

RAYMOND JAMES FINANCIAL INC

Form 4

January 17, 2003

**FORM
4**

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

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION Washington, D.C. 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 1934 or Section 30(f) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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(Print or Type Responses)

1. Name and Address of Reporting Person*

2. Issuer Name and Ticker or Trading Symbol

6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

Shuck Robert F. III

Raymond James Financial (RJF)

☒ Director 10%
Owner

(Last) (First) (Middle) 3. IRS or Social Security

4. Statement for

☒ Officer (give title below) Other
(specify below)

880 Carillon Parkway
(Street)

Number of Reporting Person (Voluntary)

Month/Day/Year
January 17, 2003

Vice Chairman
7. Individual or Joint/Group Filing (Check Applicable Line)

5. If Amendment

☒ Form filed by One Reporting Person

Date of Original

Form filed by More than One Reporting Person

St.

Petersburg FL 33716
(City) (State) (ZIP)

(Month/Day/Year)

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 at Following Reported Transaction (I) (Instr. 3 and 4)	6. Nature of Ownership (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
Raymond James Financial, Inc. (RJF)			Code V	Amount (D) Price	\$		
RJF Common Stock	1/15/2003		M	3,750 A 22.167	258,237 D		
RJF Common Stock					215,893 I		Spouse
RJF Common Stock					2,981 I		ESOP

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

(Over)
SEC
1474
(7-96)

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

FORM

4 Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Transaction	3. Date of Transaction	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned at End of Month (Instr. 4)	10. Owner of Derivative Security (D) or Indirect (I) (Instr. 4)	11. Nature of Beneficial Ownership (Instr. 4)
Employee Stock Option (Right to buy)		22.167 1/15/2003	M	3,750						
Employee Stock Option (Right to buy)					9/28/2003	Common stock	200	20.5000		
Employee Stock Option (Right to buy)					9/27/2004	Common stock	1000	19.1875		
Employee Stock Option (Right to buy)					10/2/2005	Common stock	300	31.3750		

buy)									
Employee									
Stock									
Option									
(Right									
to									
buy)					Common				
	10/1/2006	12/1/2006	stock	300	26.0500				
Employee									
Stock									
Option									
(Right									
to					Common				
buy)	11/28/04-11/28/06	1/28/2007	stock	4,000	32.0000				
Employee									
Stock									
Option									
(Right									
to					Common				
buy)	11/28/2004	1/28/2007	stock	325	32.0000				
Employee									
Stock									
Option									
(Right									
to					Common				
buy)	11/28/04-11/28/06	1/28/2007	stock	425	32.0000				
Employee									
Stock									
Option									
(Right									
to					Common				
buy)	11/21/05-11/21/07	1/21/2008	stock	300	32.5400	6,850	D		
Call									
options									
(obligation									
to					Common				
sell)	11/4/2002	5/17/2003	stock	5,000	190.00		D		
Call									
options									
(obligation									
to					Common				
sell)	11/4/2002	5/17/2003	stock	5,000	190.00		I	Spouse	

Explanation of Responses:

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

/S/ ROBERT F. SHUCK
**Signature of Reporting Person

1/17/2003
Date

Note: File three copies of this Form, one of which must be manually signed.
If space is insufficient,
see Instructions 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.

