

RAYMOND JAMES FINANCIAL INC

Form 4

March 02, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SHIELDS KENNETH A

(Last) (First) (Middle)

880 CARILLON PARKWAY

(Street)

ST. PETERSBURG, FL 33716

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

**RAYMOND JAMES FINANCIAL
INC [RJF]**

3. Date of Earliest Transaction
(Month/Day/Year)

03/02/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

Chairman & CEO - RJLtd

6. 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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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	03/02/2005		P	812	A \$ 26.15	4,177	D
Common Stock					5,805	I	Registered Retirement Plan (RRSP, CA)

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

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information contained in this form are not
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SEC 1474
(9-02)

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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)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Employee Stock Option (right to buy)	\$ 23.25					12/29/2003 ⁽¹⁾ 01/29/2006	Common Stock 105,0
Employee Stock Option (right to buy)	\$ 21.33					11/28/2004 ⁽²⁾ 12/28/2006	Common Stock 15,0
Employee Stock Option (right to buy)	\$ 25.2					12/04/2006 ⁽³⁾ 01/04/2009	Common Stock 12,0
RJF Class D Exchangeable Shares	\$ 0					01/01/2001 01/31/2011	Common Stock 54,7
RJF Class E Exchangeable Shares	\$ 0					01/01/2003 01/31/2011	Common Stock 23,4
RJF Class D Exchangeable Shares	\$ 0					01/01/2001 01/31/2011	Common Stock 2,38
RJF Class E Exchangeable Shares	\$ 0					01/01/2003 01/31/2011	Common Stock 4,32

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHIELDS KENNETH A 880 CARILLON PARKWAY ST. PETERSBURG, FL 33716	X		Chairman & CEO - RJLtd	

Signatures

Kenneth A.
Shields

03/02/2005

__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) Options Currently exercisable - 63,000. Options Becoming exercisable - 21,000 on 12/29/2004 and 21,000 on 12/29/2005

(2) Options Becoming exercisable - 9,000 on 11/28/2004, 3,000 on 11/28/2005 and 3,000 on 11/28/2006

(3) Options Becoming exercisable - 7,200 on 12/04/2006, 2,400 on 12/04/2007 and 2,400 on 12/04/2008

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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