

Edgar Filing: CALKIN LYNDA J - Form 4

CALKIN LYNDA J  
Form 4  
September 10, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 4

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 to Section 16. Form 4 or Form 5 obligations  
may continue. See Instruction 1(b).

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1. Name and Address of Reporting Person\*

Calkin, Lynda J.

-----  
(Last)

(First)

(Middle)

300 Crescent Court, Suite 1300

-----  
(Street)

Dallas, Texas 75201

-----  
(City)

(State)

(Zip)

-----  
2. Issuer Name and Ticker or Trading Symbol

Westwood Holdings Group, Inc. ("WHG")

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

-----  
4. Statement for Month/Year

July 2002

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

July 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)

Senior Vice President, Westwood Management Corp.

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

Form filed by one Reporting Person

Form filed by more than one Reporting Person

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Table I -- Non-Derivative Securities Acquired, Disposed of,  
or Beneficially Owned

| 6.           | 5.                | Owner-     | ship            | 7.          | 2.         | 3.              | 4.                      |
|--------------|-------------------|------------|-----------------|-------------|------------|-----------------|-------------------------|
| Securities   | Amount of         | Form:      | Nature of       | Transaction | Code       | Transaction     | Securities Acquired (A) |
| Beneficially | Owned at End      | Direct     | (D) or Indirect | (Instr. 8)  | (Instr. 8) | Disposed of (D) | (Instr. 3, 4 and 5)     |
| of Month     | Title of Security | Indirect   | Beneficial      | Date        | Code       | Amount          | or                      |
| Price        | (Instr. 3)        | (I)        | Ownership       | (mm/dd/yy)  | Code       | V               | (D)                     |
| (Instr. 3)   | (Instr. 4)        | (Instr. 4) | (Instr. 4)      |             |            |                 |                         |

|              |  |  |  |         |      |   |     |
|--------------|--|--|--|---------|------|---|-----|
| Common Stock |  |  |  | 6/28/02 | J(1) | V | 134 |
| Common Stock |  |  |  | 6/28/02 | J(1) | V | 755 |

\* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Response) (Over)

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

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(e.g., puts, calls, warrants, options, convertible securities)

| =====   |  |  |  |  |  |  |  |  |  |  |  |  |
|---|--|--|--|--|--|--|--|--|--|--|--|--|
| 10.   |  |  |  |  |  |  |  |  |  |  |  |  |
| 9. Owner-   |  |  |  |  |  |  |  |  |  |  |  |  |
| Number ship   |  |  |  |  |  |  |  |  |  |  |  |  |
| of Form   |  |  |  |  |  |  |  |  |  |  |  |  |
| 2.  |  |  |  |  |  |  |  |  |  |  |  |  |
| Deriv- of   |  |  |  |  |  |  |  |  |  |  |  |  |
| ative Deriv-  |  |  |  |  |  |  |  |  |  |  |  |  |
| 11.   |  |  |  |  |  |  |  |  |  |  |  |  |
| Conversion  |  |  |  |  |  |  |  |  |  |  |  |  |
| 5.  |  |  |  |  |  |  |  |  |  |  |  |  |
| 7.  |  |  |  |  |  |  |  |  |  |  |  |  |
| Amount Secur- ative Nature                                      |  |  |  |  |  |  |  |  |  |  |  |  |
| Underlying 8. ities Secur- of                                   |  |  |  |  |  |  |  |  |  |  |  |  |
| Price Bene- ity: In- 4.   |  |  |  |  |  |  |  |  |  |  |  |  |
| and 4) of ficially Direct Trans-                                |  |  |  |  |  |  |  |  |  |  |  |  |
| Acquired (A) Exercisable and (Instr. 3                          |  |  |  |  |  |  |  |  |  |  |  |  |
| or Disposed Expiration Date -----                               |  |  |  |  |  |  |  |  |  |  |  |  |
| 1. Deriv- Owned (D) or Bene-                                    |  |  |  |  |  |  |  |  |  |  |  |  |
| Amount ative at End In- ficial                                  |  |  |  |  |  |  |  |  |  |  |  |  |
| Title of Deriv- Date (Instr. 3,                                 |  |  |  |  |  |  |  |  |  |  |  |  |
| or Secur- of direct Owner-                                      |  |  |  |  |  |  |  |  |  |  |  |  |
| Derivative ative (Month/ 8) 4 and 5) Date Expira-               |  |  |  |  |  |  |  |  |  |  |  |  |
| Number ity Month (I) ship ----- Exer- tion                      |  |  |  |  |  |  |  |  |  |  |  |  |
| Security Secur- Day/ ----- Exer- tion                           |  |  |  |  |  |  |  |  |  |  |  |  |
| of (Instr. (Instr. (Instr. (Instr.                              |  |  |  |  |  |  |  |  |  |  |  |  |
| (Instr. 3) ity Year) Code V (A) (D) cisable Date Title          |  |  |  |  |  |  |  |  |  |  |  |  |
| Shares 5) 4) 4) 4)  |  |  |  |  |  |  |  |  |  |  |  |  |
| -----   |  |  |  |  |  |  |  |  |  |  |  |  |
| -----   |  |  |  |  |  |  |  |  |  |  |  |  |
| Employee Stock  |  |  |  |  |  |  |  |  |  |  |  |  |
| Option 15,000 \$12.90 7/2/02 A V 15,000 (3) Common 7/2/12 Stock |  |  |  |  |  |  |  |  |  |  |  |  |
| 15,000 15,000   |  |  |  |  |  |  |  |  |  |  |  |  |
| -----   |  |  |  |  |  |  |  |  |  |  |  |  |
| -----   |  |  |  |  |  |  |  |  |  |  |  |  |
| -----   |  |  |  |  |  |  |  |  |  |  |  |  |
| -----   |  |  |  |  |  |  |  |  |  |  |  |  |
| -----   |  |  |  |  |  |  |  |  |  |  |  |  |
| -----   |  |  |  |  |  |  |  |  |  |  |  |  |
| -----   |  |  |  |  |  |  |  |  |  |  |  |  |
| =====   |  |  |  |  |  |  |  |  |  |  |  |  |
| =====   |  |  |  |  |  |  |  |  |  |  |  |  |

Explanation of Responses:  
(1) Distribution of Westwood Holdings Group, Inc. from SWS Group, Inc.

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- (2) On June 21, 2002, the common stock of Westwood Holdings Group, Inc. was split 1,003.8-for-1, resulting in the reporting person's acquisition of 40,113 additional shares of common stock.
- (3) Options vest in four equal annual installments beginning July 2, 2003.

/s/ William R. Hardcastle, Jr.

9/9/02

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\*\*Signature of Reporting Person  
as Attorney-in-fact

-----  
Date

\*\* 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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