

Edgar Filing: UCAR INTERNATIONAL INC - Form 4

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 (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) ----- Code V	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 Expira- tion Exer- tion cisable Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares Title
Time Option (right to buy)	\$31.4516				06/15/99 01/25/07	Common 5,000 Stock, par value \$.01 per share
Time Option (right to buy)	\$17.81				01/01/01 01/01/10	Common 3,200 Stock, par value \$.01 per share
Stock Option (right to buy)	\$8.57				12/15/01 12/15/10 (3) (2)	Common 7,700 Stock, par value \$.01 per share
Stock Option (right to buy)	\$8.57				(4) 12/15/10 (2)	Common 5,840 Stock, par value \$.01 per share
Stock Option (right to buy)	\$8.57				12/15/00 12/15/10 (2)	Common 1,870 Stock, par value \$.01 per share
Stock Option (right to buy) (5)	\$8.85	09/25/01	A	2,260	09/25/01 09/25/11 (2)	Common 2,260 Stock, par value \$.01 per share

Edgar Filing: UCAR INTERNATIONAL INC - Form 4

=====

=====
Explanation of Responses:

- (1) Owned through self directed IRA account.
- (2) Options expire on such date unless reporting person ceases to be a director, in which event options expire four years from date reporting person's directorship ends.
- (3) Such options shall vest as long as the reporting person is still a director on such date.
- (4) Such options vest ratably over 2001.
- (5) Options were granted in lieu of cash fees in accordance with prior practice.

/s/ Karen G. Narwold

October 10, 2001

**Signature of Reporting Person
Karen G. Narwold, Attorney-in-Fact for
Thomas Marshall

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.

Page 2