

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, D.C. 20549  
 FORM 4  
 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) 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:  
 SAMPSON, CURTIS A.  
 50 PARKVIEW LANE  
 HECTOR, MN 55342  
 USA
2. Issuer Name and Ticker or Trading Symbol  
 COMMUNICATIONS SYSTEMS, INC.  
 CSII
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year  
 DECEMBER, 2002
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all Applicable):  
 Director  
 10% Owner  
 Officer (give title below)  
 Other (specify below)  
 CHIEF EXECUTIVE OFFICER
7. Individual of Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by more than One Reporting Person

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

1. Title of Security 7. Nature of	2. Transaction Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D)	5. Amount of Securities Beneficially Owned at End of Month	6. Ownership Form: (D) or Indirect
Direct Indirect Beneficial (I) Ownership					

		Code	V	Amount	(A) or (D)	Price	
<S>	<C>	<S>		<C>	<S>	<C>	<S>
Common Stock	12/30/2002	G		11,750	D	1,149,017	D
ESOP*						24,138.579	I
Spouse**						16,023	I

\*Acquired pursuant to Communications Systems, Inc. Employee Stock  
 Ownership Plan and Trust  
 \*\*Includes 2,125 shares in USBank Piper Jaffray IRA

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of 10. Ownership	2. Conver- 11. Nature of	3. Trans- action	4. Trans- action	5. Number of Derivative	6. Date Exercis- able and Expira- tion	7. Title and Amount of Underlying Securities	8. Price of Deriva tive Security	9. Number of Derivative Securities Beneficially Owned at	Form of
Indirect Derivative Securities	Exercise Price of Ownership Deriv-	Date	Code	Securities Acquired (A) or					

Beneficially	ative	Disposed	Date	End of	Owned
at	Security	of (D)		Month	End of
					Month

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				Exer- Expir	or
				cis- ation	Number
				able Date	of
Code	V	(A)	(D)	Title	Shares

<S>	<C>
Common	N/A
</TABLE>	

Explanation of Responses:

Signature of Reporting Person  
/s/ CURTIS A. SAMPSON

Date  
DECEMBER 31, 2002