

Edgar Filing: BKF CAPITAL GROUP INC - Form 4

BKF CAPITAL GROUP INC
Form 4
January 13, 2003

OMB APPROVAL

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U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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(h) of the Investment Company Act of 1940

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

(Print or Type Responses)

=====

1. Name and Address of Reporting Person*

Rogers Gregory T.

(Last) (First) (Middle)

One Rockefeller Plaza

(Street)

New York New York 10020

(City) (State) (Zip)

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2. Issuer Name AND Ticker or Trading Symbol

BKF Capital Group, Inc./BKF
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3. IRS Identification Number of Reporting Person, if any (Voluntary)

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4. Statement for Month/Day/Year

January 10, 2003
=====

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

=====

6. Relationship of Reporting Person to Issuer

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(Check all applicable)

- [] Director [] 10% Owner
[X] Officer (give title below) [] Other (specify below)

EXECUTIVE VICE PRESIDENT AND CHIEF OPERATING OFFICER

7. Individual or Joint/Group Filing (Check Applicable Line)

- [X] 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

Table with 7 columns: 1. Title of Security (Instr. 3), 2. Transaction Date (Month/Day/Year), 2A. Deemed Execution Date, if any (Month/Day/Year), 3. Transaction Code (Instr. 8), 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5), Amount, or Price. Includes a 'V' column for Code.

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).

PERSONS WHO RESPOND TO THE COLLECTION OF INFORMATION CONTAINED IN THIS FORM ARE NOT REQUIRED TO RESPOND UNLESS THE FORM DISPLAYS A CURRENTLY VALID OMB NUMBER.

(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. 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 Exe- cution 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	7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Number of Shares
Options to Purchase Common Stock	\$28.27	1/10/03		D	20,000	(1) 12/31/11	Common Stock 20,000
Restricted Stock Units	1 for 1	1/10/03		A	6,667	(3)	Common Stock 6,667

Explanation of Responses:

(1) These options were granted under the BKF Capital Group, Inc. 1998 Incentive Compensation Plan. 6,666 of these options became exercisable on December 31, 2002, 6,666 will become exercisable on December 31, 2003 and 6,668 will become exercisable on December 31, 2004.

(2) On January 10, 2003, the reporting person tendered to the issuer, for cancellation, an option granted to the reporting person on December 13, 2001 to

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purchase 20,000 shares of Common Stock. In exchange, the reporting person received 6,667 restricted stock units.

(3) The restricted stock units (RSUs) will vest in two annual installments with 50% vesting on December 31, 2003 and 50% vesting on December 31, 2004, but the shares of Comon Stock underlying the RSUs may not be delivered prior to December 31, 2004, and such delivery may be deferred by the reporting person.

/s/ Gregory T. Rogers

January 13, 2003

**Signature of Reporting Person

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 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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