

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **1998-01-05** | Period of Report: **1998-01-02**
SEC Accession No. **0000914317-98-000006**

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SUBJECT COMPANY

LCS INDUSTRIES INC

CIK: **58151** | IRS No.: **132648333** | State of Incorporation: **DE** | Fiscal Year End: **0930**
Type: **4** | Act: **34** | File No.: **000-12329** | Film No.: **98501048**
SIC: **7331** Direct mail advertising services

Mailing Address
*120 BRIGHTON RD
120 BRIGHTON RD
CLIFTON NJ 07012-1694*

Business Address
*120 BRIGHTON RD
CLIFTON NJ 07012
2017785588*

REPORTING OWNER

LCS INDUSTRIES INC

CIK: **58151** | IRS No.: **132648333** | State of Incorporation: **DE** | Fiscal Year End: **0930**
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U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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(f) 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).

1. Name and Address of Reporting Person

Quinlan James E.

(Last) (First) (Middle)

20 Lloyd Place

(Street)

Belleville, NJ 07109

(City) (State) (Zip)

2. Issuer Name and Ticker of Trading Symbol

LCS INDUSTRIES, INC. (LCSI)

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

###-##-####

4. Statement for Month/Year

December 1997

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

6. Relationship of Reporting Person to Issuer (Check all applicable)

[] Director*

[] 10% Owner

[X] Officer (give title below)

[] Other (specify below)

Controller

7. Individual or Joint/Group filing (Check Appropriate Line)

[X] Form filed by One Reporting Person

[] Form filed by More Than One Reporting Person

<TABLE>
<CAPTION>

TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | |
|--|---|-----------------------------------|-----|---|---------------|-----------------|
| | | Code | V | Amount | (A) or (D) | Price |
| <S> Common Stock, par value \$.01/share | <C> | <C> | <C> | <C> | <C> | <C> |
| Common Stock, par value \$.01/share | 12/22/97 | X | | 2,200 | A | 1.25 |
| (1)Common Stock, par value \$.01/share | Various | P | | 95 | A | 12.33- 17.00 |

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TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED -- Continued

| 1. Title of Security (Instr. 3) | 5. Amount of Securities Beneficially Owned (Instr. 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 6. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|---|--|---|
| <S> Common Stock, par value \$.01/share | <C> 1,335* | <C> | <C> |
| Common Stock, par value \$.01/share | 3,535 | | |
| (1)Common Stock, par value \$.01/share | 3,630 | D | |

</TABLE>
*Previously Reported on Form 5.
(1) Stock acquired through ESPP

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TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, OPTION, CONVERTIBLE SECURITIES)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion Or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | |
|--|--|--------------------------------------|--------------------------------|-----|---|-------|
| | | | Code | V | (A) | (D) |
| <S> (1) Incentive Stock Option | <C> 1.25 | <C> | <C> | <C> | <C> | <C> |
| Incentive Stock Option | 1.25 | 12/22/97 | X | | | 2,200 |
| (1) Incentive Stock Option | 15.50 | | | | | |
| (1) Incentive Stock Option | 12.75 | | | | | |

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TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, OPTION, CONVERTIBLE SECURITIES) -- Continued

| 1. Title of Derivative Security (Instr. 3) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) |
|--|--|-----------------|---|--|
| | Date Exercisable | Expiration Date | | |
| <S> (1) Incentive Stock Option | <C> 10/06/88 | <C> 10/06/98 | <C> Common Stock | <C> 4,400 |
| Incentive Stock Option | | | Common Stock | 2,200 |
| (1) Incentive Stock Option | * | 10/13/05 | Common Stock | 5,000 |
| (1) Incentive Stock Option | ** | 12/19/06 | Common Stock | 2,500 |

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TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, OPTION, CONVERTIBLE SECURITIES) -- Continued

| 1. Title of Derivative Security (Instr. 3) | 9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|
| <S> (1) Incentive Stock Option | <C> | <C> | <C> |
| Incentive Stock Option | 2,200 | D | |
| (1) Incentive Stock Option | 5,000 | D | |
| (1) Incentive Stock Option | 2,500 | D | |

</TABLE>

Explanation of Responses:

- (1) Previously reported.
- * 25% in 1996, 97, 98, 99
- **25% in 1997, 98, 99, 00

/s/James E. Quinlan

Signature of Reporting Person

1/2/98

Date