

OMB APPROVAL

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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\*

Cotugno Stephen

(Last) (First) (Middle)

c/o PDI, Inc.
10 Mountainview Road

(Street)

Upper Saddle River New Jersey 07458

(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)

[ ] Director [ ] 10% Owner
[X] Officer (give title below) [ ] Other (specify below)

Executive Vice President

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 11 columns: 1. Title of Security (Instr. 3), 2. Transaction Date (mm/dd/yy) (Instr. 3 and 4), 3. Execution Date (mm/dd/yy) (Instr. 3 and 4), 4. Code (Instr. 8), 5. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5), 6. Amount of Securities Acquired or Disposed of (A) or (D) (Instr. 3, 4 and 5), 7. Price (Instr. 3 & 4), 8. Owner-ship Form: (I) or (D) (Instr. 3 & 4), 9. Direct or Indirect (Instr. 3 & 4), 10. Nature of Beneficial Ownership (Instr. 4), 11. <C>

Common Stock, par value \$.01 per share 03/07/2002 A 1,437 A \$20.47 2,916 D

</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.
Title of Derivative Security (Instr. 3)	Conversion or Exercise Price (Instr. 3)	Transaction Date (mm/dd/yy)	Code of Action (Instr. 3A)	Number of Securities Acquired or Disposed of (Instr. 4)	Date of Acquisition or Disposition (Month/Day/Year) (Instr. 4)	Title and Amount of Underlying Securities (Instr. 5)	Price of Derivative Security (Instr. 3 and 4)	Ownership of Derivative Security (Instr. 9)	Number of Shares of Underlying Securities (Instr. 5)	Nature of Derivative Security (Instr. 11)

<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Stock Option (right to buy)	\$16.00				*1	Common 5/19/08 Stock	6,670		6,670	D
Stock Option (right to buy)	\$27.1875				*2	Common 10/28/09 Stock	10,000		10,000	D
Stock Option (right to buy)	\$59.50				*3	Common 02/14/11 Stock	13,981		13,981	D
Stock Option (right to buy)	\$15.74	03/07/02	A	14,013	*4	Common 03/07/12 Stock	14,013		14,013	D

</TABLE>

Explanation of Responses:

\*1: The employee stock option, with a right to buy, granted on 05/19/98 is currently exercisable with respect to all 6,670 shares.

\*2: The employee stock option, with a right to buy, granted on 10/28/99 is currently exercisable with respect to all 10,000 shares.

\*3: The option granted 02/14/01 is exercisable as follows: i) 4,661 as of 02/14/02, and ii) 4,660 on each of 02/14/03 and 02/14/04.

\*4: The option granted 03/07/02 is exercisable to purchase 4,671 on each of 03/07/03, 03/07/04 and 03/07/05.

/s/ Stephen Cotugno

2/7/03

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\*\*Signature of Reporting Person

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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.