

Edgar Filing: PARTRIDGE JACK W - Form 4/A

PARTRIDGE JACK W  
Form 4/A  
November 15, 2002

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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")  
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3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)  
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4. Statement for Month/Year

November 11, 2002  
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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.<br>Title of Security<br>(Instr. 3) | 2.<br>Transaction<br>Date<br>(mm/dd/yy) | 2A.<br>Deemed<br>Execution<br>Date, if<br>any<br>(mm/dd/yy) | 3.<br>Transaction<br>Code<br>(Instr. 8) |   | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |                  |       | 5.<br>Amount<br>Securi<br>Benefi<br>Owned<br>of Mon<br>(Instr<br>and 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|---|----------------------------------------------------------------------------|------------------|-------|-------------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V | Amount                                                                     | (A)<br>or<br>(D) | Price |                                                                         |
| Common Stock,<br>par value \$.01      | 11/11/2002 (1)                          |                                                             | M                                       |   | 6,156                                                                      | A                | \$.01 |                                                                         |
| Common Stock,<br>par value \$.01      | 11/11/2002 (2)                          |                                                             | M                                       |   | 1,405                                                                      | A                | \$.01 |                                                                         |
| Common Stock,<br>par value \$.01      | 11/11/2002 (3)                          |                                                             | M                                       |   | 1,117                                                                      | A                | \$.01 |                                                                         |
| Common Stock,<br>par value \$.01      | 11/11/2002 (4)                          |                                                             | M                                       |   | 1,111                                                                      | A                | \$.01 |                                                                         |
| Common Stock,<br>par value \$.01      | 11/11/2002 (5)                          |                                                             | M                                       |   | 1,179                                                                      | A                | \$.01 |                                                                         |
| Common Stock,<br>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.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conver-<br>sion<br>or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3A.<br>Deemed<br>Execution<br>Date, if<br>any<br>(Month<br>Day/Year) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8)<br>-----<br>Code V | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>-----<br>(A) (D) | 6.<br>Date<br>Exercisable<br>and<br>Expiration Date<br>(Month/Day/Year)<br>-----<br>Date Expira-<br>tion<br>Date | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br>-----<br>Amount<br>or<br>Number<br>of<br>Shares |
|--------------------------------------------------------|-------------------------------------------------------------------------------------------------|------------------------------------------------------------|----------------------------------------------------------------------|--------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------|
| Options to<br>buy Common<br>Stock                      | \$0.6875                                                                                        | 01/29/01                                                   |                                                                      | A                                                                  | 10,000                                                                                                                             | Immed. 01/29/11                                                                                                  | Common<br>Stock 10,000                                                                                                       |
| Options to<br>buy Common<br>Stock                      | \$1.75                                                                                          | 01/29/02                                                   |                                                                      | A                                                                  | 2,500                                                                                                                              | (1) 01/29/12                                                                                                     | Common<br>Stock 2,500                                                                                                        |
| Options to<br>buy Common<br>Stock                      | \$.01                                                                                           | 11/11/02<br>(1)                                            |                                                                      | M                                                                  | 6,156                                                                                                                              | Immed.                                                                                                           | Common<br>Stock 6,156                                                                                                        |
| Options to<br>buy Common<br>Stock                      | \$.01                                                                                           | 11/11/02<br>(2)                                            |                                                                      | M                                                                  | 1,405                                                                                                                              | Immed.                                                                                                           | Common<br>Stock 1,405                                                                                                        |
| Options to<br>buy Common<br>Stock                      | \$.01                                                                                           | 11/11/02<br>(3)                                            |                                                                      | M                                                                  | 1,117                                                                                                                              | Immed.                                                                                                           | Common<br>Stock 1,117                                                                                                        |
| Options to<br>buy Common<br>Stock                      | \$.01                                                                                           | 11/11/02<br>(4)                                            |                                                                      | M                                                                  | 1,111                                                                                                                              | Immed.                                                                                                           | Common<br>Stock 1,111                                                                                                        |
| Options to<br>buy Common<br>Stock                      | \$.01                                                                                           | 11/11/02<br>(5)                                            |                                                                      | M                                                                  | 1,179                                                                                                                              | Immed.                                                                                                           | Common<br>Stock 1,179                                                                                                        |
| Options to<br>buy Common<br>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

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\*\*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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