

CALLOWAYS NURSERY INC
 Form 4
 October 24, 2002

Form 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, DC 20549

OMB APPROVAL
 OMB Number: 3235-0287
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Check box if no longer
 subject to Section 16.
 Form 4 or Form 5
 obligations may continue.
 See instructions 1(b).

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

| | | | | | | |
|---|---------|----------|---|--|---|--|
| 1. Name and Address of Reporting Person* Lynch Peter S. | | | 2. Issuer Name and Ticker or Trading Symbol Calloway's Nursery, Inc. ("CLWY") | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 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 October 22, 2002 | | 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 |
| 82 Devonshire Street, S8A | | | | 5. If Amendment, Date of Original (Month/Day/Year) | | |
| (Street) Boston MA 02109 | | | | | | |
| (City) | (State) | (Zip) | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | |

| 1. Title of Security (Instr. 3) | 2. Transaction Date (mm/dd/yy) | 2A. Deemed Execution Date, if any (mm/dd/yy) | 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 (Instr. 3 and 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) | Price | | | |
| Common Stock | | | | | | | | 288,000 | D | |
| Common Stock | 10/22/02 | | P | | 1,600 | A | \$0.82 | | I | By wife |
| Common Stock | 10/23/02 | | P | | 3,200 | A | \$0.82 | 4,800 | I | By wife |
| Common Stock | | | | | | | | 32,000 | I | In trust for daughter |
| Common Stock | | | | | | | | 32,000 | I | In trust for daughter |
| Common Stock | | | | | | | | 33,000 | I | In trust for daughter |
| Common Stock | | | | | | | | 6,000 | I | In charitable lead trust |
| Common Stock | | | | | | | | 6,000 | I | In charitable lead trust |
| Common Stock | | | | | | | | 41,200 | I | In charitable remainder |

