

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2003-02-10** | Period of Report: **2002-12-31**
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FILER

MATHER CHARLES E III

CIK: **1175623** | IRS No.: **188305925**

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2002

Check here if Amendment [] ; Amendment Number: _____

This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager filing this Report:

Name: Charles E. Mather III

Address: 3819 The Oak Road

Philadelphia, PA 19129

Form 13F File Number: 28- 10247

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Mehrdad Mehrespand
Title: Associate
Phone: (202) 778-9191

Signature, Place, and Date of Signing:

/s/ Mehrdad Mehrespand as
attorney-in-fact Washington, D.C. February __, 2003

[Signature] [City, State] [Date]

[] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[X] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).) List of Other Managers Reporting for this Manager:

Form 13F File Number	Name
28- 04580 -----	PNC Bank Delaware -----
28- 03877 -----	Fiduciary Trust Company International -----

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 3

Form 13F Information Table Value Total: \$14,332

(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	Form 13F File Number	Name
1	28-04580	PNC Bank Delaware
2	28-03877	Fiduciary Trust Company International

2

<TABLE>
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FORM 13-F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5			COLUMN 6	COLUMN 7	COLUMN 8		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	VOTING AUTHORITY SOLE SHARED NONE		
<S> Exxon Mobil Corp	<C> Common	<C> 30231G102	<C> \$6,242	<C> 174,360	<C> SH		<C> Shared-other	<C>	<C>	<C>	<C> 3,732
							Shared-other	1,2			170,628
Federal Home Ln Mtg Corp	Common	313400301	\$2,193	50,634	SH		Shared-other				634
							Shared-other	1			50,000
Merck & Co Inc	Common	589331107	\$5,897	103,400	SH		Shared-other				400
							Shared-other	1			103,000

</TABLE>

3