YOUNG JAMES N JR Form 5 November 07, 2002

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 5

ANNUAL 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(h) 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).

O Form 3 Holdings Reported

X Form 4 Transactions Reported

Name and Address of Reportin Person*	g 2.	Issuer Name and Ticker or Trading Symbol	3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)			
Young Jr. James N.		LOCAL FINANCIAL CORPORATION (LFIN)					
(Last) (First) (Middle)				If Amendment, Date of Original (<i>Month/Year</i>)			
c/o Local Financial Corporation 3601 N.W. 63rd Street	4.	Statement for Month/Year December 2002	5.				
(Street)		Relationship of Reporting Person(s) to Issuer (<i>Check All Applicable</i>)	7.	Individual or Joint/Group Reporting (Check Applicable Line)			
Oklahoma City, OK 73116		O Director O 10% Owner	•	x Form filed by One Reporting Person			
(City) (State) (Zip)		X Officer (give title below)		0			

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Other (specify below)

0

Executive Vice President

Form filed by More than One Reporting Person

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

	F ransaction Date Month/Day/Year)		Deemed Execution Date, if any (Month/Day/Year)	Transfac Code (Instr. 8)	tSururities or Dispos (Instr. 3, 4	ed of (D)	5.	Amount of Securities Beneficially Owned at the End of Issuer's Fiscal Year (Instr. 3 and 4)	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
					Amount	(A) or (D)	Price						
Common Stock (LFIN) 0	98/01/02			S	200	D	\$15.01		327(1)		I		Spouse
		_							_		_		_
		_		_									
				1	Page 2								

			Table II Deriva (e.g., pu	tive its, (Securities Acqui calls, warrants, o	red, 1 ption	Disposed of, or Benef is, convertible securit	fic tie	cially Owned es)			
1	Title of Derivative Security (Instr. 3)		Conversion or Exercise Price of Derivative Security	3.	Transaction Date (Month/Day/Year)		Deemed Execution 4 Date, if any (<i>Month/Day/Year</i>)		Transaction Code (Instr. 8)	5.	Securities	f Derivative (A) or Disposed and 5)
											(A)	(D)
	Stock Options											
	Stock Options											
	Stock Options											
	Stock Options											
-												

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

Page 3

Date Exerci Expiration (Month/Day)	Date	Title and of Underlyi Securitie (Instr. 3 c	s	Price of 9. Derivative Security (Instr. 5)	Number of Derivative 16 Securities Beneficially Owned at End of Year (Instr. 4)). Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Date Exercisable	Expiration Date		Amount or Number of Shares				
(2)	09/23/08	Common Stock	20,000		20,000	D	
(3)	03/24/09	Common Stock	5,000		25,000	D	
(4)	11/17/09	Common Stock	10,000		35,000	D	
(5)	08/23/10	Common Stock	15,000		50,000	D	

Explanation of Responses:

(1) The reporting person disclosing beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

(2)These options are fully vested and exercisable.

(3) Three-fifths of options are vested with 1/5 of the shares becoming vested on 03/24/03 and 1/5 on 03/24/04.

(4) Two-fifths of options are vested with 1/5 of the shares becoming vested on 11/17/02, 1/5 on 11/17/03 and 1/5 on 11/17/04.

(5) Two-fifths of options are vested with 1/5 of the shares on 08/23/03, 1/5 on 08/23/04 and 1/5 on 08/23/05.

/s/ Richard L. Park

11/06/02

Date

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**Signature of Reporting Person Richard L. Park, Attorney-in-Fact

^{**} 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. Page 4