

RAYMOND JAMES FINANCIAL INC

Form 4

March 30, 2006

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SAYLER VAN C

2. Issuer Name **and** Ticker or Trading  
Symbol  
RAYMOND JAMES FINANCIAL  
INC [RJF]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

880 CARILLON PARKWAY

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/22/2006

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

Senior Vice President

ST. PETERSBURG, FL 33716

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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				(A) or (D)	80,546 <sup>(1)</sup>	D	
Common Stock					33,227 <sup>(2)</sup>	I	ESOP

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

**Persons who respond to the collection of  
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 of Underlying Securities (Instr. 3 and 4)		8. F Der Sec (Ins	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 14.22							11/28/2004	01/28/2007	Common Stock	22,500 (3) (4)
Employee Stock Option (right to buy)	\$ 16.8							12/04/2006	02/04/2009	Common Stock	5,400 (5)
Employee Stock Option (right to buy)	\$ 16.8							01/04/2007	02/04/2009	Common Stock	12,600 (6) (7)
Employee Stock Option (right to buy)	\$ 24.9733							12/01/2008	02/01/2011	Common Stock	15,000 (8) (9)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SAYLER VAN C 880 CARILLON PARKWAY ST. PETERSBURG, FL 33716			Senior Vice President	

## Signatures

Van C. Sayler

03/29/2006

\_\_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) On March 22, 2006, the common stock of RJF split 3 - for - 2, resulting in the reporting person's acquisition of 26,849 additional shares of common stock.
- (2) On March 22, 2006, the common stock of RJF split 3 - for - 2, resulting in the reporting person's acquisition of 11,087 additional shares of common stock. The shares also included shares acquired under ESOP through March 22, 2006.
- (3) Options Currently exercisable - 11,449 Options Becoming exercisable - 7,032 on 11/28/2006 and 4,019 on 1/02/2007
- (4) This option was previously reported as covering 15,000 shares at an exercise price of \$21.33, but was adjusted to reflect the stock split on March 22, 2006
- (5) This option was previously reported as covering 3,600 shares at an exercise price of \$25.20, but was adjusted to reflect the stock split on March 22, 2006
- (6) Options Becoming exercisable - 1,800 on 1/04/2007, 5,400 on 1/04/2008, and 5,400 on 1/04/2009
- (7) This option was previously reported as covering 8,400 shares at an exercise price of \$25.20, but was adjusted to reflect the stock split on March 22, 2006
- (8) Options Becoming exercisable - 9,000 on 12/01/2008, 3,000 on 12/01/2009, and 3,000 on 12/01/2010
- (9) This option was previously reported as covering 10,000 shares at an exercise price of \$37.46, but was adjusted to reflect the stock split on March 22, 2006

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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