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WESTCORP /CA/ Form 4 February 24, 2003

## FORM 4

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

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### 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

**OMB APPROVAL** 

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> Filed By Romeo and Dye's Section 16 Filer www.section16.net

1. Name and .  Palmer, J. K	2. Issuer <b>Westcor</b>			ker or T	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  _ Director							
(Last	(First) (M	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)					tement for h/Day/Year b/03	10% Owner  X Officer (give title below) Other (specify below)				
								VP/Treasurer				
						Amendment, of Original	(Check Applicable	Individual or Joint/Group Filing Check Applicable Line)				
Mission Viej	o, CA 92691						th/Day/Year)	_	X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(Ci	ty) (State) (	T	able	I Non-D	erivati	ve Seci	ırities Acquired, I	cquired, Disposed of, or Beneficially Owned				
1. Title of Security (Instr. 3)		2A. Deemed Execution Date,	action Code		4. Securition (A) or Disposition (Instr. 3, 4	posed o		5. Amount of Securities Beneficially	6. Owner- ship Form: Direct (D)	7. Nature of Indirect Beneficial		
	(Month/ Day/ Year)	if any (Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	Owned Following Reported Transactions(s) (Instr. 3 & 4)	or Indirect (I (Instr. 4)	Ownership (Instr. 4)		

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

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#### **FORM 4 (continued)** Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., nuts, calls, warrants, ontions, convertible securities)

		(C									
1. Title of	2. Conver-	3. Trans-	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	action	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirec
Security	Exercise	Date	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of		Date,	Code	Derivative	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownershi
(Instr. 3)	Derivative	(Month/	if any		Securities	Year)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	Day/	(Month/	(Instr.	Acquired				Following	ative	
		Year)	Day/	8)	(A) or				Reported	Security:	
			Year)		Disposed				Transaction(s)	Direct	
					of (D)				(Instr. 4)	(D)	
									,	or	
					(Instr. 3,					Indirect	
					4 & 5)					(I)	
								1			

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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			Code	V	(A)	Exer-cisable	Expira- tion Date		Amount or Number of Shares		(Instr. 4)	
Stock Options Right to Buy	\$18.78	02/20/03	A		6,000	02/20/04 <u>(1)</u>		Common Stock		6,000	D	

**Explanation of Responses:** 

(1) (1) The option vests in three equal annual installments beginning on February 20, 2004

By: /s/ Susan Knox

02/24/03

Date

\*\*Signature of Reporting Person

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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<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).