

O BRYANT ALLAN
 Form 5
 February 11, 2003

FORM 5

UNITED STATES SECURITIES AND
 EXCHANGE COMMISSION

Washington, DC 20549

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

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

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol		6. Relationship of Reporting Person to Issuer (Check all applicable)									
O'Bryant, Allan			AFLAC INCORPORATED (AFL)		<table border="1"> <tr> <td><input type="checkbox"/></td> <td>Director</td> <td><input type="checkbox"/></td> <td>10% Owner</td> </tr> <tr> <td><input checked="" type="checkbox"/></td> <td>Officer</td> <td colspan="2">Other (specify title below)</td> </tr> </table>		<input type="checkbox"/>	Director	<input type="checkbox"/>	10% Owner	<input checked="" type="checkbox"/>	Officer	Other (specify title below)	
<input type="checkbox"/>	Director	<input type="checkbox"/>	10% Owner											
<input checked="" type="checkbox"/>	Officer	Other (specify title below)												
7405 Winding Ridge Road			3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Year	7. Individual or Joint/Group Reporting Person (check applicable line)									
(Last)	(First)	(Middle)		12/31/2002	<table border="1"> <tr> <td><input checked="" type="checkbox"/></td> <td>Form Filed by One Reporting Person</td> </tr> <tr> <td><input type="checkbox"/></td> <td>Form Filed by More than One Reporting Person</td> </tr> </table>		<input checked="" type="checkbox"/>	Form Filed by One Reporting Person	<input type="checkbox"/>	Form Filed by More than One Reporting Person				
<input checked="" type="checkbox"/>	Form Filed by One Reporting Person													
<input type="checkbox"/>	Form Filed by More than One Reporting Person													
(Street)			Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially	5. If Amendment, Date of Original (Month/Year)										
Columbus, GA 31904														
(City)	(State)	(Zip)												

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1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execu- tion Date, if any (Month/ Day/ Year)	3. Title Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Security Ben- eficially Owned at end of Fiscal Year (Instr. 3 and 4)	6. Owner- ship Form: Di- rect (D) or Indi- rect (I) (Instr. 4)	7. N
			Amount	(A) or (D)	Price			

* If the form is filed by more than one reporting person, see instruction 4(b)(v).
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 (Over)
 SEC2270
 (9-02)

FORM 5 (continued)		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. Con- version or Exercise Price of Deriva- tive Sec-	3. Trans- -action Date (Month/ Day/ Year)	3A. Deem- -ed Ex- ecution Date, if any (Month/ Day/ Year)	4. Trans- -action Code (Instr.8)	5. Number of Deriva- -tive Securities Ac- -quired	6. Date Exercis- -able and Expi- -ration Date (Month/Day/ Year)	7. Title and Amount of Underly- -ing Securities (Instr. 3 and 4)

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	urity		Day/ Year)		(A) or Dis- posed of (D) (Instr. 3, 4 and 5)		Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares
					(A)	(D)				
Stock Units		12/31/01 (1)		I	1,295		(1)		Common Stock	1,295
Stock Units		12/31/02 (2)		I	5,273		(2)		Common Stock	5,273

Explanation of Responses:

(1) The phantom stock units were accrued under AFLAC Incorporated Executive Deferred Compensation Plan (EDCP). The EDCP holds Stock Units on the reporting party's behalf representing the value of the Common Stock. The stock units were accrued between 06/01/01 to 12/31/01 at prices ranging from \$24.6685 to \$33.2525.

(2) The phantom stock units were accrued under AFLAC Incorporated's Executive Deferred Compensation Plan (EDCP). The EDCP holds Stock Units on the reporting party's behalf representing the value of the Common Stock. The stock units were accrued between 01/01/02 through 06/06/02 at prices ranging from \$26.4589 to \$31.1944.

** 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

**Signature of Reporting Person

Date

By: Patricia A. Bell
For: Allan O'Bryant

manually signed.

If space is insufficient, *see* Instruction 6 for procedure.

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