MCKEOWN GARY M Form 4 May 02, 2003

U.S. SECURITIES AND EXCHANGE COMMISSION Washington D.C. 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

- [] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Name and Address of Reporting Person (If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

Gary M. McKeown R. D. 3, Box 488 Latrobe, PA 15650-9325

2. Issuer Name and Ticker or Trading Symbol

AmeriServ Financial, Inc. ASRV

- I.R.S. Identification Number of Reporting Person, if an Entity (Voluntary)
- 4. Statement for Month/Day/Year

5/1/03

If Amendment, Date of Original (Month/Day/Year)

____/____/____

 Relationship of Reporting Person to Issuer (Check all applicable)

 Individual or Joint/Group Filing (Check applicable line)

[X] Form filed by One Reporting Person
[] Form File by More than One Reporting Person

Table I - Non-Derivative Securities Acquired,

Disposed of, or Beneficially Owned

| of indirectly | | | | | |
|-----------------------------|--|--|--|--|--|
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| Transaction Code (Instr. 8) | | | | | |
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| ng Reported | | | | | |
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Table II - Derivative Securities
Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| REMI | NDER: Report on a separate page for each class of securities beneficially owned directly or indirectl | | | | | |
|------|---|--|--|--|--|--|
| 1. | . Title of Derivative Security (Instr. 3) | | | | | |
| | 2001 Stock Incentive Plan (Right to Buy) | | | | | |
| 2. | Conversion or Exercise Price of Derivative Security | | | | | |
| | \$3.49 | | | | | |
| 3. | Transaction Date (Month/Day/Year) | | | | | |
| | 4_/_1/_03_ | | | | | |
| 3A. | Deemed Execution Date, if any (Monty/Day/Year) | | | | | |
| | / | | | | | |
| 4. | Transaction Code (Instr. 8) | | | | | |
| | CodeJ(1) | | | | | |
| 5. | Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | | | |
| | (A) 2,500 (D) | | | | | |
| 6. | Date Exercisable and Expiration Date (Month/Day/Year) | | | | | |
| | Date Exercisable4_/1_/04 Expiration Date4_/1_/13 | | | | | |
| 7. | Title and Amount of Underlying Securities (Instr. 3 and 4) | | | | | |
| | Title: _Common Stock PV \$2.50 | | | | | |
| | Amount or Number of Shares: 2,500 | | | | | |
| 8. | Price of Derivative Security (Instr. 5) | | | | | |
| | \$3.49 | | | | | |
| 9. | Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | | | | | |
| | 2,500 | | | | | |
| 10. | Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | | | | | |
| | Direct (D)X Indirect (I) | | | | | |

| 11. | Nature (Instr | | | Beneficia | l Ownership | | | |
|------|------------------|----|-----------|-----------|-------------|-----|---------|---|
| 1 | | | D | | | | | |
| Expl | anation | οÍ | Responses | s: | | | | |
| (1) | | | | _ | | 1 0 | F O O 1 | _ |

(1) Grant to reporting person of options to purchase 2,500 shares of common stock under the 2001 Stock Incentive Plan. The options shall vest in three equal installments commencing on the first anniversary of the Grant Date.

| /s/ Betty L. Jakell | 5/1/03 |
|--------------------------------------|--------|
| **Signature of Reporting Person | Date |
| Attorney-in-Fact for Gary M. McKeown | |

** 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.

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 control number.