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RAYMOND JAMES FINANCIAL INC

Form 4 March 31, 2006

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5 obligations STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **AVERITT RICHARD G** Issuer Symbol RAYMOND JAMES FINANCIAL (Check all applicable) INC [RJF] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner Other (specify X_ Officer (give title (Month/Day/Year) below) below) 880 CARILLON PARKWAY 03/22/2006 CEO - RJFS (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting ST. PETERSBURG, FL 33716 Person

(City)	(State) (Z	Zip) Table	I - Non-De	erivative S	ecurities Acc	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. SecuritinAcquired Disposed (Instr. 3, 4)	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock			Code v	Timount	(b) Thee	179,414 (1)	D	
Common Stock						38,919 (2)	I	ESOP

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

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	xercise any Code of of (Month/Day/Year) (Instr. 8) De vative Secretity Active (A Discretized for the control of (Instr. 8) De vative (A Discretized for the control of (Instr. 8) De vative (A Discretized for the control of (Instr. 8) De vative (A Discretized for the control of (Instr. 8) De vative (A Discretized for the control of (Instr. 8) De vative (A Discretized for the control of the contr		onNumber of		e	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 14.2222					11/28/2004	01/28/2007	Common Stock	13,500 (3) (4)
Employee Stock Option (right to buy)	\$ 14.0222					12/10/2005	02/10/2008	Common Stock	42,597 (5) (6)
Employee Stock Option (right to buy)	\$ 14.0222					12/10/2005	02/10/2008	Common Stock	13,653 (7) (8)
Employee Stock Option (right to buy)	\$ 16.8					12/04/2006	02/04/2009	Common Stock	7,200 (<u>9)</u>
Employee Stock Option (right to buy)	\$ 16.8					01/04/2008	02/04/2009	Common Stock	10,800
Employee Stock Option (right to buy)	\$ 24.9733					12/01/2008	02/01/2011	Common Stock	15,000 (12) (13)

8. I Der Sec (In:

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

AVERITT RICHARD G 880 CARILLON PARKWAY ST. PETERSBURG, FL 33716

CEO - RJFS

Signatures

Richard G. 03/29/2006 Averitt

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) On March 22, 2006, the common stock of RJF split 3 for 2, resulting in the reporting person's acquition of 59,805 additional shares of common stock.
- On March 22, 2006, the common stock of RJF split 3 for 2, resulting in the reporting person's acquition of 12,984 additional shares of common stock. The shares also included shares acquired under ESOP through March 22, 2006.
- (3) Options currently exercisable 10,800, Options Becoming exercisable 2,700 on 11/28/06
- (4) This option was previously reported as covering 9,000 shares at an exercise price of \$21.33, but was adjusted to reflect the stock split on March 22, 2006
- (5) Options currently exercisable 31,618, Options Becoming exercisable 6,858 on 12/10/06 and 4,121 on 12/10/07
- This option was previously reported as covering 28,398 shares at an exercise price of \$21.03, but was adjusted to reflect the stock split on March 22, 2006
- (7) Options currently exercisable 2,130, Options Becoming exercisable 4,392 on 12/10/2006 and 7,131 on 12/10/2007
- (8) This option was previously reported as covering 9,102 shares at an exercise price of \$21.03, but was adjusted to reflect the stock split on March 22, 2006
- (9) This option was previously reported as covering 4,800 shares at an exercise price of \$25.20, but was adjusted to reflect the stock split on March 22, 2006
- (10) Options Becoming exercisable 5,400 on 1/04/2008, and 5,400 on 1/04/2009
- (11) This option was previously reported as covering 7,200 shares at an exercise price of \$25.20, but was adjusted to reflect the stock split on March 22, 2006
- (12) Options Becoming exercisable 9,000 on 12/01/2008, 3,000 on 12/01/2009 and 3,000 on 12/01/20010
- (13) This option was previously reported as covering 10,000 shares at an exercise price of \$37.46, but was adjusted to reflect the stock split on March 22, 2006

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.

Reporting Owners 3