CLARK JOHN B Form 4 January 29, 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).

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

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1. Name and Ado Clark John B.			ne and Ticl Bancorp, I		Pe	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 1840 Sherwood	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)					tatement for nth/Day/Year 19/03	10	X Director 10% Owner _ Officer (give title below) Other (specify below)			
Beloit, WI 5351						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			
(City)	(State) (Zip)	T	able	I Non-D	erivati	ive Secu	ırities Acquired,	Dispose	d of, or Benef	icially Owned
1. Title of Security (Instr. 3)	3. Transaction C (Instr. 8	Code	4. Securitie (A) or Disp (Instr. 3, 4	osed o		5. Amount of Securities Beneficially		6. Owner- ship Form: Direct (D)	7. Nature of Indirect Beneficial		
	(Month/ Day/ Year)	if any (Month/Day/ Year)	Code	V	Amount	(A) or (D)	Price	Owned Following Reported Transactions(s) (Instr. 3 & 4)		or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock	01/29/03		X		1,050	A	\$4.83	3	75,150	D	

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 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. nuts calls warrants ontions convertible securities)

(e.g., puts, cans, warrants, options, convertible securities)												
1. Title of	2. Conver-	3. Trans-	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature	
Derivative	sion or	action	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect	
Security	Exercise	Date	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial	
	Price of		Date,	Code	Derivative	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership	
(Instr. 3)	Derivative	(Month/	if any		Securities	Year)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)	
	Security	Day/	(Month/	(Instr.	Acquired				Following	ative		
		Year)	Day/	8)	(A) or				Reported	Security:		
			Year)		Disposed				Transaction(s)	Direct		
	1	<u>I</u>	•			1		1	1			

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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					of (I (Ins 4 &	tr. 3,						(D) or Indirect (I)	
			Code	V	(A)		Exer-cisable	Expira- tion Date		Amount or Number of Shares		(Instr. 4)	
Director Stock Option (Right to Buy)	\$4.83	01/29/03	X				3/1/94 - 3/1/96		Common Stock	1,050	0	D	

Explanation of Responses:

By: /s/ Thomas L. Lepinski
Thomas L. Lepinski POA

<u>January 29, 2003</u>

Date

**Signature of Reporting Person

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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Power of Attorney

The undersigned hereby authorizes R. Richard Bastian, III, Todd J. James and Thomas L. Lepinski, or any of them, as attorneys-in-fact with full power of substitution, to execute in the name and on behalf of the undersigned, and to file any and all statements with respect to beneficial ownership of securities of Blackhawk Bancorp, Inc., or amendments thereto.

Dated: February 20, 2002

/s/John B. Clark John B. clark

^{**}Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).