

PHARMACIA CORP /DE/
Form 4/A
October 15, 2002

Form 4

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FORM 4

OMB APPROVAL

OMB Number: 3235-028

Expires: January 31,

Estimated average bu
hours per response..

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

(Print or Type Responses)

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of t
Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of

1. Name and Address of Reporting Person*

2. Issuer Name and Ticker

McMillan, Charles S.

Pharmacia Corporation PHA

(Last)

(First)

(Middle)

3. I.R.S. Identification
Number of Reporting
Person, if an entity
(voluntary)

100 Route 206 North

(Street)

Peapack, NJ 07977

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(City) (State) (Zip)

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 Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr.8)	4. Security or Disposition (Instr. 3)
			Code V	Amount
Common	09/18/2002		A	3,800 (1)

5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
12,000 (2)	D	

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[illegible]

Code	V
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3

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Owned Following
Reported
Transaction(s)
(Instr. 4)

[illegible]

Explanation of Responses:

- (1) Amendment to Form 4 filed on September 20, 2002 on behalf of the reporting person reporting a grant of 4,022 deferred shares of Pharmacia common stock.
- (2) Includes deferred shares and shares acquired through reinvested dividends.

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/s/ Don W. Schmitz	10/15/02
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**Signature of Reporting Person	Date
Don W. Schmitz, attorney-in-fact for Charles S. McMillan	

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

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

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.