name of Reporting Person: Mark R. Goldstein

- Sole Voting Power: 0 shares
- Shared Voting Power\*: 30,278,722 shares (includes 83,144 shares held by Goldstein Associates, L.P.)
- Sole Dispositive Power: 341,398 shares (includes 83,144 shares held by Goldstein Associates, L.P.)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: .48%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,278,722 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.33%

Name of Reporting Person: Kenneth M. Kahn

- Sole Voting Power: 1,316 shares
- Shared Voting Power\*: 30,278,722 shares
- Sole Dispositive Power: 242,073 shares
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: .34%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,280,038 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.33%

Name of Reporting Person: Michael W. Kamen

- Sole Voting Power: 6,000 shares (includes 6,000 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 30,278,722 shares (includes 88,800 shares held by Kamen Associates, L.P.)
- Sole Dispositive Power: 423,960 shares (includes 6,000 shares subject to options that are exercisable within sixty days and 88,800 shares held by Kamen Associates, L.P.)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: .60%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,284,722 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.33%

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Name of Reporting Person: Michael M. Kassen

- Sole Voting Power: 68,427 shares (includes 38,787 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 30,278,722 shares (includes 428,706 shares held by Kassen Associates, L.P.)
- Sole Dispositive Power: 1,336,567 shares (includes 38,787 shares subject to options that are exercisable within sixty days and 428,706 shares held by Kassen Associates, L.P.)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: 1.91%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,347,149 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.40%

Name of Reporting Person: Jeffrey B. Lane

- Sole Voting Power: 325,082 shares (includes 200,490 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 30,278,722 shares
- Sole Dispositive Power: 961,830 shares (includes 200,490 shares subject to options that are exercisable within sixty days)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: 1.37%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,603,804 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.67%

Name of Reporting Person: Richard S. Levine

- Sole Voting Power: 3,000 shares (includes 3,000 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 30,278,722 shares
- Sole Dispositive Power: 518,681 shares (includes 3,000 shares subject to options that are exercisable within sixty days)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: .74%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,281,722 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.33%



Name of Reporting Person: Robert Matza

- Sole Voting Power: 202,409 shares (includes 116,351 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 30,278,722 shares
- Sole Dispositive Power: 609,657 shares (includes 116,351 shares subject to options that are exercisable within sixty days)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: .87%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 30,481,131 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 43.55%

Name of Reporting Person: Martin McKerrow

- Sole Voting Power: 7,941 shares
- Shared Voting Power\*: 30,278,722 shares (includes 64,315 shares held by McKerrow Associates, L.P.)