
UNITED STATES
SECURITIES AND
EXCHANGE
COMMISSION -----

----- FORM
4 WASHINGTON,
D.C. 20549 OMB
APPROVAL - -----

----- / / CHECK
THIS BOX IF NO
STATEMENT OF
CHANGES IN
BENEFICIAL
OWNERSHIP OMB
NUMBER: 3235-
0287 LONGER
SUBJECT TO
EXPIRES:
JANUARY 31,
2005 SECTION
16. FORM 4 OR
Filed pursuant
to Section
16(a) of the
Securities
Exchange Act of
1934, ESTIMATED
AVERAGE BURDEN
FORM 5

OBLIGATIONS MAY
Section 17(a)
of the Public
Utility Holding
Company Act of
1935 or HOURS
PER RESPONSE
.... 0.5
CONTINUE. SEE
Section 30(h)
of the
Investment
Company Act of
1940 -----

INSTRUCTION
1(b). (Print or
Type Responses)

1. Name and
Address of
Reporting
Person* 2.
Issuer Name AND
Ticker or
Trading Symbol
6. Relationship
of Reporting
Person(s) to
Issuer (Check
all applicable)
X Director 10%
Owner Edelman,
Martin L.
Cendant
Corporation (CD

Securities
Acquired (A) 5.
Amount of 6.
Owner- 7.
Nature Security
action
Execution
action or
Disposed of (D)
Securities ship
of In- (Instr.
3) Date Date,
Code (Instr. 3,
4 and 5)
Beneficially
Form: direct if
any (Instr. 8)
Owned Follow-
Direct Bene-
(Month/ (Month/
ing Reported
(D) or ficial
Day/ Day/ -----

Transaction(s)
Indirect Owner-
Year) Year) (A)
or (Instr. 3
(I) ship Code V
Amount (D)
Price(1) and 4)
(Instr. 4)
(Instr. 4) - --

Common Stock
01/18/2002 A V
515 A \$19.398 I
Dirs. NQ Def.
(series desig-
Comp. Plan
nated CD stock)

Common Stock
05/22/2002 A V
518 A \$19.294 I
Dirs. NQ Def.
(series desig-
Comp. Plan
nated CD stock)

Common Stock
07/26/2002 A V
646 A \$15.464 I
Dirs. NQ Def.
(series desig-

----- 7. Title and Amount of 8. Price of 9.
 Number of 10. Ownership 11. Nature of Underlying
 Securities Derivative Derivative Form of Indirect
 (Instr. 3 and 4) Security Securities Derivative
 Beneficial (Instr. 5) Beneficially Securities:
 Ownership Owned Direct (D) or (Instr. 4)
 Following Indirect (I) Reported (Instr. 4)
 Transaction(s) ----- (Instr. 4)
 Title Amount or Number of Shares - -----

----- Explanation of
 Responses: (1) Represents the average closing
 price for the last five trading days of the most
 recently ended quarter. Award represents
 quarterly non-employee director retainer fee in
 consideration of performance of services; no
 monetary consideration was paid by the reporting
 person. /s/ Lynn Feldman 10/17/02 - -----

----- **Signature of
 Reporting Person Date By: Lynn A. Feldman,
 Attorney-in-fact on behalf of Martin L. Edelman
 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.

