

NEUBERGER BERMAN INC  
Form SC 13D/A  
May 02, 2003

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**(Amendment No. 5)**

**SCHEDULE 13D/A**

**Under the Securities Exchange Act of 1934**

**Neuberger Berman Inc.**

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(Name of Issuer)

**Common Stock, Par Value \$0.01**

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(Title of Class of Securities)

**641234 10 9**

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(CUSIP Number)

**Kevin Handwerker, Esq.**

**Neuberger Berman Inc.**

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605 Third Avenue

New York, New York 10158

(212) 476-9000

(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

April 30, 2003

(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. "

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SCHEDULE 13D/A

CUSIP No: 641234 10 9

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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):

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

(a) "

(b) x

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3 SEC USE ONLY

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4 SOURCE OF FUNDS (See Instructions)

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

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION

United States (Applies to each person on Appendix A)

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH <sup>2</sup> :	7 SOLE VOTING POWER  As stated on Appendix A for each Reporting Person.  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.
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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) ..

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)

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.

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

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

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<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.

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### Appendix A

Name of Reporting Person: John J. Barker

- Sole Voting Power: 80,255 shares (includes 23,693 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares
- Sole Dispositive Power: 375,063 shares (includes 23,693 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: .53%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,967,956 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.72%

Name of Reporting Person: Jeffrey Bolton

- Sole Voting Power: 19,402 shares (includes 16,000 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares (includes 150,258 shares held by Bolton Associates, L.P.)
- Sole Dispositive Power: 586,965 shares (includes 16,000 shares subject to options that are exercisable within sixty days and 150,258 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: .83%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,907,103 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.64%

Name of Reporting Person: Lawrence J. Cohn

- Sole Voting Power: 25,871 shares (includes 9,540 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares
- Sole Dispositive Power: 234,868 shares (includes 9,540 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: .33%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,913,572 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.65%

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Name of Reporting Person: Robert W. D. Alelio

- Sole Voting Power: 83,566 shares (includes 20,000 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares
- Sole Dispositive Power: 502,440 shares (includes 20,000 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: .71%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,971,267 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.73%

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Name of Reporting Person: Salvatore D Elia

- Sole Voting Power: 20,378 shares (includes 9,000 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares
- Sole Dispositive Power: 210,477 shares (includes 9,000 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: .30%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,908,079 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.64%

Name of Reporting Person: Michael N. Emmerman

- Sole Voting Power: 55,879 shares (includes 1,000 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares
- Sole Dispositive Power: 311,102 shares (includes 1,000 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: .44%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,943,580 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.70%

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Name of Reporting Person: Gregory P. Francfort

- Sole Voting Power: 8,973 shares (includes 6,667 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares
- Sole Dispositive Power: 824,174 shares (includes 6,667 shares subject to options that are exercisable within sixty days)
- Shared Dispositive Power: 0
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: 1.17%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,896,674 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.63%

Name of Reporting Person: Howard L. Ganek

- Sole Voting Power: 0 shares
- Shared Voting Power\*: 22,887,701 shares (includes 55,301 shares held by Ganek Associates, L.P.)
- Sole Dispositive Power: 1,081,242 shares (includes 55,301 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: 1.54%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,887,701 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.62%

Name of Reporting Person: Theodore P. Giuliano

- Sole Voting Power: 13,905 shares (includes 2,000 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares (includes 106,483 shares held by Giuliano Associates, L.P.)
- Sole Dispositive Power: 439,599 shares (includes 2,000 shares subject to options that are exercisable within sixty days and 106,483 shares held by Giuliano Associates, L.P.)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: .62%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,901,606 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.64%

Name of Reporting Person: Kenneth M. Kahn

- Sole Voting Power: 34,889 shares
- Shared Voting Power\*: 22,887,701 shares
- Sole Dispositive Power: 242,060 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\*: 22,922,590 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.67%

Name of Reporting Person: Michael W. Kamen

- Sole Voting Power: 16,000 shares (includes 16,000 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares (includes 88,800 shares held by Kamen Associates, L.P.)
- Sole Dispositive Power: 430,961 shares (includes 16,000 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: .61%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,903,701 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.64%

Name of Reporting Person: Jeffrey B. Lane

- Sole Voting Power: 492,482 shares (includes 240,490 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares
- Sole Dispositive Power: 1,015,186 shares (includes 240,490 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: 1.44%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 23,380,183 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 33.21%

Name of Reporting Person: Richard S. Levine

- Sole Voting Power: 33,000 shares (includes 8,000 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares
- Sole Dispositive Power: 522,681 shares (includes 8,000 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\*: 22,920,701 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.66%

Name of Reporting Person: Robert Matza

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- Sole Voting Power: 354,695 shares (includes 146,351 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares
- Sole Dispositive Power: 668,121 shares (includes 146,351 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: .95%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 23,242,396 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 33.06%

