CRANDELL DONNIE R

Form 4 February 05, 2003

FORM 4

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

OMB APPROVAL

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

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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

, ,					me and Tic	ker or	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle)				orting	ntification I g Person, voluntary)	Numbe		Statement for onth/Day/Year //03	Director			
									Exec. VP; Pr Water Servic	esident ALLETE ees		
(Street) Apopka, FL 32703							Dat		7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) ((Zip)	Т	able	I Non-D)erivati	urities Acquired, Dispo	sposed of, or Beneficially Owned				
	action	2A. Deemed Execution Date, if any (Month/Day/	3. Transaction Code	Code	4. Securitie (A) or Disp (Instr. 3, 4 Amount	osed o & 5)		5. Amount of Securities Beneficially Owned Follow- ing Reported	6. Owner-ship Form: Direct (D) or Indirect ((Instr. 4)	7. Nature of Indirect Beneficial I) Ownership (Instr. 4)		
	i cur)	Year)				or (D)		Transactions(s) (Instr. 3 & 4)	(msu. 4)	(IIIsu. +)		
Common Stock	2/3/03		A		2851.76	A		21572.11	<u>(1)</u> D			
Common Stock								8371.70	(2) I	By RSOP Trust		
Common Stock	2/3/03		A		1441.48	A		7768.83	(3) I	By Spouse		

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2. Conver-	3.	3A.	4.	5. Number	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	of	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect

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

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(Instr. 3)	Price of Derivative Security	Date (Month/ Day/	Execution Date, if any (Month/ Day/ Year)	action Code (Instr. 8)			(Month/Day/ Year)		Underlying Securities (Instr. 3 & 4)		Security (Instr. 5)	Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form	
				Code V	V (A)		Exer-cisable	Expira- tion Date		Amount or Number of Shares			(I) (Instr. 4)	
Employee Stock Option - Right to Buy	20.51	2/3/03		A	28125		see below(4)	1	Common Stock	28125		28125	5 D	
Employee Stock Option - Right to Buy	20.51	2/3/03		A	3571		see below(4)		Common Stock	3571		3571	I I	By Spouse

Explanation of Responses:

- (1) Includes shares acquired in exempt transactions under the dividend reinvestment feature of ALLETE's employee stock purchase plan, and is based on plan information available as of February 3, 2003.
- (2) Includes shares acquired in exempt transactions under ALLETE's retirement savings and stock ownership plan, and is based on plan information available as of February 3, 2003.
- (3) Includes shares acquired under ALLETE's retirement savings and stock ownership plan, stock purchase and dividend reinvestment plan, and employee stock purchase plan, all in exempt transactions, and all based on plan information available as of February 3, 2003.
- (4) The option vests annually, 50% in 2004 and 50% in 2005.

By: /s/ Ingrid K. Johnson
Ingrid K. Johnson f/k/a Ingrid Kane-Johnson for
Donnie R. Crandell
**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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February 5, 2003

Date

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