

DUANE READE  
Form 4  
November 04, 2004

**FORM 4**

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

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**CHARBONEAU GARY**

(Last) (First) (Middle)

**C/O DUANE READE INC, 440 9TH  
AVENUE**

(Street)

**NEW YORK, NY 10001**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**DUANE READE [DRD]**

3. Date of Earliest Transaction  
(Month/Day/Year)

**11/10/2003**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Senior VP - Sales & Marketing

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**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 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/10/2003		X <sup>(1)</sup>	98,000 D	\$ 0 (1) 55,237	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of  
information contained in this form are not  
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SEC 1474  
(9-02)

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

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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	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		
Prepaid Variable Forward Transaction	\$ 0 <sup>(1)</sup>	11/10/2003		X <sup>(1)</sup>	0 <u>(1)</u>	11/10/2003	11/10/2003	Common Stock		98,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CHARBONEAU GARY C/O DUANE READE INC 440 9TH AVENUE NEW YORK, NY 10001	Senior VP - Sales & Marketing

## Signatures

/s/ Gary  
Charboneau 11/03/2004  
 \*\*Signature of Reporting Person Date

## Explanation of Responses:

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

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The transactions reported on this Form 4 represent physical settlement of a Prepaid Variable Forward Transaction that was entered into by the Reporting Person on May 10, 2002 with an unrelated third party (the "Buyer") relating to 98,000 shares of the issuer's common stock and described in the Reporting Person's Form 4 filed via paper submission with the Securities and Exchange Commission on August 28, 2002. The Prepaid Variable Forward Transaction specified a "Floor Price" of \$32.64 and a "Cap Price" of \$45.70. At settlement, the Reporting Person (since he did not elect cash settlement and the closing price on November 10, 2003 was less than the Floor Price) was obligated to deliver to Buyer 98,000 shares of the issuer's common stock. Pursuant to the Prepaid Variable Forward Transaction, the Reporting Person received a prepayment from Buyer in the amount of \$2,670,304 representing the purchase price of the shares subject to the Prepaid Variable Forward Transaction.

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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