

TON FINANCE BV
Form 4/A
January 30, 2003

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549**

FORM 4

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**

x Check this box if no longer
subject to Section 16.
Form 4 or Form 5
obligations may continue.
See Instruction 1(b)

| | | |
|--|---|--|
| 1. Name and Address of Reporting Person* <i>(Last, First, Middle)</i> Ton Finance B.V. <hr/> | 2. Issuer Name and Ticker or Trading Symbol CB BANCSHARES, INC. <hr/> | 3. I.R.S. Identification Number of Reporting Person, if an entity <i>(Voluntary)</i> <hr/> |
| De Ruy Takade 120 <hr/> <p style="text-align: center;"><i>(Street)</i></p> Amsterdam, Neth. 1011-AB <hr/> <p><i>(City) (State) (Zip)</i></p> | 4. Statement for <i>(Month/Day/Year)</i> December 2002 <hr/> | 5. If Amendment, Date of Original <i>(Month/Day/Year)</i> December 27, 2002 <hr/> |
| o Director <input checked="" type="checkbox"/> 10% Owner o Officer <i>(give title below)</i> o Other <i>(specify below)</i> <hr/> | 6. Relationship of Reporting Person(s) to Issuer <i>(Check All Applicable)</i> | |
| | 7. Individual or Joint/Group Filing <i>(Check Applicable Line)</i> o Form filed by One Reporting Person o Form filed by More than One Reporting Person | |

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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).

Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security <i>(Instr. 3)</i> | 2. Transaction Date <i>(Month/Day/Year)</i> | 2a. Deemed Execution Date, if any. <i>(Month/Day/Year)</i> | 3. Transaction Code <i>(Instr. 8)</i> | 4. Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i> | 5. Amount of Securities Beneficially Owned Following Reported Transactions(s) <i>(Instr. 3 and 4)</i> | 6. Ownership Form: Direct (D) or Indirect (I) <i>(Instr. 4)</i> | 7. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i> |
|---|--|---|--|---|--|--|---|
|---|--|---|--|---|--|--|---|

| | | | Code | V | Amount | (A) or (D) | Price | | |
|---------------|----------|--|------|---|---------|------------|-------|---------|---|
| Common shares | 12/24/02 | | S | | 185,830 | D | 40.77 | 348,265 | D |

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

| 1. Title of Derivative Security <i>(Instr. 3)</i> | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date <i>(Month/Day/Year)</i> | 3a. Deemed Execution Date, if any <i>(Month/Day/Year)</i> | 4. Transaction Code <i>(Instr. 8)</i> | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i> | |
|--|--|--|--|--|--|-----|
| | | | | Code V | (A) | (D) |
| N/A | | | | | | |

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

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