

KEELER DAVID W  
Form 4  
February 14, 2003

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| OMB APPROVAL   |
| OMB Number: 3235-0287                                |
| Expires: January 31, 2005                            |
| Estimated average burden<br>hours per response...0.5 |

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

**FORM 4**

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

|   |   |  |
|---|---|--|
| <p><b>1. Name and Address of Reporting Person*</b> <i>(Last, First, Middle)</i></p> <p>KEELER, DAVID W</p>  | <p><b>2. Issuer Name and Ticker or Trading Symbol</b></p> <p>UICI (NYSE: UCI)</p>   | <p><b>3. I.R.S. Identification Number of Reporting Person, if an entity</b> <i>(Voluntary)</i></p> |
| <p>2350 AIRPORT FWY STE 100</p> <p style="text-align: center;"><i>(Street)</i></p> <p>BEDFORD, TX 76022</p> <p><i>(City) (State) (Zip)</i></p>  | <p><b>4. Statement for</b> <i>(Month/Day/Year)</i></p> <p>02/12/03</p>  | <p><b>5. If Amendment, Date of Original</b> <i>(Month/Day/Year)</i></p>                            |
| <p><b>6. Relationship of Reporting Person(s) to Issuer</b> <i>(Check All Applicable)</i></p> <p><input type="checkbox"/> Director    <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <i>(give title below)</i></p> <p><input checked="" type="checkbox"/> Other <i>(specify below)</i></p> <p style="padding-left: 40px;">Division Manager</p> | <p><b>7. Individual or Joint/Group Filing</b> <i>(Check Applicable Line)</i></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> |  |

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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).

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

| 1. Title of Security<br><i>(Instr. 3)</i> | 2. Transaction Date<br><i>(Month/Day/Year)</i> | 2a. Deemed Execution Date, if any.<br><i>(Month/Day/Year)</i> | 3. Transaction Code<br><i>(Instr. 8)</i> | 4. Securities Acquired (A) or Disposed of (D)<br><i>(Instr. 3, 4 and 5)</i> | 5. Amount of Securities Beneficially Owned Following Reported Transactions(s)<br><i>(Instr. 3 and 4)</i> | 6. Ownership Form: Direct (D) or Indirect (I)<br><i>(Instr. 4)</i> | 7. Nature of Indirect Beneficial Ownership<br><i>(Instr. 4)</i> |
|---|--|---|--|---|--|--|---|
|---|--|---|--|---|--|--|---|

|              |          |  | Code | V | Amount | (A) or (D) Price |           |              |
|--------------|----------|--|------|---|--------|------------------|-----------|--------------|
| Common Stock | 02/12/03 |  | A    |   | 4,687  | A                | 24,841    | D            |
| Common Stock |          |  |      |   |        |                  | 29,595.47 | I            |
|              |          |  |      |   |        |                  |           | TTEES 401(k) |





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\*\* 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.

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