

MOFFETT DAVID M  
Form 4/A  
April 22, 2003

**FORM 4**

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

OMB APPROVAL

☐ 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**

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden  
hours per response. . .0.5

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

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

1. Name and Address of Reporting Person*			2. Issuer Name <b>and</b> Ticker or Trading Symbol			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Moffett, David M.			U.S. Bancorp (USB)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)		
(Last) (First) (Middle)			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			4. Statement for Month/Day/Year 1/31/03		
U.S. Bancorp 800 Nicollet Mall								
(Street)			5. If Amendment, Date of Original (Month/Day/Year) 1/31/03			7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
Minneapolis, MN 55402								
(City) (State) (Zip)			<b>Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					
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 & 5)	5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount (A) or (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).

**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 control number**

**FORM 4 (continued) 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 & 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 & 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security (Instr. 4)
				Code V	(A) (D)	Date Exer-cisable Expiration	Title Amount or			

## Edgar Filing: MOFFETT DAVID M - Form 4/A

								Date		Number of Shares			or Indirect (I) (Instr.)
Deferred Compensation Plan Participation	1-for-1	1/31/03		A	5,907.19	(1)	(1)		Common Stock	92,462.19	\$21.16	92,462.19	D
Deferred Compensation Plan Participation	1-for-1	(2)		I	5,907.19	(1)	(1)		Common Stock	86,555	(2)	86,555	D
Employee Stock Option (Right to Buy)	\$21.64							12/17/12	Common Stock	234,000		234,000	D
Employee Stock Option (Right to Buy)	\$19.23							12/18/11	Common Stock	260,000		260,000	D
Employee Stock Option (Right to Buy)	\$21.6875							12/12/10	Common Stock	350,000		350,000	D
Employee Stock Option (Right to Buy)	\$21.375							12/14/09	Common Stock	195,000		195,000	D
Employee Stock Option (Right to Buy)	\$28.8958							1/12/09	Common Stock	345,000		345,000	D
Employee Stock Option (Right to Buy)	\$23.7917							11/20/08	Common Stock	270,000		270,000	D
Employee Stock Option (Right to Buy)	\$18.9167							12/09/07	Common Stock	5,289		5,289	D
Employee Stock Option (Right to Buy)	\$18.9167							12/07/07	Common Stock	219,711		219,711	D
Employee Stock Option (Right to Buy)	\$10.11							12/10/06	Common Stock	9,882		9,882	D
Employee Stock Option (Right to Buy)	\$10.11							12/09/06	Common Stock	215,118		215,118	D
Employee Stock Option (Right to Buy)	\$6.7633							12/12/05	Common Stock	14,778		14,778	D
Employee Stock Option (Right to Buy)	\$6.7633							12/09/05	Common Stock	40,222		40,222	D

## Explanation of Responses:

(1) Deferred Compensation Plan Participation is payable in common stock following termination of the reporting person's employment with U.S. Bancorp or age 55, whichever is later.

(2) The reporting person made an irrevocable election on January 23, 2003 to transfer 100% of his Deferred Compensation Plan Participation (other than amounts representing stock option gain deferrals) into an alternate investment within the U.S. Bancorp Deferred Compensation Plan. Under the terms of the U.S. Bancorp Deferred Compensation Plan, these shares will be transferred on April 1, 2003 at the closing price on March 31, 2003.

By: /s/ **Lee R. Mitau**  
**For David M. Moffett**  
 \*\*Signature of Reporting Person

**4/22/03**  
 Date

## Edgar Filing: MOFFETT DAVID M - Form 4/A

**\*\*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.