

FOSTER CHARLES H JR

Form 4

January 16, 2009

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FOSTER CHARLES H JR

2. Issuer Name **and** Ticker or Trading
Symbol
LANDAMERICA FINANCIAL
GROUP INC [LFG]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

LANDAMERICA FINANCIAL
GROUP, INC., 5600 COX ROAD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/01/2009

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

GLEN ALLEN, VA 23060

(City) (State) (Zip)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount (A) or (D)	Price		
Common Stock	01/01/2009		M		97 ⁽¹⁾	A \$ 0.09	26,538	D
Common Stock							3,557.5586	I
Common Stock ⁽²⁾							1,500	I
								By 401(k) plan
								by Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form**

SEC 1474
(9-02)

displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title Under (Instr.			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Deferred Stock Units	\$ 0 <u>(3)</u>	01/01/2009		J <u>(3)</u>		39,666.6667		08/08/1988 <u>(3)</u>	08/08/1988 <u>(3)</u>	Com Sto
Deferred Stock Units	\$ 0 <u>(4)</u>	01/01/2009		M			97 <u>(1)</u>	08/08/1988 <u>(4)</u>	08/08/1988 <u>(4)</u>	Com Sto
Deferred Stock Units	\$ 0 <u>(4)</u>	01/01/2009		S		0.3333 <u>(1)</u>		08/08/1988 <u>(4)</u>	08/08/1988 <u>(4)</u>	Com Sto

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

FOSTER CHARLES H JR
LANDAMERICA FINANCIAL GROUP, INC.
5600 COX ROAD
GLEN ALLEN, VA 23060

X

Signatures

By: Anna M. King For: Charles H.
Foster, Jr.

01/16/2009

 **Signature of Reporting Person

 Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) These shares reflect a distribution according to the insider's election under the issuer's Executive Voluntary Deferral Plan. Any fractional shares will be paid out in cash.
- (2) Shares are held by trust of which Charles H. Foster, Jr. is trustee with investment power and of which members of his immediate family are beneficiaries.
- (3) The deferred stock units acquired on the first of the month are the result of compensation payable for Board and/or committee meeting(s) attendance in the prior month in the form of deferred stock units based on the closing price of the issuer's stock on the first business day of the current month. The deferred stock units do not have any conversion or exercise price (Box 2), nor do they have an exercisable or

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expiration date (Box 6) for this transaction.

- (4) Deferred stock units acquired under the Company's ODDP or EVDP do not have a conversion or exercise price (Box 2), nor do they have an exercisable or expiration date (Box 6).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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