

CUMINALE JAMES W  
Form 5  
February 12, 2002

-----  
OMB APPROVAL  
-----

OMB Number 3235-0362  
Expires September 30, 1998  
Estimated average  
burden hours per  
-----

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 5

ANNUAL 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(f) of the Investment Company Act of 1940

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

Form 3 Holdings Reported

Form 4 Transactions Reported

-----  
1. Name and Address of Reporting Person

CUMINALE

JAMES

W.

-----  
(Last)

(First)

(Middle)  
-----

PanAmSat Corporation  
20 Westport Road

-----  
(Street)  
-----

Wilton

Connecticut

06897

-----  
(City)

(State)

(Zip)  
-----

2. Issuer Name and Ticker or Trading Symbol

PanAmSat Corporation (SPOT)  
-----

3. IRS or Social Security Number of Reporting Person (Voluntary)  
-----

4. Statement for Month/Year

December, 2001  
-----

5. If Amendment, Date of Original (Month/Year)  
-----

Edgar Filing: CUMINALE JAMES W - Form 5

6. Relationship of Reporting Person to Issuer  
(Check all applicable)

- Director  10% Owner
 Officer (give title below)  Other (specify below)

Executive Vice President, General Counsel & Secretary

7. Individual or Joint/Group Reporting  
(Check applicable line)

- 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

Table with 4 columns: 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). Sub-headers for column 4 include Amount, or, and Price.

Common Stock, par value \$0.01 per share

Edgar Filing: CUMINALE JAMES W - Form 5

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

(Print or Type Responses)

(Over)  
SEC 2270 (7/96)

FORM 5 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

=====

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Exer- cisable	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
--	---	--	---	--	--	--

Employee Stock Option -right to buy	\$38.188	1/23/01	A	80,000	(2)	1/23/11	Common Stock	80,000
---	----------	---------	---	--------	-----	---------	-----------------	--------

Edgar Filing: CUMINALE JAMES W - Form 5

=====  
Explanation of Responses: (1) Based on interests held in a PanAmSat Stock Fund of the PanAmSat Corporation Retirement Savings Plan 401(k).  
(2) These options become exercisable as to 20,000 shares on each of January 23, 2002, January 23, 2003, January 23, 2004 and January 23, 2005.

S/ James Cuminale

February 8, 2002

-----  
James W. Cuminale

-----  
Date

\*\* 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.