Name of Reporting Person: Martin McKerrow

- Sole Voting Power: 8,584 shares (includes 1,000 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares (includes 64,315 shares held by McKerrow Associates, L.P.)
- Sole Dispositive Power: 306,438 shares (includes 1,000 shares subject to options that are exercisable within sixty days and 64,315 shares held by McKerrow Associates, L.P.)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: .43%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,896,285 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.63%

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Name of Reporting Person: Martin E. Messinger

- Sole Voting Power: 0 shares
- Shared Voting Power\*: 22,887,701 shares (includes 370,161 shares held by Messinger Associates, L.P.)
- Sole Dispositive Power: 960,465 shares (includes 370,161 shares held by Messinger Associates, L.P.)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: 1.36%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,887,701 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.62%

Name of Reporting Person: Harold J. Newman

- Sole Voting Power: 28,291 shares (includes 12,913 shares held by Newman Associates, L.P.)
- Shared Voting Power\*: 22,887,701 shares (includes 132,195 shares held by Newman Associates, L.P.)
- Sole Dispositive Power: 359,228 shares (includes 145,108 shares held by Newman Associates, L.P.)
- 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\*: 22,915,992 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.66%

Name of Reporting Person: Daniel P. Paduano

- Sole Voting Power: 9,877 shares (includes 1,000 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares (includes 642,157 shares held by Paduano Associates, L.P.)
- Sole Dispositive Power: 701,593 shares (includes 1,000 shares subject to options that are exercisable within sixty days and 642,157 shares held by Paduano Associates, L.P.)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: 1.00%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,897,578 shares

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- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.63%

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Name of Reporting Person: Leslie M. Pollack

- Sole Voting Power: 40,027 shares (includes 40,027 shares held by Pollack 1998 Grantor Retained Annuity Trust, with respect to which Mr. Pollack, as trustee, shares investment control)
- Shared Voting Power\*: 22,887,701 shares (includes 152,291 shares held by Pollack 1998 Grantor Retained Annuity Trust, with respect to which Mr. Pollack, as trustee, shares investment control)
- Sole Dispositive Power: 458,236 shares
- Shared Dispositive Power: 192,318 shares (includes 192,318 shares held by Pollack 1998 Grantor Retained Annuity Trust, with respect to which Mr. Pollack, as trustee, shares investment control)
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: .92%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,927,728 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.68%

Name of Reporting Person: Janet W. Prindle

- Sole Voting Power: 80,072 shares
- Shared Voting Power\*: 22,887,701 shares
- Sole Dispositive Power: 951,712 shares
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: 1.35%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,967,773 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.73%

Name of Reporting Person: Daniel H. Rosenblatt

- Sole Voting Power: 30,272 shares (includes 24,176 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares
- Sole Dispositive Power: 346,558 shares (includes 24,176 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: .49%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 22,917,973 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.65%

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Name of Reporting Person: Marvin C. Schwartz

- Sole Voting Power: 149,432 shares (includes 74,966 shares held by Schwartz CS Associates, L.P. and 74,966 shares held by Schwartz ES Associates, L.P.)
- Shared Voting Power\*: 22,887,701 shares (includes 2,146,889 shares held by Schwartz CS Associates, L.P. and 2,146,888 shares held by Schwartz ES Associates, L.P.)



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- Sole Dispositive Power: 5,674,495 shares (includes 2,221,855 shares held by Schwartz CS Associates, L.P. and 2,221,854 shares held by Schwartz ES Associates, L.P.)
- Shared Dispositive Power: 0 shares
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: 8.08%
- Aggregate Amount Beneficially Owned by Each Reporting Person\*: 23,037,633 shares
- Percent of Class Represented by Aggregate Amount Beneficially Owned by Reporting Person\*: 32.83%

Name of Reporting Person: Kent C. Simons

- Sole Voting Power: 126,674 shares (includes 9,000 shares subject to options that are exercisable within sixty days)
- Shared Voting Power\*: 22,887,701 shares (includes 231,476 shares held by Kent Simons 2002 Grantor Retained Annuity Trust, with respect to which Mr. Simons, as trustee, shares investment control and 300,000 shares held by Kent Simons GRAT #2, with respect to which Mr. Simons, as trustee, shares investment control)
- Sole Dispositive Power: 347,495 shares (includes 9,000 shares subject to options that are exercisable within sixty days)
- Shared Dispositive Power: 531,476 shares (includes 231,476 shares held by Kent Simons 2002 Grantor Retained Annuity Trust, with respect to which Mr. Simons, as trustee, shares investment control and 300,000 shares held by Kent Simons GRAT #2, with respect to which Mr. Simons, as trustee, shares investment control)
- Percent of Class Over Which Reporting Person Has Sole or Shared Dispositive Power: 1.25%
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