

MCGUIRE JOSEPH G
 Form 5
 November 15, 2001

 FORM 5

 OMB APPROVAL

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// CHECK BOX IF NO LONGER SUBJECT TO SECTION 16. FORM 4 OR FORM 5 OBLIGATIONS MAY CONTINUE. SEE INSTRUCTION 1(b).
 // FORM 3 HOLDINGS REPORTED
 // FORM 4 TRANSACTIONS REPORTED

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 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(f) of the Investment Company Act of 1940

| | | | | | |
|--|----------|----------|--|--|------|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol | | 6. R |
| McGuire, | Joseph | G. | Tweeter Home Entertainment Group, Inc. TWTR | | t |
| (Last) | (First) | (Middle) | | | |
| 40 Pequot Way | | | 3. IRS Identification Number of Reporting Person, if an entity (Voluntary) | | |
| | | | 4. Statement for Month/Year | | |
| | (Street) | | 9/2001 | | |
| Canton, | MA | 02021 | | | |
| (City) | (State) | (Zip) | 5. If Amendment, Date of Original (Month/Year) | | |
| | | | | | 7. I |
| | | | | | (|

TABLE 1 -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL

| 1. Title of Security (Instr. 3) | 2. Transaction Date (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 (Instr. 3) |
|---------------------------------|--------------------------------------|--------------------------------|---|------------|-------|------------------------------------|
| | | | Amount | (A) or (D) | Price | |
| Common Stock | 10/27/2000 | P | 1,312 | A | 3.62 | 25, |
| Common Stock | 5/22/2001 | G(1) | 1,480 | D | 28.65 | 25, |

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

FORM 5 (CONTINUED)

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL
(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) | 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. |
|---|--|---|-----------------------------------|--|---|-----------------|
| | | | | (A) (D) | Date Exercisable | Expiration Date |

| | | | | | | |
|--------|------|------------|---|-------|--|--|
| OPTION | 3.62 | 10/27/2000 | X | 1,312 | | |
|--------|------|------------|---|-------|--|--|

| | | | | | | |
|--------|-------|-----------|------|--------|---------|---------|
| OPTION | 12.97 | 9/27/2001 | J(2) | 25,000 | 9/27/02 | 9/27/07 |
|--------|-------|-----------|------|--------|---------|---------|

| 1. Title of Derivative Security | 9. Number of Derivative | 10. Ownership of Derivative | 11. Nature of Indirect |
|---------------------------------|-------------------------|-----------------------------|------------------------|
|---------------------------------|-------------------------|-----------------------------|------------------------|

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| (Instr. 3) | Securities Beneficially Owned at End of Year (Instr. 4) | Security: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) |
|------------|---|--|---------------------------------------|
| OPTION | 82,400 | D | |
| OPTION | 82,400 | D | |
| | | | |
| | | | |
| | | | |

Explanation of Responses:

- Gift of 1,480 shares to Bethany Congregational Church, Foxboro, MA.
- The 25,000 option shares granted 9/27/2001 are subject to an annual vesting schedule, to be fully vested by 9/27/2004.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

/s/ J

**Sig

Note: File three copies of this Form, one of which must be manually signed.
 If space provided 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.