

REGISTER MARK  
Form 4  
February 05, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person\* 2. Issuer Name and Ticker or Trading Symbol 6.

REGISTER	MARK		MERCATOR SOFTWARE, INC. (MCTR)		
(Last)	(First)	(Middle)	3. IRS Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement for Month/Day/Year	X ---
c/o Mercator Software, Inc. 45 Danbury Road				1/31/2003	Exe Fin
(Street)				5. If Amendment, Date of Original (Month/Year)	7. X ---
Wilton	CT	06897			---

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR TRANSFERRED

1. Title of Security (Instr. 3)	2. Transaction Date	2A. Deemed Execution Date, if any	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Price
	(Month/Day/Year)	(Month/Day/Year)	Code V	Amount (A) or (D)	Price
COMMON STOCK-ESPP PURCHASE	1/31/03		P V	2,886 A	\$1.0795 PER SHARE



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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, SEE Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control Number.