

WESTSPHERE ASSET CORP INC
 Form 4/A
 March 21, 2003

FORM 4

**UNITED STATES SECURITIES AND
 EXCHANGE COMMISSION
 Washington, DC 20549**

**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

OMB APPROVAL
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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).

| | | | | | | | | | |
|---|--------------------------------------|--|---|--|-------------------------------------|--|---|--|--|
| (Print or Type Responses) 1. Name and Address of Reporting Person* | | 2. Issuer Name and Ticker or Trading Symbol WestspHERE asset Corporation, Inc. | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| | | | | <input checked="" type="checkbox"/> Director | <input checked="" type="checkbox"/> | 10% Owner | | | |
| Mac Donald Douglas Norman | | | | <input checked="" type="checkbox"/> Officer (give title below) | Other (specify below) | | | | |
| | | | | President & CEO | | | | | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) | 4. Statement for Month/Day/Year | | 7. Individual or Joint/Group Filing (Check Applicable Line) | | | |
| 45 Sheridan Drive | | | | 5. If Amendment, Date of Original (Month/Day/Year) January/22/2003 | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | | | |
| (Street) St. Albert Alberta T8N 0J1 | | | | | | <input type="checkbox"/> Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) | Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | |
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr.8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common Stock Class A | N/A | | Code - V | Amount | (A) or (D) | Price | 2,057,410 | I | Mr. Mac Donald is President of Mac Donald Venture corp. |
| Common Stock Class A | N/A | | | 600,000 | A | N/A | 600,000 | D | |
| Common Stock Class A | Jan/21/03 | | P | 427,000 | A | .06 | 427,000 | I | |

Mr. Mac
Donald is
part owner
of 989939
Alberta Ltd.

| | | | | | | | | | | | |
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

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.

(Over)
SEC 1474 (9-02)

| FORM 4 (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. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr.8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
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Explanation of Responses:

I just realized today that I made an error on Mr. Mac Donald's filing for Jan/22/03. I put the wrong number of shares owned by Mr. Mac Donald under Mac Donald Venture Indirect Ownership and I left out 375,000 shares under the Direct ownership of Mr. Mac Donald. Would you please use this Form 4 A as a replacement and cancel the form 4 that I filed on Jan/22/2003. This was my first attempt at filing and as a result I was a little overwhelmed by the process.

Sonia Goeseels

/s/ Douglas N. Mac Donald

March/ 20/2003

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

**Signature of Reporting Person

Date

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 is insufficient,

see Instruction 6 for procedure.

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