

Edgar Filing: GIPSON DOUGLAS R - Form 5

GIPSON DOUGLAS R
 Form 5
 February 14, 2002

 FORM 5

/ / Check 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, DC 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, S
 Holding Company Act of 1935 or Section 30(f) of the Investm

/ / Form 3 Holdings Reported

/ / Form 4 Transactions Reported

 1. Name and Address of Reporting Person 2. Issuer Name and Ticker or Trading Symbol 6.

| | | | | | |
|---|----------------|------------|--|-----------------------------|----|
| GIPSON | DOUGLAS | R | DTE Energy Company (DTE) | | |
| (Last) | (First) | (Middle) | 3. IRS Identification Number of Reporting Person, if an Entity (Voluntary) | 4. Statement for Month/Year | 7. |
| THE DETROIT EDISON COMPANY 2000 2ND AVENUE | | | | 12/2001 | |
| ----- | | | ----- | | |
| DETROIT | (Street) MI | 48226-1279 | 5. If Amendment, Date of Original (Month/Year) | | |
| (City) | (State) USA | (Zip) | | | |

TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities (Instr. 3, 4 and 5) | 6. Price | 7. Amount of Securities (Instr. 3, 4 and 5) |
|---------------------------------|--------------------------------------|--------------------------------|---|---|----------|---|
| Common Stock | 2/23/2001 | D (2) | 1,950.00 (2) | D (2) | N.A. | |
| Common Stock | 2/23/2001 | F | 353.00 | D | \$36.254 | |

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| | | | | | | |
|--------------|-----------|---|----------|-----|-----------|------|
| Common Stock | 3/14/2001 | A | 3,000.00 | A | \$38.7650 | 11,9 |
| Common Stock | (3) | A | (4) | (4) | (4) | 3,6 |

- (1) Designated "Executive Officer" and "Officer" under Rule 16A-1(f) and Item 401(b) of Reg.
- (2) Shares forfeited under the terms of a performance incentive plan.
- (3) Includes 135.637 shares acquired during 2001 under the DTE Dividend Reinvestment and Sto
- (4) Shares held through the Detroit Edison Savings and Investment Plan of which 345.117 were on a plan statement dated as of December 31, 2001.

FORM 5 (CONTINUED)

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. |
|--|--|--------------------------------------|--------------------------------|---|--|----|
| | | | | (A) (D) | Date Exercisable Expiration Date | |
| Employee Stock Option (right to buy) | 28.50 | | | | (1) 3/11/2007 | |
| Phantom Stock | N.A. | (2) | A | (2) | (2) | |
| Employee Stock Option (right to buy) | \$38.60 | | | | (3) 3/22/2008 | |
| Employee Stock Option (right to buy) | \$41.47 | | | | (4) 3/23/2009 | |
| Employee Stock Option | | | | | | |

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| | | | | | | |
|---|---------|-----------|---|-----------|-----|-----------|
| (right to buy) | \$32.10 | | | | (5) | 2/21/2010 |
| Employee Stock Option (right to buy) | \$38.77 | 3/14/2001 | A | 10,000.00 | (6) | 3/13/2011 |

| 9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4) | 10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|--|
|---|--|--|

| | | |
|-----------|---|--|
| 12,000.00 | D | |
|-----------|---|--|

| | | |
|-----------|---|--|
| 1,390.335 | D | |
|-----------|---|--|

| | | |
|-----------|---|--|
| 10,000.00 | D | |
|-----------|---|--|

| | | |
|-----------|---|--|
| 10,000.00 | D | |
|-----------|---|--|

| | | |
|-----------|---|--|
| 30,000.00 | D | |
|-----------|---|--|

| | | |
|-----------|---|--|
| 15,000.00 | D | |
|-----------|---|--|

Explanation of Responses:

1. The option vests in four equal annual installments beginning on March 13, 1998.
2. The phantom stock was acquired pursuant to the reporting person's participation under the Plan and are payable in cash or over a period of years upon the termination of the report. Includes 254.335 shares acquired during 2001 under the Plan.
3. The stock option vests in four equal annual installments beginning on March 23, 1999.
4. The option vests in four equal installments beginning on March 24, 2000.
5. The option vests in four annual installments as follows: 50% on February 22, 2001; 20% on February 24, 2003 and 10% on February 24, 2004.
6. The option vests in three annual installments as follows: 50% on March 14, 2002; 25% on March 15, 2004.

/s/ Susan M. Beale

**Signature of Reporting Person

** 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 provided is insufficient, see Instruction 6 for procedure.

POWER OF ATTORNEY

STATE OF MICHIGAN }
 } SS
 COUNTY OF WAYNE }

KNOW ALL BY THESE PRESENTS that I, Douglas R. Gipson, do hereby constitute and appoint Susan M. Beale and Eric H. Peterson and each of them, my true and lawful Attorneys-in-Fact with full power of substitution to

