BYRNE SUSAN M Form 4 October 29, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed p	pursi	ıant	to S	Section	on 1	L6(a)	of	the	Seci	uriti	Les	Excha	ange	Act	of	1934
Sec	tion	17 (a) of	the	Puk	olic	Util	lity	Hold	ding	Con	npany	Act	of	1935	or
		Sect	ion	30 (f)) of	the	- Tn	zestr	nent	Comr	ant	Act	of 1	940)	

Section 30(f) of the Investment	Compa	any Act of 1940	
[_] Check box if no longe may continue. See Ins		16.	Form 4 or Form 5	obligation
1. Name and Address of R	eporting Person*			
Byrne, Susan M.				
(Last)	(First)		(Middle)	
300 Crescent Court, Suite	1300			
	(Street)			
Dallas, Texas 75201				
(City)	(State)		(Zip)	
2. Issuer Name and Ticke	r or Trading Symbol			
Westwood Holdings Group, I	nc. ("WHG")			
3. IRS Identification Nu	mber of Reporting Per	son,	if an Entity (Vo	luntary)
4. Statement for Month/Y	ear			
10/29/02				
5. If Amendment, Date of	Original (Month/Year	·		
6. Relationship of Repor (Check all applicable				
<pre>[X] Director [X] Officer (give ti</pre>	tle below)		10% Owner Other (specify b	oelow)
Chief Executive Officer				
7. Individual or Joint/G	roup Filing (Check ap	plica	able line)	

 $\hbox{[X]} \quad \hbox{Form filed by one Reporting Person} \\$

[_] Form filed by more than one Reporting Person ______ Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned ______ 6. 4. Owner-Securities Acquired (A) or ship 3. Disposed of (D) Form: 7. Transaction (Instr. 3, 4 and 5) Beneficially Direct Nature of 2. Code End (D) or Indirect 1. Transaction (Instr. 8) (A) Indirect Beneficial Title of Security ----- Amount or Price Date (I) Ownership (Instr. 3) (mm/dd/yy) Code V (D) (Instr.4) (Instr. 4) ______ 10/28/02 P 2,000 Common Stock P 10/29/02 2,000 Common Stock ______

* If the Form is filed by more than one Reporting Person, see Instruction $4\,(b)\,(v)$.

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

(Print or Type Response) (Over)

FORM 4 (continued)

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

10.								
Owner-								
Owliet-								
Number	ship							
Form								
		2.						
Deriv-	of							
		Conver-			5.		7.	
ative	Deriv-	11.						
		sion			Number of	Title and Amount		
Secur-	ative	Nature						
		or			Derivative	6.	of Underlying	
ities	Secur-	of						
		Exer-		4.	Securities	Date	Securities	
Bene-	ity:	In-						
		cise	3.	Trans-	Acquired (A)	Exercisable and	(Instr. 3 and 4)	
ficially	Direct	direct						
		Price	Trans-	action	or Disposed	Expiration Date		
	(D) or	Bene-						
1.		of	action	Code	of(D)	(Month/Day/Year)	Amount	
	- fi	cial						
Title of		Deriv-	Date	(Instr.	(Instr. 3,		or	
	Owner-							
Derivativ	_	ative	(Month/	8)	4 and 5)	Date Expira-	Number	
	(I)	-						
Security			Day/			Exer- tion	of	
(Instr.	(Instr.	(Instr.						
(Instr. 3	•	ity	Year)	Code V	(A) (D)	cisable Date	Title Shares	
4)	4)							

Explanation of Responses:

/s/ William R. Hardcastle, Jr. 10/29/02

**Signature of Reporting Person Date
as Attorney-in-fact

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 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 provided is insufficient, see Instruction 6 for procedure.

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