

LANDAMERICA FINANCIAL GROUP INC  
Form SC 13D/A  
September 17, 2007

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

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SCHEDULE 13D  
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO  
RULE 13d-2(a)

Under the Securities Exchange Act of 1934  
(Amendment No. 1)\*

LandAmerica Financial Group, Inc.

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

514936103

-----  
(CUSIP Number)

Carl Casler  
c/o Viking Global Performance LLC  
55 Railroad Avenue, 3rd Floor  
Greenwich, CT 06850  
(203) 863-5039

With a Copy to:  
Marc Weingarten, Esq.  
Schulte Roth & Zabel LLP  
919 Third Avenue  
New York, NY 10019  
(212) 756-2000

-----  
(Name, Address and Telephone Number of Person Authorized to Receive Notices and  
Communications)

September 13, 2007

-----  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box [X].

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

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(Continued on following pages)  
 (Page 1 of 8 Pages)

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 \* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page. The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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 -----

|    |   |   |
|----|---|---|
| 1  | NAME OF REPORTING PERSON  |   |
|    | Viking Global Performance LLC   |   |
| 2  | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/> |   |
| 3  | SEC USE ONLY  |   |
| 4  | SOURCE OF FUNDS   |   |
|    | AF  |   |
| 5  | CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>          |   |
| 6  | CITIZENSHIP OR PLACE OF ORGANIZATION  |   |
|    | Delaware  |   |
| 7  | NUMBER OF SOLE VOTING POWER   |   |
|    | SHARES  | 0 |
| 8  | BENEFICIALLY OWNED SHARED VOTING POWER  |   |
|    | OWNED   | 0 |
| 9  | BY EACH REPORTING PERSON SOLE DISPOSITIVE POWER   |   |
|    | REPORTING PERSON  | 0 |
| 10 | WITH SHARED DISPOSITIVE POWER   |   |
|    | PERSON  | 0 |
| 11 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  |   |
|    |   | 0 |

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12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
SHARES

---

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11  
0.0%

---

14 TYPE OF REPORTING PERSON  
OO

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CUSIP No. 514936103

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1 NAME OF REPORTING PERSON  
Viking Global Investors LP

---

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  (b)

---

3 SEC USE ONLY

---

4 SOURCE OF FUNDS  
AF

---

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
TO ITEMS 2(d) or 2(e)

---

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

---

|              |    |                          |
|--------------|----|--------------------------|
| NUMBER OF    | 7  | SOLE VOTING POWER        |
| SHARES       |    | 0                        |
| BENEFICIALLY | 8  | SHARED VOTING POWER      |
| OWNED        |    | 0                        |
| BY EACH      | 9  | SOLE DISPOSITIVE POWER   |
| REPORTING    |    | 0                        |
| PERSON       | 10 | SHARED DISPOSITIVE POWER |
| WITH         |    | 0                        |

---

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
0

---

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
SHARES

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-----  
 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11  
 0.0%

-----  
 14 TYPE OF REPORTING PERSON  
 PN  
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 -----

-----  
 1 NAME OF REPORTING PERSON  
 O. Andreas Halvorsen  
 -----

-----  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  (b)

-----  
 3 SEC USE ONLY  
 -----

-----  
 4 SOURCE OF FUNDS  
 AF  
 -----

-----  
 5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
 TO ITEMS 2(d) or 2(e)

-----  
 6 CITIZENSHIP OR PLACE OF ORGANIZATION  
 Norway  
 -----

-----  
 NUMBER OF 7 SOLE VOTING POWER  
 SHARES 0  
 -----

BENEFICIALLY 8 SHARED VOTING POWER  
 OWNED 0  
 -----

BY EACH 9 SOLE DISPOSITIVE POWER  
 REPORTING 0  
 -----

PERSON 10 SHARED DISPOSITIVE POWER  
 WITH 0  
 -----

-----  
 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 0  
 -----

-----  
 12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
 SHARES

-----  
 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11  
 -----

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0.0%

-----  
 14 TYPE OF REPORTING PERSON  
 IN  
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 -----

-----  
 1 NAME OF REPORTING PERSON  
 David C. Ott  
 -----

-----  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  (b)   
 -----

-----  
 3 SEC USE ONLY  
 -----

-----  
 4 SOURCE OF FUNDS  
 AF  
 -----

-----  
 5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT  
 TO ITEMS 2(d) or 2(e)   
 -----

