

# FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

## ANNUAL 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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☐ Check box if no longer subject to  
Section 16. Form 4 or Form 5 obli-  
gations may continue. See Instruc-  
tion 1(b).

☐ Form 3 Holdings Reported

☒ Form 4 Transactions Reported

1. Name and Address of Reporting Person* <b>Young, William J.</b>			2. Issuer Name and Ticker or Trading Symbol <b>Lithia Motors, Inc. LAD</b>				6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
<div style="display: flex; justify-content: space-between;"> <span>(Last)</span> <span>(First)</span> <span>(Middle)</span> </div> <b>360 E. Jackson St.</b>			3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)		4. Statement for Month/Year  <b>12/31/2002</b>				
<div style="text-align: right;">(Street)</div> <b>Medford, OR 97501</b>					5. If Amendment, Date of Original (Month/Year)		7. Individual or Joint/Group Reporting (Check applicable line)  <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
<div style="display: flex; justify-content: space-between;"> <span>(City)</span> <span>(State)</span> <span>(Zip)</span> </div>			<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>						
1. Title of Security (Instr. 3)	2.Trans- action Date (Month/ Day/ Year)	2A. Deemed Execu- tion Date, if any (Month/ Day/ Year)	3. Trans- action Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Ben- eficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			

## FORM 5 (continued)

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)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (2002dr) (right to buy)	\$15.13	12/26/2002		A4	1000.00		06/26/2003	12/26/2012	Class A Common	1000.00		1000.00	D	
Stock Option (1997) (NDNQ) (right to buy)	\$10.87						03/01/1997	03/01/2005	Class A Common	1500.00		1500.00	D	
Stock Option (1998) (NDNQ) (right to buy)	\$14.31						01/02/1998	01/02/2006	Class A Common	1500.00		1500.00	D	
Stock Option (2000) (NDNQ) (right to buy)	\$16.75						07/06/2000	01/06/2010	Class A Common	1000.00		1000.00	D	
Stock Option (2001dir) (right to buy)	\$19.24						06/26/2002	12/26/2011	Class A Common	1000.00		1000.00	D	
Stock Option (2001) (NDNQ) (right to buy)	\$11.81						05/26/2001	12/26/2010	Class A Common	1000.00		1000.00	D	

Explanation of Responses:

/s/ Cliff E. Spencer

02/12/2003

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

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

\*\* Signature of Reporting Person

Date

Cliff E. Spencer, Attorney-in-Fact for  
William J. Young

Note: File three copies of this Form, one of which must be manually signed.

If space provided 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.