State Auto Financial CORP Form 4

February 26, 2009

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

Issuer

January 31, 2005

0.5

Estimated average burden hours per

response...

**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

DANTONI DAVID J

1. Name and Address of Reporting Person \*

		S	State Auto Financial CORP [STFC]			STFC]	(Check all applicable)		
(Last) (First) (Middle) 15821 SAVONA WAY			3. Date of Earliest Transaction (Month/Day/Year) 02/25/2009				_X_ Director Officer (give t	10%	Owner or (specify
NAPLES, 1	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
		(7in)					Person		
(City)	(State)	(Zip)	Table I - Non-			•	ired, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		ate, if Transactic Code (Year) (Instr. 8)	4. Securioror Dispo (Instr. 3,	sed of 4 and (A) or		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)
Common Shares without par value	02/25/2009		M	1,000	A	\$ 12	47,822.983 (2)	D	
Common Shares without par value	02/25/2009		S	53	D	\$ 17.1401	47,769.983 (2)	D	
Common Shares without par value	02/25/2009		S	117	D	\$ 17.1601	47,652.983 (2)	D	

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Common Shares without par value	02/25/2009	S	300	D	\$ 17.1701	47,352.983 (2)	D
Common Shares without par value	02/25/2009	S	200	D	\$ 17.1901	47,152.983 (2)	D
Common Shares without par value	02/25/2009	S	18	D	\$ 17.2601	47,134.983 (2)	D
Common Shares without par value	02/25/2009	S	36	D	\$ 17.2701	47,098.983 (2)	D
Common Shares without par value	02/25/2009	S	100	D	\$ 17.3201	46,998.983 (2)	D
Common Shares without par value	02/25/2009	S	24	D	\$ 17.34	46,974.983 (2)	D
Common Shares without par value	02/25/2009	S	53	D	\$ 17.3401	46,921.983 (2)	D
Common Shares without par value	02/25/2009	S	99	D	\$ 17.38	46,822.983 (2)	D

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

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SEC 1474 (9-02)

 $\label{thm:convertible} \textbf{Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ \textit{(e.g., puts, calls, warrants, options, convertible securities)}$ 

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction Derivative		Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(I
	Derivative				(A) or			
	Security				Disposed of			

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(D) (Instr. 3, 4, and 5)

Code V (A) (D) Date Expiration

Exercisable Date

Title

Number of Shares

Amount

Director

Stock
Option \$ 12 02/25/2009 M 1,000 05/27/2000 05/26/2009 Common Shares 1,000

(Right to Buy) NQ

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DANTONI DAVID J 15821 SAVONA WAY NAPLES, FL 34110

## **Signatures**

David J. D'Antoni by James A. Yano, attorney in fact pursuant to a POA filed with the Commission on 5-4-07

02/26/2009

\*\*Signature of Reporting Person

Date

# **Explanation of Responses:**

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

X

- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Field should be left blank, but due to a software defect, requires input.
- Includes indirect holdings by spouse of 12,000 shares. Includes restricted share units (RSU's) credited with dividends, equivalent in value
- (2) to those declared and paid on one share of STFC common stock; 35.558 acquired on 6/30/08; 28.202 acquired on 9/30/08; 30.703 acquired on 12/31/08.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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