

GRABER DON R  
Form 4  
December 11, 2002  
**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

OMB Ap

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Expires:

Estimate  
hours pe

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

(Print or Type Responses)

1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	6. Relationship of Reporting Person(s) to Issuer  (Check all applicable)
Graber Don R. (Last) (First) (Middle)	Huffy Corporation (HUF)	<u>    X    </u> Director  <u>        </u> 10% Owner Statement <u>    X    </u> Officer (give title below) Month/Day/Year <u>        </u> Other (specify below)

225 Byers Road  
(Street)  
12/9/2002  
CEO, President and Chairman of the Board

5. If An Individual Date of Original Filing (Ch  
Month/Day/Year  
    X     Form filed by One Reporting Person  
         Form filed by More than One

Miamisburg

OH

45342

(City)

(State)

(Zip)

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

1. Title of Security (Inst. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)	6. Date Exercisable or Expiration Date (Month/Day/Year)	7. Nature of Beneficial Ownership (Instr. 4)
Common Stock	12/9/2002		A		23,845	A	
Common Stock	12/9/2002		F		8,035	D	
					3,100	I	By Spouse

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).

**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 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	3. Transaction Date (Month/Day/Yr)	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 or Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)
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Security

Day/Yr)

8)

or Disposed  
of (D) (Instr.  
3,  
4 and 5)

Code V (A) (D) Date

Exer-cisable

Expir-ation  
Date

Title

Amount

or  
Number  
of  
Shares

Explanation of Responses:

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations

/s/Don R. Graber

12/11/02

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

\*\*Signature of Reporting Person

Date

Don R. Graber

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient,

225 Byers Road

see Instruction 6 for procedure.

Miamisburg, OH 45342

Huffy Corporation (HUF)

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12/9/2002

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