RIGHT MANAGEMENT CONSULTANTS INC
Form 5
February 14, 2003

FORM 5	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB APPROVAL
Check 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**		OMB Number: 3235-0362 Expires: January 31, 2005 Estimated average burden hours per response. 1.0
	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	

1. Name and Address of Reporting Person * Holland, R. William (Last) (First) (Middle)	2. Issuer Name Right Management Consultants, Inc. **and** Ticker or Trading Symbol RHT	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) EVP, North Central Group
1818 Market Street (Street) Philadelphia, PA 19103 (City) (State) (Zip)	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year 12 / 02
		5. If Amendment, Date of Original (Month/Year)	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

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, and 5)			5. Amount of Securities Beneficially Owned at end of Issuer s Fiscal Year (Instr. 3 and 4)	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)
				Amount	(A) or (D)	Price		
Common Stock (1)	11/29/02		T	53	A	$10.41		D
Common Stock (1)	12/31/02		T	48	A	$11.26	9,245	D
Common Stock held via Deferred Comp Plan (2)	(2)		(2)	(2)	(2)	(2)	1,978	I

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

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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. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month/ Day/ Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable (DE) and Expiration Date (ED) (Month/ Day/ Year)	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 at End of Year (Instr. 4)	10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11
					A | D	DE | ED	Title | Amount or Number of Shares				

Explanation of Responses:

(1) These shares were purchased through the Company's Employee Stock Purchase Plan which is exempt under Section 16 of the Securities Exchange Act of 1934. (2) The value of the investment in the Company's stock fund held on behalf of Mr. Holland through the Company's Deferred Compensation plan at 12/31/02 is $2,696.93. This plan is exempt under Section 16 of the Securities Exchange Act of 1934.

/s/ William Holland   02/14/03

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** Signature of Reporting Person   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.

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