# Edgar Filing: WATT JAMES A - Form 4

WATT JAMES A Form 4 December 19, 2002

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response...0.5

# UNITED STATES 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(h) of the Investment Company Act of 1940

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

Name and Address of Reporting Person* (Last, First, Middle)			2.	2. Issuer Name and Ticker or Trading Symbol			3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)			
Watt, James A		s A.	<b>A</b> .			ington Oil and Gas (	Corporation	5.	If Amendment, Date of Original (Month/Day/Year)		
8201 Preston Rd - Ste 600			4.	State	ement for (Month/D	ay/Year)					
			_	12/17/02							
(Street)				6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)				7.	Individual or Joint/Group Filing (Check Applicable Line)		
Dallas, TX 75225			_	X	Director <sub>O</sub>	10% Owner		x	Form filed by One Reporting Person		
((	City)	(State) (Zip			X	Officer (give title	le below)		o	Form filed by More than One Reporting	
					o	Other (specify b	cify below)			Person	
					President & CEO						

## Edgar Filing: WATT JAMES A - Form 4

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).

			Tabl	e I	Non-Derivative S	ecu	rities Acquire	ed, Disposed of, or	Ber	neficially Owne	d		
1.	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	2a.	Deemed Execution Date, if any. (Month/Day/Year)	3.	Transaction4. Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5.	Amount of 6. Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
								(A) or					
							Code V	Amount (D) Price					
_													
_													
_													
_							Page 2						
							r age 2						

# $\begin{tabular}{ll} \textbf{Table II} & \textbf{Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ & (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

1.	Title of Derivative Security (Instr. 3)	2.	Conversion or Exercise Price of Derivative	3.	Transaction Date (Month/Day/Year)	3a.	Deemed Execution Date, if any (Month/Day/Year)	4.	Transaction. Code (Instr. 8)	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			
			Security							CodeV (A)(D)			
										Incentive Options 17.15 12/17/02 A 5830			
										Non Qualified Options 17.15 12/17/02 A 29170			
							Page 3						

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of Derivative 10. Ownership Form of 11. Nature of **Expiration Date** of Underlying Derivative **Securities Beneficially Derivative Security:** Indirect Security (Month/Day/Year) Securities Owned Direct (D) or Indirect (I) Beneficial (Instr. 3 and 4) (Instr. 5) **Following Reported** (Instr. 4) Ownership Transaction(s) (Instr. 4) (Instr. 4) Amount or Date Expiration Number of Date Title Exercisable **Shares** Common 12/17/05 12/17/12 5830 5830 D Stock Common 12/1703 12/17/12 29170 29170 D Stock **Explanation of Responses:** /s/ JAMES A. WATT 12/19/02 \*\*Signature of Reporting Date Person

## Edgar Filing: WATT JAMES A - Form 4

\*\* 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.

Page 4