

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2003-02-10** | Period of Report: **2003-02-10**
SEC Accession No. **0001000418-03-000001**

([HTML Version](#) on [secdatabase.com](#))

REPORTING OWNER

BARBA J BRENDAN

CIK: **1000418**
Type: **4**

SUBJECT COMPANY

AEP INDUSTRIES INC

CIK: **785787** | IRS No.: **221916107** | State of Incorporation: **DE** | Fiscal Year End: **1031**
Type: **4** | Act: **34** | File No.: **000-14450** | Film No.: **03546093**
SIC: **3081** Unsupported plastics film & sheet

Mailing Address
*125 PHILLIPS AVE
SOUTH HACKENSACK NJ
07606*

Business Address
*125 PHILLIPS AVE
SOUTH HACKENSACK NJ
07606
2016416600*

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response. . . 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed By
Romeo and Dye's
Section 16 Filer
www.section16.net

1. Name and Address of Reporting Person* Barba J. Brendan		2. Issuer Name and Ticker or Trading Symbol AEP Industries Inc./AEP		6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chairman of the Board, President and CEO	
(Last) (First) (Middle) 125 Phillips Avenue		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for Month/Day/Year 02/07/03		7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(Street) South Hackensack, NJ 07606			5. If Amendment, Date of Original (Month/Day/Year)		

(City) (State) (Zip) **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 & 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 & 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, \$.01 par value	02/07/03		P	V	58,000	A	\$6.00	1,299,348	D	
Common Stock, \$.01 par value	02/07/03		P	V	2,000	A	\$6.00	4,565	I	By Spouse ⁽¹⁾

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).

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

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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option	\$34.76	04/15/02			15,820		04/15/03 ⁽²⁾	04/14/07	Common Stock	15,820		15,820	D	
Stock Option	\$31.60	04/15/02			34,180		04/15/03 ⁽³⁾	04/14/12	Common Stock	34,180		34,180	D	

Explanation of Responses:

- (1) The reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or for any other purpose.
- (2) Incentive Stock Option Grant pursuant to the AEP Industries Inc. 1995 Stock Option Plan. Exercisable in installments of 20% per annum commencing one year from date of grant.
- (3) Non-Qualified Stock Option Grant pursuant to the AEP Industries Inc. 1995 Stock Option Plan. Exercisable in installments of 20% per annum commencing one year from date of grant.

By: /s/ **Sandra C. Major**
Attorney-In-Fact
 **Signature of Reporting Person

February 10, 2003
 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.

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 Number.