-----  
 6 CITIZENSHIP OR PLACE OF ORGANIZATION  
 United States  
 -----

-----  
 NUMBER OF 7 SOLE VOTING POWER  
 SHARES 0  
 -----

BENEFICIALLY 8 SHARED VOTING POWER  
 OWNED 0  
 -----

BY EACH 9 SOLE DISPOSITIVE POWER  
 REPORTING 0  
 -----

PERSON 10 SHARED DISPOSITIVE POWER  
 WITH 0  
 -----

-----  
 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 0  
 -----

-----  
 12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
 SHARES   
 -----

-----  
 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11  
 0.0%  
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14 TYPE OF REPORTING PERSON

IN

CUSIP No. 514936103

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ITEM 1. SECURITY AND ISSUER

The Schedule 13D filed on June 1, 2007 by Viking Global Performance LLC, a Delaware limited liability company ("VGP"), Viking Global Investors LP, a Delaware limited partnership ("VGI"), O. Andreas Halvorsen ("Halvorsen") and David C. Ott ("Ott") (collectively the "Reporting Persons") relating to the shares ("Shares") of common stock, no par value, of LandAmerica Financial Group, Inc., a Virginia corporation (the "Issuer") is hereby amended as set forth below by this Amendment No. 1 to the Schedule 13D. This is the final amendment to this Schedule 13D and an exit filing for the Reporting Persons.

ITEM 4. PURPOSE OF TRANSACTION

Item 4 of Schedule 13D, "Purpose of Transaction," is amended by adding the following to the end of the Item

The Reporting Persons sold 1,325,900 Shares of the Issuer on September 13, 2007, as described below in Item 5(c).

The Reporting Persons have no plan or proposal which would relate to or result in any of the matters set forth in subparagraphs (a) - (j) of Item 4 of Schedule 13D.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

Paragraphs (a) and (b) and (e) of Item 5 of the Schedule 13D are hereby amended and restated as follows:

(a) and (b) The Reporting Persons disposed of its Shares on September 13, 2007 as described in Item 4 and is the beneficial owner of no Shares of the Issuer.

(c) Information concerning transactions in the Shares effected by the Reporting Persons during the past sixty days is set forth in Appendix I hereto and is incorporated herein by reference. Unless otherwise indicated, all such transactions were effected in the open market.

(e) The Reporting Persons ceased to be the beneficial owners of more than 5% of the Shares on September 13, 2007.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER

The Reporting Persons are not a party to any cash-settled equity swap or

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other similar derivative transactions with one or more counterparties that are based upon the value of Shares.

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Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

DATED: September 17, 2007

VIKING GLOBAL PERFORMANCE LLC

By: /s/ O. Andreas Halvorsen  
-----

Name: O. Andreas Halvorsen  
Title: Chief Investment Officer

VIKING GLOBAL INVESTORS LP

By: Viking Global Partners LLC,  
its General Partner

By: /s/ O. Andreas Halvorsen  
-----

Name: O. Andreas Halvorsen  
Title: Managing Director

/s/ O. Andreas Halvorsen  
-----

O. Andreas Halvorsen

/s/ David C. Ott  
-----

David C. Ott

-----  
CUSIP No. 514936103  
-----

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APPENDIX I

TRANSACTIONS EFFECTED DURING THE PAST SIXTY DAYS

(All transactions were regular market transactions effected on The NYSE)

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## I. Transactions effected by VGE-LP

| -----<br>Date of<br>transaction<br>----- | -----<br>Amount of<br>shares<br>Bought/ (Sold)<br>----- | -----<br>Price per<br>share<br>----- |
|--|---|--------------------------------------|
| 9/4/2007                                 | (12,800)  | 54.86                                |
| 9/13/2007                                | (508,200)   | 39.95                                |

## II. Transactions effected by VGE-III

| -----<br>Date of<br>transaction<br>----- | -----<br>Amount of<br>shares<br>Bought/ (Sold)<br>----- | -----<br>Price per<br>share<br>----- |
|--|---|--------------------------------------|
| 9/4/2007                                 | (14,500)  | 54.86                                |
| 9/13/2007                                | (817,700)   | 39.95                                |