



**Edgar Filing: SIMPSON BARCLAY - Form 4**

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion or<br>Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/<br>Day/<br>Year) | 3A. Deemed<br>Execution<br>Date,<br>if any<br>(Month/<br>Day/<br>Year) | 4. Transaction<br>Code<br>(Instr. 8) |  | 5. Number of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br><br>(Instr. 3, 4 & 5) |  | 6. Date Exercisable<br>and Expiration<br>Date<br>(Month/Day/<br>Year) |  | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 & 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10. Ownership<br>Form<br>of Derivative<br>Security:<br>Direct<br>(D)<br>or<br>Indirect<br>(I)<br>(Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|-----------------------------------------------------|--------------------------------------------------------------------|----------------------------------------------------|------------------------------------------------------------------------|--------------------------------------|--|---------------------------------------------------------------------------------------------------------------|--|-----------------------------------------------------------------------|--|-------------------------------------------------------------------------|--|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|
|                                                     |                                                                    |                                                    |                                                                        |                                      |  |                                                                                                               |  |                                                                       |  |                                                                         |  |                                                     |                                                                                                                            |                                                                                                             |                                                                    |
| Options<br>on<br>Common<br>Stock                    |                                                                    |                                                    |                                                                        |                                      |  |                                                                                                               |  |                                                                       |  |                                                                         |  |                                                     | 250                                                                                                                        | D                                                                                                           |                                                                    |
| Options<br>on<br>Common<br>Stock                    |                                                                    |                                                    |                                                                        |                                      |  |                                                                                                               |  |                                                                       |  |                                                                         |  |                                                     | 250                                                                                                                        | D                                                                                                           |                                                                    |
| Options<br>on<br>Common<br>Stock                    |                                                                    |                                                    |                                                                        |                                      |  |                                                                                                               |  |                                                                       |  |                                                                         |  |                                                     | 250                                                                                                                        | D                                                                                                           |                                                                    |
| Options<br>on<br>Common<br>Stock                    |                                                                    |                                                    |                                                                        |                                      |  |                                                                                                               |  |                                                                       |  |                                                                         |  |                                                     | 250                                                                                                                        | D                                                                                                           |                                                                    |
| Options<br>on<br>Common<br>Stock                    |                                                                    |                                                    |                                                                        |                                      |  |                                                                                                               |  |                                                                       |  |                                                                         |  |                                                     | 250                                                                                                                        | D                                                                                                           |                                                                    |
| Options<br>on<br>Common<br>Stock                    |                                                                    |                                                    |                                                                        |                                      |  |                                                                                                               |  |                                                                       |  |                                                                         |  |                                                     | 250                                                                                                                        | D                                                                                                           |                                                                    |
| Options<br>on<br>Common<br>Stock                    |                                                                    |                                                    |                                                                        |                                      |  |                                                                                                               |  |                                                                       |  |                                                                         |  |                                                     | 250                                                                                                                        | D                                                                                                           |                                                                    |
| Options<br>on<br>Common<br>Stock                    |                                                                    |                                                    |                                                                        |                                      |  |                                                                                                               |  |                                                                       |  |                                                                         |  |                                                     | 250                                                                                                                        | D                                                                                                           |                                                                    |

Explanation of Responses:

(1) The shares are owned by the Simpson PSB Fund, a California nonprofit public benefit corporation, of which Barclay Simpson is a member of the Board of Directors. Barclay Simpson disclaims beneficial ownership of these shares.

By: /s/ **Barclay Simpson**  
**Barclay simpson, Chairman**  
 \*\*Signature of Reporting Person

**01/31/03**  
 Date

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

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

If space is insufficient, See Instruction 6 for procedure.

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 Number.