

Edgar Filing: PARTRIDGE JACK W - Form 4/A

PARTRIDGE JACK W
Form 4/A
November 15, 2002

OMB APPROVAL

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U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 4/A

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

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

1. Name and Address of Reporting Person*

Partridge Jack W.

(Last) (First) (Middle)

c/o SPAR Group, Inc.
580 White Plains Road

(Street)

Tarrytown New York 10591

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

SPAR Group, Inc. ("SGRP")

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

November 11, 2002

5. If Amendment, Date of Original (Month/Day/Year)

November 11, 2002

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

Director 10% Owner
 Officer (give title below) Other (specify below)

7. Individual or Joint/Group Filing (Check applicable line)

Form filed by one Reporting Person
 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. Transaction Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount Securi Benefi Owned of Mon (Instr and 4)
			Code	V	Amount	(A) or (D)	Price	
Common Stock, par value \$.01	11/11/2002 (1)		M		6,156	A	\$.01	
Common Stock, par value \$.01	11/11/2002 (2)		M		1,405	A	\$.01	
Common Stock, par value \$.01	11/11/2002 (3)		M		1,117	A	\$.01	
Common Stock, par value \$.01	11/11/2002 (4)		M		1,111	A	\$.01	
Common Stock, par value \$.01	11/11/2002 (5)		M		1,179	A	\$.01	
Common Stock, par value \$.01								10,968

FORM 4 (continued)

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

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1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any (Month Day/Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Title	Amount or Number of Shares
Options to buy Common Stock	\$0.6875	01/29/01		A	10,000	Immed. 01/29/11	Common Stock	10,000
Options to buy Common Stock	\$1.75	01/29/02		A	2,500	(1) 01/29/12	Common Stock	2,500
Options to buy Common Stock	\$.01	11/11/02 (1)		M	6,156	Immed.	Common Stock	6,156
Options to buy Common Stock	\$.01	11/11/02 (2)		M	1,405	Immed.	Common Stock	1,405
Options to buy Common Stock	\$.01	11/11/02 (3)		M	1,117	Immed.	Common Stock	1,117
Options to buy Common Stock	\$.01	11/11/02 (4)		M	1,111	Immed.	Common Stock	1,111
Options to buy Common Stock	\$.01	11/11/02 (5)		M	1,179	Immed.	Common Stock	1,179
Options to buy Common Stock								

Explanation of Responses:

- (1) Option granted on January 29, 2002 and vests as to 2,500 shares on January 29, 2003.
- (2) Option to buy granted to Reporting Person on November 1, 2001.
- (3) Option to buy granted to Reporting Person on December 31, 2001.
- (4) Option to buy granted to Reporting Person on March 28, 2002.
- (5) Option to buy granted to Reporting Person on June 28, 2002.
- (6) Option to buy granted to Reporting Person on September 30, 2002.

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/s/ Lawrence David Swift

11/15/02

**Signature of Reporting Person

Date

Lawrence David Swift, as attorney-in-fact under
Power of Attorney Grant and Confirming Statement
dated November 7, 2002.

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, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.

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