

MALLON CHARLES J  
 Form 4  
 February 18, 2003

<b>FORM 4</b>		<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b> <b>Washington, D.C. 20549</b>		OMB APPROVAL	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  (Print or Type Responses)		<b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b>  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 Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . . . .0.5	
1. Name and Address of Reporting Person *  <u>Mallon, Charles J.</u>  (Last) (First) (Middle)		2. Issuer Name <u>Right Management Consultants, Inc.</u> and Ticker or Trading Symbol <u>RHT</u>		6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <input type="checkbox"/>	
1818 Market Street 33rd Floor  (Street)  <u>Philadelphia, PA 19103</u>  (City) (State) (Zip)		3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)  _____		4. Statement for Month/Day/Year  <u>02/13/03</u>	
_____  (City) (State) (Zip)		5. If Amendment, Date of Original (Month/Day/Year)  _____		7. Individual or Joint/Group Filing (Check Applicable Line)  Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person <input type="checkbox"/>	
				<u>Chief Financial Officer and Executive Vice President</u>	

**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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/13/03		M		16,875	A	\$3.26			
Common Stock	02/13/03		M		1,407	A	\$4.57			
Common Stock	02/13/03		M		3,750	A	\$10.67			
Common Stock (2)	02/13/03		S		5,800	D	\$12.50			
	02/14/03		S		6,700	D	\$12.50	29,782	D	

Edgar Filing: MALLON CHARLES J - Form 4

Common Stock (2)									
---------------------	--	--	--	--	--	--	--	--	--

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).

(Over)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Control Number.**

---

Edgar Filing: MALLON CHARLES J - 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. 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 Following Reported Transaction(s) (Instr. 4)
				Code	V	(A)	(D)	DE	ED	Title	Amount or Number of Shares		
Non-qualified Stock Options (1)	\$3.26	02/13/03		M			16,875	12/15/00 (1)	12/14/09	RHT Common Stock	16,875		
Non-qualified Stock Options (1)	\$4.57	02/13/03		M			1,407	1/11/00 (1)	1/10/09	RHT Common Stock	1,407		
Non-qualified Stock Options (1)	\$10.67	02/13/03		M			3,750	7/26/02 (1)	7/25/11	RHT Common Stock	3,750		118,125

**Explanation of Responses:**

(1) These stock options vest over a three year period. One-third becomes exercisable each year beginning with a year from their respective grant dates of 12/15/99, 1/11/99 and 7/26/01. (2) The purpose of the sale of shares made by Mr. Mallon was to cover the cost of his stock options exercised and related taxes.

/s/ Charles J. Mallon

2/14/03

\*\* 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 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.