

ATLAS MINERALS INC  
 Form 5  
 March 10, 2003  
 SEC Form 5

<p><b>FORM 5</b></p> <p><input type="checkbox"/> Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p> <p><input type="checkbox"/> Form 3 Holdings Reported</p> <p><input type="checkbox"/> Form 4 Transactions Reported</p>	<p><b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b></p> <p>Washington, D.C. 20549</p> <p><b>ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b></p> <p>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</p>	<p>OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0362                  Expires: January 31, 2005                  Estimated average burden hours per response. . . . 1.0</p>
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<p>1. Name and Address of Reporting Person*</p> <p><b>Groshoff, David A.</b></p> <hr/> <p>(Last) (First) (Middle)</p> <p><b>8044 Montgomery Road Suite 480</b></p> <hr/> <p>(Street)</p> <p><b>Cincinnati, OH 45236</b></p> <hr/> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><b>Atlas Minerals, Inc. ATMR</b></p>	<p>4. Statement for Month/Year</p> <p><b>12/2002</b></p>	<p>6. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner  <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)</p> <p>Description</p> <hr/> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**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. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	07/02/2002	07/02/2002	S	1,000 / D / \$0.32	461,826	I	See explanation
Common Stock	07/10/2002	07/10/2002	S	2,115 / D / \$0.30		I	
Common Stock	07/18/2002	07/18/2002	S	6,885 / D / \$0.2585		I	
Common Stock	07/31/2002	07/31/2002	S	10,000 / D / \$0.30		I	

**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	3. Transaction Date	3A. Deemed Execution Date, if	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable (DE) and Expiration	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially	10. Ownership Form of
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	Derivative Security	(Month/Day/Year)	any (Month/Day/Year)	(Instr.8)	Acquired (A) or Disposed Of (D)  (Instr. 3, 4 and 5)	Date(ED) (Month/Day/Year)	(Instr. 3 and 4)	(Instr.5)	Owned at End of Year Reported Transaction(s) (Instr.4)	Derivative Securities: Direct (D) or Indirect (I) (Instr.4)
						DE / ED	Title / Amount or Number of Shares			
					A or D					

**Explanation of Responses:**

Pursuant to an Investment Advisory Agreement dated October 1, 1999 between Pacholder Associates, Inc. and Pension Benefit Guaranty Corporation, Pacholder Associates, Inc. has discretionary authority to sell the Pension Benefit Guaranty Corporation's interest in Atlas Minerals, Inc. David A. Groshoff, an employee of Pacholder Associates, Inc. has no direct economic interest in the sale.

**By:**

/s/ David A. Groshoff

Senior Vice President & Associate General Counsel

\*\* Signature of Reporting Person

**Date:**

03/10/2003

SEC 2270 (09-02)

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).  
 \*\* 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.  
 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.