

BAIRNCO CORP /DE/
Form 4
May 01, 2003

U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

to Section 16. Form 4 or 5 obligations

may continue. See Instruction 1(b).

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

1.	2.	6.
Name and Address of Reporting Person *	Issuer Name and Ticker or Trading Symbol	Relation to Issuer
FICHTHORN LUKE III EBERLY	BAIRNCO CORPORATION BZ	(Check a
(Last)		
(First)	3.	<u>X</u> Dir
(Middle)	IRS or Social Security Number of Reporting Person (Voluntary)	— 10% Ow
2453 ALAQUA DRIVE	Statement for Month/Year	<u>X</u> Of
(Street)	5.	—

LONGWOOD	FLORIDA	32779	If Amendment, Date of Original (Month/Year)	Other (s)
<hr/>				
(City)	(State)	(Zip)		CHAIRMAN
				7. Individual
				<u> X </u> Person
				<u> </u> Reporting

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

1.	2.	2A. Deemed Execution Date, if any	3.	4.	5.
Title of Security (Instr. 3)	Trans-action Date		Transac- Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Amount Securities Beneficially Owned following Reported Transact (Instr. 3)
	(Month/ Day/ Year)	(Month/ Day/ Year)	Code V	Amount (A) Price or (D)	
Common Stock	4/30/03		P	5,000 A \$5.59	1
Restricted Common Stock (1)					
Common Stock					
Common Stock					
Total					1

* 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 Responses)

(Over)

SEC 1474 (9-02)

FORM 4 (continued)

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

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

1.	2.	3.	3A. Deemed	4.	5.	6.	7.	8.	9.
Title of	Conver-sion	Trans-action	Execu-tion	Trans-action	Number	Date Exercisable and	Title and	Price of	Nun
Derivative	or Exercise	Date	Date, if any	Code	of	Expiration Date (Month/	Amount of	Deriv-	Der
Security	Price of		(Month/Day/		Derivative	Day/Year)	Underlying	ative	Sec
(In str. 3)	Deriva-tive	(Month/Day	Year)	(Instr.	Acquired		Securities	Security	Ben
	Security	/Year)		8)	(A) or		(Instr. 3 and		Ow
					Disposed		4)	(Instr. 5)	Fol
					of (D)				Rep
						Date	Expira-tion	Amount	(Ins
					(Instr.	Exer-cisable	Date	or	
					3, 4,			Title Number	
					and 5)			of	
								Shares	

Code V (A) (D)

Purchase
Option

C/S

Explanation of Responses:

Note 1: Restricted stock award contingent upon 5 continuous years of employment, with cliff vesting of all shares upon the fifth anniversary of the date of the award. All shares are forfeited in the event of termination of employment prior to the five years, for other than retirement, death or disability. Recipient receives voting power and payment of dividends related to the shares during the vesting period.

/s/ Luke E. Fichthorn III 5/1/03

**

Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

**Signature of Reporting Person

Date

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.

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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