

OMB APPROVAL

OMB Number: 3235-0362
Expires: December 31, 2005
Estimated average burden
hours per response.....1.0

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 5

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

[] Form 3 Holdings Reported

[] Form 4 Transactions Reported

1. Name and Address of Reporting Person*

Federspiel John
(Last) (First) (Middle)

7 Giordano Drive

(Street)

Cortlandt Manor, New York 10567

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

PDI, Inc. Nasdaq National Market : "PDII"

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

December 31, 2002

5. If Amendment, Date of Original (Month/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

<TABLE>
<CAPTION>

Table with 10 columns: 1. Title of Security (Instr. 3), 2. Action Date (mm/dd/yy), 2A. Deemed Date (mm/dd/yy), 3. Transaction Code (Instr. 8), 4. Disposed of (D) or Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5), 5. Amount (A) or (D), 6. Amount of Securities Owned at the End of Fiscal Year (Instr. 3 & 4), 7. Ownership Form: Direct (D) or Indirect (I), 8. Nature of Ownership, 9. Indirect Ownership (Instr. 4), 10. Beneficial Ownership (Instr. 4).

</TABLE>

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

FORM 5 (continued)

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

<TABLE>
<CAPTION>

1.	2.	3.	4.	5.	6.	7.	8.	9.	10.	11.	
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative (Instr. 3)	Transaction Date (mm/dd/yy)	Deemed Transaction Code (Instr. 3A)	Number of Derivatives (Instr. 4)	Acquired or Disposed of (Instr. 4)	Exercisable Date (Month/Day/Year) (Instr. 4)	Title and Amount of Underlying Securities (Instr. 4)	Owner-ship of Derivative (Instr. 9)	Derivative Security (Instr. 10)	Derivative Security (Instr. 10)	Nature of Beneficially Owned Derivative (Instr. 11)

<S> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C> <C>

Stock Option (right to buy) \$21.10 *1 12/21/11 Common Stock 10,000 10,000 D

Stock Option (right to buy) \$14.16 07/18/02 A 7,500 *2 07/18/12 Common Stock 7,500 7,500 D

</TABLE>

Explanation of Responses:

*1: The stock option granted on 12/21/01 is exercisable as follows: i) 3,334 are currently exercisable; and ii) 3,333 shares on each of the 1st and 2nd anniversaries of the grant date, respectively.

*2: The stock option granted on 7/18/02 is exercisable as follows: i) 2,500 are currently exercisable; ii) 2,500 shares on 07/18/03; and iii) 2,500 shares on 07/18/04 .

/s/ John Federspiel

2/7/03

**Signature of Reporting Person

Date

** 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 provided is insufficient, see Instruction 6 for procedure.