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ENGELHARD CORP

Form 4

February 06, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 4
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
() Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue. See Instructions 1(b).
1. Name and Address of Reporting Person
Giuliano, Louis J.
ITT Industries, Inc.
4 West Red Oak Lane
White Plains, NY 10604
USA

- Issuer Name and Ticker or Trading Symbol ENGELHARD CORPORATION
 E.C
- 3. IRS or Social Security Number of Reporting Person (Voluntary) 113-38-7602
- 4. Statement for Month/Year 02/06/2003
- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) (X) Director () 10% Owner () Officer (give title below) () Other (specify below)
- 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 Beneficia	lly (Owned
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1. Title of Security	2. 3. 4.Securities A	5.Amount of	
	Transaction or Disposed		Securities Beneficially
	 Date Code V Amount	A/ D Price	Owned at End of Month
Common Stock	02/06/ A 7,593	A	17,593
	03		

 $\hbox{\tt Table II -- Derivative Securitites Acquired, Disposed of, or Beneficially Owned } \\$

1.Title of Derivative	2.Con-	13.	4.	5.Numbe	r of De	6.Date Exer 7	Title and Amount	8.E
Security	version	Trans	action	rivati	ve Secu	cisable and	of Underlying	of
	or Exer			rities	Acqui	Expiration	Securities	vat
	cise			red(A)	or Dis	Date(Month/		Sec
	Price of			posed	of(D)	Day/Year)		rit
	Deriva-			1		Date Expir		
	tive				A,	/ Exer- ation	Title and Number	
	Secu-				D	cisa- Date	of Shares	
	rity	Date	Code V	/ Amoun	t I	ble		

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Explanation of Responses: