

WASHINGTON MUTUAL INC

Form 4

November 09, 2004

**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

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**WILLIS B WOOD JR**

(Last) (First) (Middle)

**GT23H4, 555 WEST 5TH STREET**

(Street)

**LOS ANGELES, CA 900131011**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**WASHINGTON MUTUAL INC**  
["WM"]

3. Date of Earliest Transaction  
(Month/Day/Year)  
**11/05/2004**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common	11/08/2004		M		250	A	\$ 7.9	22,182.02	D
Common	11/08/2004		S		250	D	\$ 39.49	21,932.02	D
Common	11/08/2004		M		800	A	\$ 7.9	22,732.02	D
Common	11/08/2004		S		800	D	\$ 39.48	21,932.02	D
Common	11/08/2004		M		1,900	A	\$ 7.9	23,832.02	D
Common	11/08/2004		S		1,900	D	\$ 39.48	21,932.02	D
Common	11/08/2004		M		2,113	A	\$ 7.9	24,045.02	D

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

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SEC 1474  
(9-02)

**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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock <u>(1)</u>	\$ 0 <u>(2)</u>	11/05/2004		A		19.05		<u>(3)</u>	<u>(3)</u>	Common	19.05
Stock Option (Right to Buy)	\$ 7.9	11/08/2004		M			250	<u>(4)</u>	01/03/2005	Common	250
Stock Option (Right to Buy)	\$ 7.9	11/08/2004		M			800	<u>(4)</u>	01/03/2005	Common	800
Stock Option (Right to Buy)	\$ 7.9	11/08/2004		M			1,900	<u>(4)</u>	01/03/2005	Common	1,900
Stock Option (Right to Buy)	\$ 7.9	11/08/2004		M			2,113	<u>(4)</u>	01/03/2005	Common	2,113

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WILLIS B WOOD JR GT23H4 555 WEST 5TH STREET LOS ANGELES, CA 900131011	X

## Signatures

By: /s/ Sophie Hager Hume,  
Attorney-in-Fact

11/09/2004

\_\_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) Phantom stock shares acquired under the Washington Mutual, Inc. (WM) Deferred Compensation Plan for Directors and Certain Highly Compensated Employees (DCP) through Board fee deferral.
- (2) Converts to common stock on a one-for-one basis.
- (3) Phantom stock distributed upon payment commencement date selected by reporting person.
- (4) Grant of option pursuant to the Great Western Financial Corporation 1988 Stock Option and Incentive Plan (as amended effective July 26, 1994). The option vested on the six-month and one-year anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.