MATERIAL SCIENCES CORP
Form 4
April 15, 2003

1. Name and Address of Reporting Person
   HOHMANN, L., FRANK L.
   c/o Barbara Nims, esq.
   Davis Polk & Wardwell
   450 Lexington Avenue
   New York, NY 10017
2. Issuer Name and Ticker or Trading Symbol
   MATERIAL SCIENCES CORPORATION (MSC)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
   02/01/2003 R1
5. If Amendment, Date of Original (Month/Day/Year)
   02/04/2003
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
   (X) Director (X) 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

1. Title of Security	2. Transaction Date (Month/Day/Year)	2A. Execution Date (Month/Day/Year)	3. Transaction Code	V	4. Securities Acquired (A) or Disposed of (D) Amount	A/D	Price	5. Amount Securities Beneficially Owned Following Reported Transa
Common Stock								176165
Common Stock								40000
Common Stock								10700
Common Stock								5000

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Execution Date (Month/Day/Year)	4. Transaction Code	V	5. Number of Derivative Securities Acquired(A) Disposed(D) (A)	(D)	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Exercisable	Expiration Date	7. Title and Amount of Underlying Securities Title	Amount or Number of Shares

Stock Option	$12.34	02/01/2003		A	3242	02/01/2004	02/01/2013	Common Stock	3242		

Explanation of Responses:

SIGNATURE OF REPORTING PERSON
/s/ FRANK L. HOHMANN, L.

DATE
04/15/2003