TERRY WILLIAM E
Form 4
November 06, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 4
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 Instructions 1(b).

1. Name and Address of Reporting Person
Terry, William E.

P. O. Box 14687
Spokane, WA 99214
USA

2. Issuer Name and Ticker or Trading Symbol
Key Tronic Corporation
KTCC

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Day/Year
10/29/2002

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(X) Director ( ) 10% Owner ( ) Officer (give title below) ( ) Other (specify below)

7. 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	2. Transaction Date	2A. Execution Date	3. Transaction Code	V	4. Securities Acquired (A) or Disposed of (D) Amount	A/D	Price	5. Amount of Securities Beneficially Owned Following Reported Trans(s)

Table II -- Derivative Securitites Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction (Month/Day/Year)	3A. Deemed Execution (Month/Day/Year)	4. Transaction Code	V	5. Number of Derivative Securities Acquired(A) or Disposed of(D) Amount	A/D	6. Date Exercisable and Expiration Date(Month/Day/Year) Date Exercisable	Expiration Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Derivative Security
Option (Right to Buy)*	1.20	10/29/02		A*		7,500	A	**	10/29/12	Common Stock	7,500

Explanation of Responses:
* Option granted pursuant to Key Tronic Corporation Amended & Restated 1990 Stock Option Plan for Non-Employee Directors.
** 1/2 vests 10/29/03; 1/2 vests 10/29/04.
SIGNATURE OF REPORTING PERSON
William E. Terry
/S/ William E. Terry
DATE
November 5, 2002