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URBANEK DENNIS M

Form 4

January 31, 2003

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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

1. Name and Address of Urbanek, Dennis M.	2. Issuer Na Wausau-M				Per to 1	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(Last) (Firs		of Reporting Person,					ntement for h/Day/Year ary 2003	10° X °	Director 10% Owner X Officer (give title below) Other (specify below)				
			373-44-3856							Vice President-Engineering and Environmental Services			
(Str Wausau, WI 54403-23							5. If Amendment, Date of Original (Month/Day/Year)		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) (St	ate) (Zip)		Table I Non-Derivative S					rities Acquired, l	Disposed	osed of, or Beneficially Owned			
1. Title of Security (Instr. 3)	2A. Deem Execution Date, if any (Month/Day	action Code (Instr.	8)	4. Securiti (A) or Dis (Instr. 3, 4	posed & 5)	of (D)	5. Amount of Securities Beneficially Owned Follow- ing Reported		6. Owner- ship Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
	y/ Code V		Amount (A) or (D)		Price	Transactions(s) (Instr. 3 & 4)		(Instr. 4)	(111501.4)				
No Par Value Common Stock						, ,			16,309	D			
No Par Value Common Stock									540	I	By Spouse		

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. nuts calls warrants ontions convertible securities)

(c.g., pats, cans, warrants, options, convertible securities)													
1. Title of	2. Conver-	3. Trans-	3A.	4.	5. Number of	6. Date Exercisable	7. Title and Amount	8. Price of	9. Number of	10. 1			
Derivative	sion or	action	Deemed	Trans-	Derivative	and Expiration	of Underlying	Derivative	Derivative	Owner-			
Security	Exercise	Date	Execution	action	Securities	Date	Securities	Security	Securities	ship E			
	Price of		Date,	Code	Acquired (A)	(Month/Day/	(Instr. 3 & 4)	(Instr. 5)	Beneficially	Form (
		,											

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

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(Instr. 3)	Derivative Security	Day/ Year)	if any (Month/ Day/ Year)	(Instr. 8)		or Disposed of (D) (Instr. 3, 4 & 5)		Year)				Owned Following Reported Transaction((Instr. 4)	Following Reported Transaction(s)	of Derivative Security: Direct (D)
				Code	V	(A)		Exer-cisable	Expira- tion Date		Amount or Number of Shares			or Indirect (I) (Instr. 4)
Common Stock Option (Right to Buy)	\$9.7393							04/19/96		No Par Value Common Stock			28,000	D
Common Stock Option (Right to Buy)	\$17.16							05/17/99		No Par Value Common Stock			50,000	D
Common Stock Option (Right to Buy)	\$15.88							07/23/99		No Par Value Common Stock			28,520	D
Common Stock Option (Right to Buy)	\$9.31							10/19/01		No Par Value Common Stock			25,000	D
Common Stock Option (Right to Buy)	\$10.71 <u>(1)</u>	01/29/03(1)		J	V		12,000 <u>(1)</u>	01/29/03 <u>(1)</u>		No Par Value Common Stock	12,000(1)		6,000(1)	D (1)
Common Stock Option (Right to Buy)	\$11.39(2)							(2)		No Par Value Common Stock			18,000(2)	D (2)

Explanation of Responses:

By: /s/ Sherri L. Craker, Attorney-in-Fact 01/31/03
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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⁽¹⁾ Number of shares as to which option was exercisable was subject to certain performance criteria. Represents options which lapsed because performance criteria were not met.

⁽²⁾ Number of shares to which option is exercisable is subject to satisfaction of certain performance criteria. Options are exercisable on date on which audited financial results for the fiscal year ending 12/31/03 are reported by the Company.

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

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