

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:
 MCGRAW, DAVID T.
 8108 LEA ROAD
 BLOOMINGTON, MN 55438
 USA
2. Issuer Name and Ticker or Trading Symbol
 COMMUNICATIONS SYSTEMS, INC.
 JCS
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 2/11/2003
5. If Amendment, Date of Original (Month/Year)
 N/A
6. Relationship of Reporting Person(s) to Issuer (Check all Applicable):
 Director
 10% Owner
 Officer (give title below)
 Other (specify below)
 PRESIDENT - SUTTLE APPARATUS
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		5. Amount of Securities Beneficially Owned at End of Month	6. Ownership Form: (D) or Indirect
			Acquired (A) or Disposed of (D)	Amount (D)		
Direct Indirect Beneficial (I) Ownership				(A) or (D)		

Code	V	Amount	(A) or (D)	Price
<S> <S> Common Stock ESOP*		200.670	A	

*Acquired pursuant to Communications Systems, Inc. Employee Stock
 Ownership Plan and Trust

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

1. Title of 10. Ownership	2. Con- 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 Owned
Indirect Security Derivative Securities Beneficially at	Exercise Beneficial Price of Ownership Deriv- ative	Date	Code	Securities Acquired (A) or Disposed	Date	Securities	Security	End of	Owned

Security

of (D)

Month

End of
Month

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

<S>
Common
</TABLE>

Explanation of Responses:

Signature of Reporting Person
/s/ DAVID T. MCGRAW

Date
FEBRUARY 13, 2003