

MAYER GEORGE L  
Form 4  
January 03, 2003

**FORM 4**

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

OMB APPROVAL

☐ 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**

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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

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|                                                                                                                            |                                      |                                                                                                                                                                                                                |                                                                                       |                                                                 |                                                  |  |                                                                                                                                                                                                     |                                                          |                                                       |
|----------------------------------------------------------------------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------|-----------------------------------------------------------------|--------------------------------------------------|--|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| 1. Name and Address of Reporting Person*                                                                                   |                                      |                                                                                                                                                                                                                | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><b>ALLETE (ALE)</b>             |                                                                 |                                                  |  | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)                                                                                                                             |                                                          |                                                       |
| Mayer George L.<br>(Last) (First) (Middle)<br><b>178 Myrtle Blvd., Suite 103</b><br>(Street)<br><b>Larchmont, NY 10538</b> |                                      |                                                                                                                                                                                                                | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)         |                                                                 | 4. Statement for Month/Day/Year<br><b>1/2/03</b> |  | <input checked="" type="checkbox"/> Director —<br><input type="checkbox"/> 10% Owner —<br><input type="checkbox"/> Officer (give title below) —<br><input type="checkbox"/> Other (specify below) — |                                                          |                                                       |
| 5. If Amendment, Date of Original (Month/Day/Year)                                                                         |                                      | 7. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |                                                                                       |                                                                 |                                                  |  |                                                                                                                                                                                                     |                                                          |                                                       |
| (City) (State) (Zip)                                                                                                       |                                      |                                                                                                                                                                                                                | <b>Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b> |                                                                 |                                                  |  |                                                                                                                                                                                                     |                                                          |                                                       |
| 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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) |                                                  |  | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 & 4)                                                                                                         | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common Stock                                                                                                               |                                      |                                                                                                                                                                                                                |                                                                                       |                                                                 |                                                  |  | 26542.229 <sup>(1)</sup>                                                                                                                                                                            | D                                                        |                                                       |
| Common Stock                                                                                                               |                                      |                                                                                                                                                                                                                |                                                                                       |                                                                 |                                                  |  | 500                                                                                                                                                                                                 | I                                                        | By Spouse                                             |
| Common Stock                                                                                                               |                                      |                                                                                                                                                                                                                |                                                                                       |                                                                 |                                                  |  | 300                                                                                                                                                                                                 | I                                                        | Spouse as Conservator <sup>(2)</sup>                  |
| Common Stock                                                                                                               |                                      |                                                                                                                                                                                                                |                                                                                       |                                                                 |                                                  |  | 250                                                                                                                                                                                                 | I                                                        | Trust <sup>(3)</sup>                                  |
| Common Stock                                                                                                               |                                      |                                                                                                                                                                                                                |                                                                                       |                                                                 |                                                  |  | 400                                                                                                                                                                                                 | I                                                        | Trust <sup>(4)</sup>                                  |

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).

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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 Derivative Security<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) |  | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 & 5) |  | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) |        | 7. Title and Amount of Underlying Securities<br>(Instr. 3 & 4) |      | 8. Price of Derivative Security<br>(Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)<br>(Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)<br>(Instr. 4) | 11. Nature of Indirect Beneficial Ownership<br>(Instr. 4) |
|-----------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|--|-----------------------------------------------------------------------------------------|--|-------------------------------------------------------------|--------|----------------------------------------------------------------|------|-----------------------------------------------|-------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|-----------------------------------------------------------|
|                                               |                                                        |                                         |                                                       |                                   |  |                                                                                         |  |                                                             |        |                                                                |      |                                               |                                                                                                       |                                                                                     |                                                           |
| Stock Option (right to buy)                   | 23.20                                                  | 1/2/03                                  |                                                       | A                                 |  | 1500                                                                                    |  | see below <sup>(5)</sup>                                    | 1/2/13 | Common Stock                                                   | 1500 |                                               | 1500                                                                                                  | D                                                                                   |                                                           |

**Explanation of Responses:**

(1) Includes shares acquired in exempt transactions under the dividend reinvestment feature of ALLETE's stock purchase and dividend reinvestment plan. This information is based on a plan statement as of December 31, 2002.

(2) By reporting person's spouse as conservator for family member in the same household as reporting person.

(3) By reporting person as trustee for George A. Mayer Charitable Remainder Trust.

(4) By reporting person as trustee for Mayer Charitable Annuity Trust.

(5) Option vests annually, 50% in 2004 and 50% in 2005.

By: /s/ **Philip R. Halverson**

**January 3, 2003**

**Philip R. Halverson for George L. Mayer**

Date

\*\*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 is insufficient, See Instruction 6 for procedure.

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