

Edgar Filing: SIMPLOT J R - Form 4

SIMPLOT J R  
Form 4  
April 17, 2003

UNITED STATES 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

1. Name and Address of Reporting Persons  
  
J.R. Simplot/J.R. Simplot Self Declaration of Revocable Trust  
999 Main Street, Suite 1300  
Boise, ID 83702
2. Issuer Name and Ticker or Trading Symbol  
  
Remington Oil and Gas Corporation (REM)
3. I.R.S. Identification Number of Reporting Person, if an entity  
(Voluntary)  
  
518-34-0145
4. Statement for Month/Day/Year  
  
April 15, 2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer  
(Check All Applicable)  
  
 Director  
 10% Owner

FORM 4, P. 1 OF 5

Officer (give title below)  
 Other (specify below)

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

Edgar Filing: SIMPLOT J R - Form 4

1. Title of Security (Instr. 3)  
Common Stock
2. Transaction Date (Month/Day/Year)
- 2A. Deemed Execution Date, if any (Month/Day/Year)
3. Transaction Code (Instr. 8)  
CODE
4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  

AMOUNT	(A) OR (D)	PRICE
--------	------------	-------
5. Amount of Securities Beneficially Owned following Reporting Transaction(s) (Instr. 3 and 4)  
5,477,928; See "Explanation of Responses"
6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)  
I: See Table I, Item 7
7. Nature of Indirect Beneficial Ownership (Instr. 4)

2,785,028 shares are directly owned by JRS Properties III L.P. ("JRS Properties III"). The J.R. Simplot Self Declaration of Revocable Trust (the "Trust"), of which Mr. Simplot is the beneficiary and trustee, controls JRS Properties III. The Trust and a trust for the benefit of Mr. Simplot's spouse ("Mrs. Simplot's Trust"), which exercises no

FORM 4, P. 2 OF 5

investment control, hold approximately 79.6% of the beneficial interest in the shares owned by JRS Properties III.

2,692,900 shares are directly owned by JRS Properties L.P. ("JRS Properties"). (Of these shares, 550,000 shares are subject to a previously reported variable share forward sale contract, and up to 400,000 shares are subject to the variable share forward sale contract referenced in Table II and "Explanation of Responses.") The Trust controls JRS Properties. The Trust and Mrs. Simplot's Trust hold approximately 98.7% of the beneficial interest in the shares owned by JRS Properties.

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)  
Variable share forward sale of Common Stock

Edgar Filing: SIMPLOT J R - Form 4

2. Conversion or Exercise Price of Derivative Security

See "Explanation of Responses"

3. Transaction Date (Month/Day/Year)

April 15, 2003

3A. Deemed Execution Date, if any (Month/Day/Year)

4. Transaction Code (Instr. 8)

CODE V  
J

5. Number of Derivative Securities Acquired (A) or Disposed of (D)  
(Instr. 3, 4, and 5)

(A) (D)  
See "Explanation of Responses"

FORM 4, P. 3 of 5

6. Date Exercisable and Expiration Date (Month/Day/Year)

Date Exercisable Expiration Date

See "Explanation of Responses"

7. Title and Amount of Underlying Securities (Instr. 3 and 4)

Title Amount of Number of Shares

Common Stock Up to 400,000 shares -  
See "Explanation of Responses"

8. Price of Derivative Security (Instr. 5)

See "Explanation of Responses"

9. Number of Derivative Securities Beneficially Owned following  
Reported  
Transaction(s) (Instr. 4)

See Table I, Item 7

10. Ownership Form of Derivative Security: Direct (D) or  
Indirect (I) (Instr. 4)

See Table I, Item 7

11. Nature of Indirect Beneficial Ownership (Instr. 4)

See Table I, Item 7

Explanation of Responses:

JRS Properties entered into a deferred sale transaction in the form of a variable share forward sale contract ("Contract") with Bank of America, N.A. on April 4, 2003, pursuant to which JRS Properties is entitled to receive a notional amount of cash against the future delivery of up to 400,000 shares (collectively, the

Edgar Filing: SIMPLOT J R - Form 4

"Shares") of Remington's Common Stock. The Initial Share Price will be determined at the end of the Pricing Period and will equal the net volume weighted average price per share at which Bank of America hedges its risk in the market by selling 400,000 shares of Remington's Common Stock. Bank of America commenced to hedge transactions on April 15, 2003.

FORM 4, P. 4 OF 5

Pursuant to the Contract, at the expiration date (54 months from the date at which the Initial Share Price is determined in accordance with the Contract), JRS Properties must deliver the Shares, or a lesser number of Shares which shall be determined based on the share price on the Expiration Date, to Bank of America.

Reporting Persons:

Dated: April 17, 2003

/s/ J.R. Simplot

-----  
J.R. Simplot

By: /s/ Ronald N. Graves

-----  
Ronald N. Graves, as Attorney-in-Fact

J.R. Simplot Self Declaration  
of Revocable Trust

Dated: April 17, 2003

By: /s/ J.R. Simplot

-----  
J.R. Simplot, as Trustee

By: /s/ Ronald N. Graves

-----  
Ronald N. Graves, as Attorney-in-Fact

FORM 4, P. 5 of 5