U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C.
FORM 4
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person
SIMPSON, BARCLAY
4120 Dublin Blvd., Suite 400
Dublin, CA 94568
USA

2. Issuer Name and Ticker or Trading Symbol
SIMPSON MANUFACTURING CO., INC. - (SSD)

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year
AUGUST 2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer (Check all applicable)
(X) Director (X) 10% Owner
(X) Officer (give title below) ( ) Other (specify below)

CHAIRMAN OF THE BOARD

7. Individual or Joint/Group Filing (Check Applicable Line)
[X] Form filed by One Reporting Person
[ ] Form filed by More than One Reporting Person

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

1. Title of Security	2. Transaction Date	3. Code	V	4. Securities Acquired (A) or Disposed of (D) Amount	A/D	Price	5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
Common Stock	08/22/2002	J	V	9	D	$31.80	4,277	I	By Trust
Common Stock	08/22/2002	X		1,000	A	$18.3219	7,002,142	D	
Common Stock							10,002	I	By General Partnership

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

1.Title of Derivative Security	2.Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	V	5.Number of Derivative Securities Acquired(A) or Disposed of(D) Amount	A/D	6.Date Exercisable and Expiration Date(Month/Day/Year) Date Exercisable	Expiration Date	7.Title and Amount of Underlying Securities Title and Number of Shares		8.Price of Derivative Security	9.Number of Derivative Securities Beneficially Owned at End of Month	10.Direct(D) or Indirect(I)	11.Nature of Indirect Beneficial Ownership
Options on Common Stock	$18.3219	08/22/2002	X		1,000	D	Immed	12/31/2003	Common Stock	1,000				
Options on Common Stock												250	D	
Options on Common Stock												250	D	
Options on Common Stock												250	D	
Options on Common Stock												250	D	
Options on Common Stock												250	D	
Options on Common Stock												250	D	
Options on Common Stock												250	D	
Options on Common Stock												250	D	

Explanation of Responses:

J The shares are owned by the Simpson Manufacturing Co., Inc. Profit Sharing Plan for Salaried Employees (the “Plan”) of which the reporting person is a participant. The change in the number of shares held by the reporting person represents a rebalancing of his position.

SIGNATURE OF REPORTING PERSON

BY: Barclay Simpson

/s/BARCLAY SIMPSON

DATE

August 23, 2002