

RAYMOND JAMES FINANCIAL INC
 Form 4
 January 21, 2003

FORM

4

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

OMB APPROVAL

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**

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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

(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)

Greene	Milton Anthony	Raymond James Financial (RJF)	<input checked="" type="checkbox"/>	10%
(Last)	(First) (Middle)	3. IRS or Social Security Number of Reporting Person (Voluntary)	Director	Owner
880 Carillon Parkway		4. Statement for Month/Day/Year January 21, 2003	Officer (give title below)	Other (specify)
(Street)		5. If Amendment		
St.		Date of Original (Month/Day/Year)	7. Individual or Joint/Group Filing (Check Applicable Line)	
Petersburg FL 33716			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
(City) (State) (ZIP)			Form filed by More than One Reporting Person	

Table I – Non Derivative Securities Acquired, Disposed of, or beneficially Owned

1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	2A. Deemed Execution Date, if any (Month/Day/Year (Instr. 8))	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Owner- ship Beneficially Owned at Reporting (Instr. 3 and 4)	6. Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Raymond James Financial, Inc. (RJF) RJF Common Stock	1/17/2003		M	9,000 A 22.167	415,090	D	
RJF Common Stock					176,568	I	ESOP
RJF Common Stock					8,263	I	Spouse

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

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

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

1. Title of Derivative Security	3. Transaction	3.A Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number or 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 Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form (D or I) (Instr. 4)	11. Nature of Beneficial Ownership (Instr. 4)
Employee Stock Option (Right to buy)		\$ 22.167 1/17/2003	M	9,000						
Employee Stock Option (Right to buy)					11/18/02-11/18/04	Common stock	20.6250	6,000		
Employee Stock Option (Right to buy)					1/28/2007	Common stock	32.0000	16,000	D	

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/ M. ANTHONY GREENE
**Signature of Reporting Person

1/21/2003
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.

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