

English Steven Eugene
Form 4
July 02, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
English Steven Eugene

(Last) (First) (Middle)
518 E. BROAD STREET
(Street)

COLUMBUS, OH 43215

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
State Auto Financial CORP [STFC]

3. Date of Earliest Transaction
(Month/Day/Year)
06/29/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President

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 or (D) Price			
Common Shares without par value	06/29/2018		M		15,302 (1)	A	\$ 18.78	50,544.19 (2) D
Common Shares without par value	06/29/2018		S		15,302 (1)	D	\$ 30.51	35,242.19 (2) D
Common Shares without par value	06/29/2018		M		3,632 (1)	A	\$ 17.03	38,874.19 (2) D

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Common Shares without par value	06/29/2018	S	<u>3,632</u> ⁽¹⁾	D	\$ 30.9	35,242.19 ⁽²⁾	D
Common Shares without par value	06/29/2018	M	<u>1,300</u> ⁽¹⁾	A	\$ 17.03	36,542.19 ⁽²⁾	D
Common Shares without par value	06/29/2018	S	<u>1,300</u> ⁽¹⁾	D	\$ 31.14	35,242.19 ⁽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)

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 and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option Right to Buy (NQ)	\$ 18.78	06/29/2018		M	15,302	03/04/2011 03/03/2020	Common Shares 15,302
Employee Stock Option Right to Buy (NQ)	\$ 17.03	06/29/2018		M	3,632	03/03/2012 03/02/2021	Common Shares 3,632
Employee Stock Option Right to Buy (NQ)	\$ 17.03	06/29/2018		M	1,300	03/03/2012 03/02/2021	Common Shares 1,300

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
English Steven Eugene 518 E. BROAD STREET COLUMBUS, OH 43215			Senior Vice President	

Signatures

/s/Steven E. English by Melissa A. Centers, attorney in fact, pursuant to POA filed with commission on 3-7-16.

07/02/2018

__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) Transaction pursuant to reporting person's Rule 10b5-1 trading plan. See Item 8.01 of the Form 8-K filed by State Auto Financial Corporation on June 4, 2018.
- (2) Includes the following acquisition: 58.847 shares acquired in June 2018 through the STFC 401(k) Plan.

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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