### KING CARL B Form 4

March 10, 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).

(Print or Type Responses)

#### 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

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

			6. Relationship of Reporting Person(s) to Issuer
			o. Relationship of Reporting Person(s) to Issuer
			(Check all applicable)
			_ Director
Name and Address of Reporting  Person *			_ 10% Owner
King Carl B.  (Last) (First) (Middle)	2. Issuer Name <b>and</b> Ticker or Trading Symbol	4. Statement for (Month/Day/Year)	X Officer (give title below)
P.O. Box 1637	Stewart & Stevenson Services, Inc. SVC	March 7 2003	Other (specify below)
(Street)			Senior Vice President, Secretary & General Counsel
Houston TX 77251-1637 (City) (State) (Zip)	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	5. If Amendment, Date of Original (Month/Day/Year)	7. 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	2. Transaction Date	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D)	Owned Following Reported	Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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	Code	V	Amount	(A) or (D)	Price		

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

	2.			4. Trans Code (Instr.	acti	5. Num of Derivat Securiti Acquire (A) or Dispose (D) (Instr. 3 and 5)	ive es ed	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			Derivative Securities Beneficially	10. Ownership Form of Derivative Securities:	1.1
Derivative Security (Instr. 3)	Price of Derivative Security	Transaction	3A. Deemed Execution Date, if any (Month/Day/ Year)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title		Derivative	Following	Direct (D)	of Be O
Non-Qualified Stock Option (right to buy)	\$9.70	3/7/03		A		43,500		(1)	3/7/13	Common Stock	43,500	(2)	43,500	D	

Explanation of Responses:
(1) The stock option becomes exercisable in four equal annual installments commencing 3/7/04.
(2) Granted under the 1988 Nonstatutory Stock Option Plan.

/s/ Rita Schaulat 03/07/03

Date

<sup>\*\*</sup> Signature of Reporting Person

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By: Rita Schaulat, attorney-in-fact
For: Carl B. King
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, <i>see</i> Instruction 4(b)(v).
** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. <i>See</i> 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.
http://www.sec.gov/divisions/corpfin/forms/form4.htm
Last update: 09/05/2002