MILLS KIM S Form 4 April 22, 2003

SEC Form 4

FORM 4

[] Check this 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, 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 the Public Utility

Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. 0.5

1. Name and Address of Reporting Person*

Mills, Kim S.

(Last) (First)
(Middle)

823 Commerce Drive
Suite 300

(Street)

Oak Brook, IL 60523

(City) (State)
(Zip)

Issuer Name
 and Ticker or Trading
 Symbol

Great Lakes REIT GL

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) 4. Statement for (Month/Day/Year

04/18/2003

5. If Amendment, Date of Original (Month/Day/Year) 6. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Description Sr. Vice President

- 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. Securities Acquired n(A) or Disposed Of (D) (Instr. 3, 4, and 5)			5. Amount of Securities Beneficially Owned Following	6. Owner-ship Form: Direct (D)	7. Nature of Indirect Beneficial Ownership		
			Code	٧	Amount	A/D	Price	Reported or Indirect (I) (Instr. 3 and 4) (Instr. 4)	(Instr. 4)			
common shares	04/18/2003	04/18/2003	J (1)		21,596	D	\$14.67	17,326	D			
common shares							\$	391	ı	by spouse		

	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)	sion or Exercise	3. Transaction Date (Month/	3A. Deemed Execution Date, if any	4. Transaction Code (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed	6. Date Exercisable(DE) and Expiration Date(ED)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned			

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	vative Security	Day/ Year)	(Month/ Day/ Year)		Of (D) (Instr. 3, 4 and 5)		(Month/Day/Yea		r)		Following Reported Transaction((Instr.4)	
				Code	V	A	D	DE	ED	Title	Amount or Number of Shares	
2003 employee options	\$14.50	04/18/2003		А		17,990		(2)	04/18/2013	common shares	17,990	\$ 17,990
2003 employee options	\$16.55	04/18/2003		Α		11,440		(2)	04/18/2013	common shares	11,440	\$ 11,440

Explanation of Responses:

- (1) The shares were transferred to Great Lakes REIT in consideration for employee loan retirement pursuant to a plan approved by the Great Lakes REIT Board of Trustees.
- (2) One third of the options vest and are then exercisable on April 18, 2004, 2005 and 2006, respectively. The options have a ten-year term.

 By:
 Date:

 /s/ Kim S. Mills
 04/22/2003

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

Note: File three copies of this Form, one of which must be manually signed. If space 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.

^{**} Signature of Reporting Person SEC 1474 (9-02)

 $^{^{\}star}$ 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).