

GEORGE KELLY W
Form 4
January 03, 2003
FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB Ap

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Expires:

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hours pe

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

(Print or Type Responses)

1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	6. Relationship of Reporting Person(s) to Issuer
George Kelly W. (Last) (First) (Middle)	csbb.ob CSB Bancorp, Inc. 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	(Check all applicable) _____ Director 4. _____ 10% Owner Statement for <input checked="" type="checkbox"/> Officer (give title below) Month/Day/Year _____ Other (specify below)
10787 Shreve Road (Street)		December 31, <u>Senior Vice President</u> 2002
Shreve OH		5. If An Individual Date of Filing (Month/Day/Year) <input checked="" type="checkbox"/> Form filed by One Reporting Person _____ Form filed by More than One

44676

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Inst. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 5)	5. (A) Amount of Securities Acquired or Disposed of (Instr. 3 and 4)	6. (D) Price or (D) (Instr. 3 and 4)	7. Nature of Beneficial Ownership (Instr. 4)
Common Stock					*2.0220		D
Common Stock					150.0000		D

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).

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 control number.

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/Yr)	3A. Deemed Execution Date, if any (Month/Day/Yr)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Yr)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Underlying Securities (Instr. 3 and 4)
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	Code	V	(A)	(D)	Date	Exer-cisable	Expir-ation	Title	Amount
							Date		or
									Number
									of
									Shares
Employee Stock Option (Right to Buy)	\$16.05				12/31/02		12/31/12	Common Stock	1,000

Explanation of Responses: (1) The option is fully vested as follows:

Years after the Grant Date

Vested Percentage

Years after the Grant Date

Vested Percentage

Less than 1

0%

At Least 4 but less than 5

80%

At Least 1 but less than 2

20%

At Least 5 but no more than 10

100%

At Least 2 but less than 3

40%

At Least 3 but less than 4

60%

*Allocated to reporting person's account pursuant to a dividend reinvestment feature of the CSB Bancorp, Inc. Dividend Reinvestment Plan.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations

/s/Kelly W. George

January 3, 2003

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

**Signature of Reporting Person

Date

Kelly W. George

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient,

see Instruction 6 for procedure.

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