

Edgar Filing: SHELLS SEAFOOD RESTAURANTS INC - Form 5

SHELLS SEAFOOD RESTAURANTS INC

Form 5

February 11, 2003

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 5

ANNUAL 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(f) of the Investment Company Act of 1940

| | | |
|--|---|--|
| 1. Name and Address Of Reporting Person | 2. Issuer Name and Ticker | 6. Relationship of Reporting Person to Issuer |
| (Last, First, Middle) Newkirk, Thomas R. 100 S. Ashley Dr, Suite 1650 Tampa, FL 33602 | SHELLS SEAFOOD RESTAURANTS, INC. ("SHLL.OB") | _XX_Director __Officer __10% owner __Other <hr/> Title |
| | 3. IRS ID Number Of Reporting Person, if an entity (voluntary) | 7. Individual or Joint Group Reporting |
| | NA | _x_Form Filed by One Reporting Person __Form Filed by more than one Reporting Person |
| | 4. Statement for Month/Year | |
| | DECEMBER 2002 | |
| | 5. If Amendment, Date of Original (Month, Year) | |
| | N/A | |

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

| 1. Title of Security | 2. Trans- action Date (Month/ Day/ Year) | 3. Trans- action Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3,4 and 5) | 5. Amount of Securities Beneficially Owned at the end of Issuer's Fiscal Year | 6. Owner- ship Form: Direct (D) or Indirect (I) | 7. Nature Indire Benefi Owners (Instr |
|----------------------|---|--|---|---|---|---|
| none | | | | | | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, call, convertible securities)

| 1. Title of Derivative | 2. Conver- sion or | 3. Trans- action | 4. Trans- action | 5. Number of | 6. Date Exercisable and Expiration | 7. Title and Amount of | 8. Price of Derivative |
|---------------------------|-----------------------|---------------------|---------------------|-----------------|---------------------------------------|---------------------------|---------------------------|
|---------------------------|-----------------------|---------------------|---------------------|-----------------|---------------------------------------|---------------------------|---------------------------|

Edgar Filing: SHELLS SEAFOOD RESTAURANTS INC - Form 5

| Security (Instr. 3) | Exercise Price of Derivative Security | Date (Month/ Day/ Year) | Code (Instr. 8) | Derivative Securities Acquired (A) or Disposed Of (D) | Date (Month/Day/Year) | Underlying Securities (Instr. 3 and 4) | Security (Instr. 5) | Amount Or Number #Of Title Shares |
|---|--|----------------------------------|-----------------------|--|--------------------------|---|------------------------|---|
| Warrants to purchase common stock \$0.01 par value per share | \$0.16 | | | (A) (D) | 1/31/03 1/31/05 | Common stock \$.01 par value | 4,454,015 | |
| Option to purchase common stock \$0.01 par value per share | \$0.42 | 2/28/02 | A | 10,000 | (2) 2/28/12 | Common stock \$.01 par value | 10,000 | - |

Explanation of Responses:

- (1) Total number of shares which may be acquired by Shells Investment Partners. Does not reflect Mr. Newkirk's allocable percentage of such shares.
- (2) These options are exercisable as to 5,000 shares on each of February 28, 2003 and February 28, 2004.

/s/ Thomas R. Newkirk

Signature of Reporting Person 2/12/2003