

# SECURITIES AND EXCHANGE COMMISSION

## FORM 5

Annual statement of changes in beneficial ownership of securities

Filing Date: **2003-02-10** | Period of Report: **2002-12-31**  
SEC Accession No. **0000950152-03-001394**

([HTML Version](#) on [secdatabase.com](http://secdatabase.com))

### REPORTING OWNER

#### MACDONALD WILLIAM E III

CIK: **1181666**  
Type: **5**

Mailing Address  
NATIONAL CITY CORP  
1900 EAST NINTH STREET  
CLEVELAND OH 44114-3484

### SUBJECT COMPANY

#### NATIONAL CITY CORP

CIK: **69970** | IRS No.: **341111088** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **5** | Act: **34** | File No.: **000-07229** | Film No.: **03547457**  
SIC: **6021** National commercial banks

Mailing Address  
1900 EAST NINTH STREET  
CLEVELAND OH 44114

Business Address  
1900 E NINTH ST  
CLEVELAND OH 44114  
2165752000



OMB APPROVAL
OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response...1.0

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

**FORM 5**

**ANNUAL 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**

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

<p><b>1. Name and Address of Reporting Person*</b></p> <p>MacDonald, William E. <i>(Last) (First) (Middle)</i></p>	<p><b>2. Issuer Name and Ticker or Trading Symbol</b></p> <p>National City Corporation (NCC)</p>	<p><b>3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)</b></p> <p>_____</p>
<p>National City Corporation 1900 East Ninth Street <i>(Street)</i></p> <p>Cleveland, OH 44114-3484 <i>(City) (State) (Zip)</i></p>	<p><b>4. Statement for Month/Year</b></p> <p>12/2002</p> <p><b>6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)</b></p> <p><input type="checkbox"/> Director    <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <i>(give title below)</i></p> <p><input type="checkbox"/> Other <i>(specify below)</i></p> <p>Vice Chairman</p>	<p><b>5. If Amendment, Date of Original (Month/Year)</b></p> <p>_____</p> <p><b>7. Individual or Joint/Group Reporting (Check Applicable Line)</b></p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>



**Table I – Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Security <i>(Instr. 3)</i>	2. Date <i>(Month/Day/Year)</i>	2A. Date, if any <i>(Month/Day/Year)</i>	3. Code <i>(Instr. 8)</i>	4. Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>	5. Amount of Securities Beneficially Owned at the End of Issuer's Fiscal Year <i>(Instr. 3 and 4)</i>	6. Ownership Form: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	7. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>
Common Stock				(A) Amount or Price (D)	206,753.00	D	
Common Stock					26,224.00	I	by Spouse
Common Stock (NCC 401(k) Plan)	04/22/2002		A	9,728.00    A	25,828.00	D	
Common Stock (Restricted Stock)	(1)		J (1)	239.96    A	466.18	D	

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

**Table II – Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
*(e.g., puts, calls, warrants, options, convertible securities)*

1. Security <i>(Instr. 3)</i>	2. Price of Derivative Security	3. Transaction Date <i>(Month/Day/Year)</i>	Deemed Execution		5. Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>	
			3A. Date, if any <i>(Month/Day/Year)</i>	4. Transaction Code <i>(Instr. 8)</i>	(A)	(D)
Options (Rights to Buy)	\$27.48	7/23/2002		A	100,000.00	
Options (Rights to Buy)	\$27.48	7/23/2002		A	100,000.00	

**Table II – Derivative Securities Acquired, Disposed of, or Beneficially Owned – Continued**  
*(e.g., puts, calls, warrants, options, convertible securities)*

6. Date Exercisable and Expiration Date <i>(Month/Day/Year)</i>	7. Title and Amount of Underlying Securities <i>(Instr. 3 and 4)</i>	8. Price of Derivative Security <i>(Instr. 5)</i>	9. Number of Derivative Securities Beneficially Owned at End of Year <i>(Instr. 4)</i>	10. Ownership of Derivative Security: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	11. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>
7/23/2003 7/23/2012	Common Stock	100,000.00		D	
7/23/2004 7/23/2012	Common Stock	100,000.00	963,940.00	D	

**Explanation of Responses:**

(1) The securities shown are allocations of the reporting person's individual interest in NCC Stock Fund, one of the investment funds of the National City Savings and Investment Plan. The Fund is comprised solely of NCC Common Stock and cash.

/s/ William E. MacDonald by Carlton E.  
 Langer, attorney-in-fact  
 \_\_\_\_\_  
 \*\*Signature of Reporting Person

02/06/2003  
 \_\_\_\_\_  
 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 provided is insufficient, see Instruction 6 for procedure.