SEC Form 5

FORM 5

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

Form 3 Holdings Reported.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0362
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hours per response:	1.0

Form 4 Transa	actions Reported.	File			e Securities Exchange Act of 1934 tment Company Act of 1940						
1. Name and Address of Reporting Person* WILLIAMS KEVIN D					Trading Symbol SSOCIATES INC [ationship of Repor k all applicable) Director Officer (give title below)	e Otl	% Owner her (specify		
(Last) PO BOX 807-	(Middle)	3. Statement for 06/30/2003	r Issuer's Fisc	al Year Ended (Month/Day/Year)	CHIEF FINANCIAL OFFICER						
(Street) MONETT	МО	65708	4. If Amendmer	it, Date of Oriç	inal Filed (Month/Day/Year)	6. Indi Line) X					
(City)	(State)	(Zip)					Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
Date		2A. Deemed Execution Date, if any	3. Transaction Code (Instr.	4. Securities Acquired (A) or Dispos Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially	6. Ownership Form: Direct	7. Nature of Indirect Beneficial			

		(Month/Day/Year)	8)				Owned at end of	(D) or	Ownership (Instr. 4)
				Amount	(A) or (D)	Price	Issuer's Fiscal Year (Instr. 3 and 4)	Indirect (I) (Instr. 4)	
Common Stock	06/30/2003		Α	41	A	\$17.79	4,089	D	
Common Stock							4,478	I	by 401(k)

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. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$9						02/26/2000	02/26/2009	Common Stock	70,000		70,000	D	
Non- Qualified Stock Option (right to buy)	\$9.4375						01/17/1999	07/17/2008	Common Stock	70,000		70,000	D	
Non- Qualified Stock Option (right to buy)	\$10.84						(1)	04/11/2013	Common Stock	50,000		50,000	D	

Explanation of Responses:

1. I. VESTING SCHEDULE -- Exercise of Options: The options granted hereunder shall be divided into two equal portions, each consisting of fifty percent (50%) of the total options granted hereunder to the individual. Except as otherwise set forth in the Agreement and the Plan, no option granted hereunder shall be exercisable until after: a. As to the first portion, the second anniversary of the Grant Date, provided that such options shall earlier vest and become exercisable upon the first agr following any ten (10) consecutive trading days upon which the Fair Market Price (as defined in Section 8 of the Agreement) is \$13.55 (125% of Option Price) or more. b. As to the second portion, the fourth anniversary of the Grant Date, provided that such options shall earlier vest and become exercisable upon the first day following any ten (10) consecutive trading days upon which the Fair Market Price is \$16.26 (150% of Option Price) or more.

<u>KEVIN D. WILLIAMS</u> ** Signature of Reporting Person 08/14/2003 Date

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).

** 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.

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.