

FASTER WALTER  
Form 4  
December 17, 2002

**FORM 4**

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

## 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).

**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(f) of the Investment Company Act of 1940

(Print or Type  
Responses)

| 1. Name and Address of Reporting Person*<br><br><b>Faster, Walter</b> | 2. Issuer Name and Ticker or Trading Symbol<br><br><b>Mentor Corporation ("MNTR")</b> |                                                             | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><br><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><br><input type="checkbox"/> Officer (give title below)<br><br><input type="checkbox"/> Other (specify below) |   |                                                                   |            |         |                                                                                               |  |                                                          |                                                       |
|-----------------------------------------------------------------------|---------------------------------------------------------------------------------------|-------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|-------------------------------------------------------------------|------------|---------|-----------------------------------------------------------------------------------------------|--|----------------------------------------------------------|-------------------------------------------------------|
| (Last) (First) (Middle)<br><b>201 Mentor Drive</b>                    | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)         | 4. Statement for Month/Day/Year<br><b>December 16, 2002</b> |                                                                                                                                                                                                                                                                                 |   |                                                                   |            |         |                                                                                               |  |                                                          |                                                       |
| (Street)<br><b>Santa Barbara, CA 93111</b>                            |                                                                                       | 5. If Amendment, Date of Original (Month/Year)              | 7. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><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) |
|                                                                       |                                                                                       |                                                             | Code                                                                                                                                                                                                                                                                            | V | Amount                                                            | (A) or (D) | Price   |                                                                                               |  |                                                          |                                                       |
| Common Stock                                                          | 12/5/02                                                                               | 12/5/02                                                     | G                                                                                                                                                                                                                                                                               |   | 976                                                               | D          | \$42.99 | 72,524                                                                                        |  | D                                                        |                                                       |

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| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned<br>(e.g., puts, calls, warrants, options, convertible securities) |                                                                    |                                         |
|-------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                                                                                             | 2. Conversion or<br>Exercise Price<br>of<br>Derivative<br>Security | 3. Transaction Date<br>(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  
Securities  
Beneficially  
Owned at  
End of Month  
(Instr. 4)

11. Nature of  
Indirect  
Beneficial  
Ownership  
(Instr. 4)

Code

V

(A)

(D)

Date Exercisable

Expiration Date

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Title

Amount or Number of Shares

90,000

D

Explanation of Responses:

/s/ADEL MICHAEL

December 16, 2002

—  
\*\*Signature of Reporting Person

Date

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).

\*\* 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, on of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure