

UNITED STATES
SECURITIES AND
EXCHANGE
COMMISSION -----

----- FORM
4 WASHINGTON,
D.C. 20549 OMB
APPROVAL - -----

----- / / CHECK
THIS BOX IF NO
STATEMENT OF
CHANGES IN
BENEFICIAL
OWNERSHIP OMB
NUMBER: 3235-
0287 LONGER
SUBJECT TO
EXPIRES:
JANUARY 31,
2005 SECTION
16. FORM 4 OR
Filed pursuant
to Section
16(a) of the
Securities
Exchange Act of
1934, ESTIMATED
AVERAGE BURDEN
FORM 5

OBLIGATIONS MAY
Section 17(a)
of the Public
Utility Holding
Company Act of
1935 or HOURS
PER RESPONSE
.... 0.5
CONTINUE. SEE
Section 30(h)
of the
Investment
Company Act of
1940 -----

INSTRUCTION
1(b). (Print or
Type Responses)

1. Name and
Address of
Reporting
Person* 2.
Issuer Name AND
Ticker or
Trading Symbol
6. Relationship
of Reporting
Person(s) to
Issuer (Check
all applicable)
X Director 10%
Owner Smith,
Robert F.
Cendant
Corporation
(CD) -----

Trans- 4.
Securities
Acquired (A) 5.
Amount of 6.
Owner- 7.
Nature Security
action
Execution
action or
Disposed of (D)
Securities ship
of In- (Instr.
3) Date Date,
Code (Instr. 3,
4 and 5)
Beneficially
Form: direct if
any (Instr. 8)
Owned Follow-
Direct Bene-
(Month/ (Month/
ing Reported
(D) or ficial
Day/ Day/ -----

Transaction(s)
Indirect Owner-
Year) Year) (A)
or (Instr. 3
(I) ship Code V
Amount (D)
Price and 4)
(Instr. 4)
(Instr. 4) - --

Common Stock
09/27/2002 G(1)
V 24,000 D \$0
126,000 I R.F.
Smith (series
desig- Sr. IRA
nated CD stock)

Common Stock
09/27/2002 G(1)
V 24,000 A \$0
50,000 I Smith
Family (series
desig-
Foundation
nated CD stock)

Common Stock
01/18/2002 A V
515 A

\$19.398(2) I
 Dirs. NQ Def.
 (series design-
 Comp. Plan
 nated CD stock)

Common Stock
 05/22/2002 A V
 518 A

\$19.294(2) I
 Dirs. NQ Def.
 (series design-
 Comp. Plan
 nated CD stock)

Common Stock
 07/26/2002 A V
 646 A

\$15.464(2) I
 Dirs. NQ Def.
 (series design-
 Comp. Plan
 nated CD stock)

Common Stock
 10/16/2002 A
 881 A

\$11.344(2)
 8,784 I Dirs.
 NQ Def. (series
 design- Comp.
 Plan nated CD
 stock) - -----

FORM 4 (CONTINUED) TABLE II - DERIVATIVE
 SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY
 OWNED (E.G., PUTS, CALLS, WARRANTS, OPTIONS,
 CONVERTIBLE SECURITIES) - -----

----- 1. Title of Derivative Security 2.
 Conver- 3. Trans- 3A. Deemed 4. Transac- 5.
 Number of Deriv- 6. Date Exer- (Instr. 3) sion or
 action Execution tion Code ative Securities Ac-
 cisable and Ex-Exercise Date Date, (Instr. 8)

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.

[HTTP://WWW.SEC.GOV/DIVISION/CORPFM/FORMS/FORM.HTM](http://www.sec.gov/division/corpfm/forms/form.htm)

LAST UPDATE: 09/05/2002