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OMB

HMN FINANCIAL INC Form 4 November 27, 2002

FORM 4

Responses)

APPROVAL UNITED STATES SECURITIES AND EXCHANGE **COMMISSION** OMB Number: Washington, D.C. 20549 3235-0287 Check this box if no longer subject STATEMENT OF CHANGES IN BENEFICIAL **Expires: January** to Section 16. **OWNERSHIP** 31, 2005 Form 4 or Form 5 obligations may Filed pursuant to Section 16(a) of the Securities Estimated continue. See Exchange Act of 1934, Section 17(a) of the Public average burden Instruction 1(b). Utility Holding Company Act of 1935 or Section hours per 30(h) of the Investment Company Act of 1940 response....0.5 (Print or Type

| 1. Name and Address of | 2. Issuer Name and Ticker Symbol HMN Financia | • | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|---------------------------------------|--|--|--|-----------------------|--|--|--|--|
| Reporting Person* | 3. I.R.S. Identification Number of Reporting | 4. Statement for Month/Day/Year | <u>x</u> Director | 10% Owner | | | | |
| Weise Roger P (Last) (First) (Middle) | Person, if an entity (voluntary) | November 26, 2002 | Officer (give title below) | Other (specify below) | | | | |
| | | 5. If Amendment, Date of Original (Month/Day/Year) | 7. Individual or Joint/Group (Check Applicable Line) X Form filed by One Reporting Persor than One Reporting Person | | | | | |
| 1016 Civic Center Drive NW | | | | | | | | |
| (Street) Rochester Minnesota 55901 | | | | | | | | |

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| (City) (State) (Zip) | 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. Trans Code (Insti | ; | (A) or Disposed of (D) | | 4. Securities Acquired i(A) or Disposed of (D) (Instr. 3, 4 and 5) | | Solution Sol | | 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 | | | | | | | | 41,882 | D | | | |
| Common Stock | | | | | | | | 2,100 | Ι | Spouse Barbara Weise IRA | | |
| Common Stock | 11/26/2002 | | M | | 690 * | D | \$16.87 | | | | | |
| Common Stock | 11/26/2002 | | M | | 100 * | D | \$16.86 | | | | | |
| Common Stock | 11/26/2002 | | M | | 210 * | D | \$16.85 | | | | | |
| Common Stock | 11/26/2002 | | M | | 493 * | D | \$17.00 | 49,507 | Ι | Living Trust | | |
| | | | | | | | | | | | | |
| | | | | | | | | | | | | |

^{*} The sales reported in this Form 4 were effected pursuant to a Rule 10(b)5-1 Trading Plan adopted by the reporting person on Aug. 1, 2002.

| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | |
|--|-------------|-------------|--------------|----------|-----------|----------------------|------------------|-------------|----|--|
| 1. Title of | 2. | 3. | 3A. Deemed | 4. | 5. | 6. Date Exerciseable | 7. Title and | 8. Price of | 9. | |
| Derivative | Conversion | Transaction | Execution | Transact | Mumber | and Expiration Date | Amount of | Derivative | D | |
| Security | or Exercise | Date | Date, if any | Code | of | (Month/Day/Year) | Underlying | Security | S | |
| (Instr.3) | Price of | (Month/ | (Month/Day/ | (Instr. | Derivativ | re | Securities | (Instr. 5) | В | |
| | Derivative | | Year) | 8) | Securitie | S | (Instr. 3 and 4) | | О | |
| | Security | Day/Year) | | | Acquired | | | | F | |

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| | | | (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | | | | R T (I | |
|------------------|--------|--|---|--|-----|---------------------|--------------------|-------|--|--|
| | | | Code | | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Option to Buy | \$9.21 | | | | | | | | | |
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Explanation of Responses:

| /s/ Timothy P. Johnson POA for Roger P. Weise | | November 27, 2002 |
|---|------|-------------------|
| **Signature of Reporting Person | Date | |

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, 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure