CALLAGHAN MICHAEL W

Form 4 April 11, 2003

See Instruction 1(b).

FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed By Romeo and Dye's Section 16 Filer www.section16.net

1. Name and Address of Reporting Person* Michael W. Callaghan (Last) (First) (Middle) 201 EAST FOURTH STREET				er N	ame and T	icker (6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
				ortii	lentification ng Person, (voluntary		N	110/03	Director 10% Owner X Officer (give title below) Other (specify below) Sr. Vice President - Corporate	
CINCINNATI,	(Street) OH 45202		_				Γ	i. If Amendment, Date of Original Month/Day/Year)	Development 7. Individual of (Check Applion X Form filed of Person	or Joint/Group Filing cable Line) by One Reporting by More than One
(City)	(State)	(Zip)		Tab	le I Non	-Deriv	ative S	ecurities Acquired, Dispo	sed of, or Ben	eficially Owned
1. Title of 2. Trans- 2A. Deemed Security action Execution (Instr. 3) Date Date,		3. Transaction Code (Instr. 8		4. Securition (A) or Disposition (Instr. 3, 4	es Acq posed	uired	5. Amount of Securities Beneficially Owned Follow-	6. Owner- ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership	
	· ·	(Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	ing Reported Transactions(s) (Instr. 3 & 4)	(Instr. 4)	
Common Stock								31,114.481	D D	
Common Stock	4/10/03		A		11.316	A	\$3.82	23 783.715	5 I	By Trustee of 401K RSP

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays 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)

		(,	eigi, pares,	Cally	,, er 1 er	res, operons, con,	er trole becaritie	.5)			
1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Derivati	(MeIonth/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership

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

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(1	,	(Month/ Day/	if any (Month/ Day/ Year)	(Instr. 8)	(1 O	ecur A) o Dispo f (D Instr , 4 &	nire or ose ()) r.			(Instr. 3 &	2.4)	Fo Re Tra	Following Reported Transaction(s) (Instr. 4)	of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	(Instr. 4)
				Code	V (.	A) (Exer-cisable	Expira- tion Date		Amount or Number of Shares				
	Option to Buy									Common Stock			513,700	D	

Explanation of Responses:

By: /s/ Michael W. Callaghan

April 11, 2003

Date

**Signature of Reporting Person

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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POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Jeffrey

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary.

(3) take any other action of any type whatsoever in connection with the foregoing which, in the undersigned hereby grants to each such attorney-in-fact full power and authority to do and per this Power of Attorney shall remain in full force and effect until the undersigned is no longer of IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 1

Signature

/s/ Michael Callaghan Michael Callaghan Print Name

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