SAFECO CORP Form 4/A December 02, 2004

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

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

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* LAUER DALE E

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Middle)

(First)

(Street)

SAFECO CORP [SAFC]

(Check all applicable)

Exec. V.P. - Safeco Ins. Cos.

**OMB** 

Number:

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**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

SAFECO PLAZA, 4333

3. Date of Earliest Transaction

(Month/Day/Year) 10/25/2004

Director 10% Owner X\_ Officer (give title Other (specify below)

6. Individual or Joint/Group Filing(Check

(Instr. 4)

BROOKLYN AVENUE N.E.

4. If Amendment, Date Original

Filed(Month/Day/Year) 10/27/2004

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

SEATTLE, WA 98185

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Person

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I)

(Instr. 4)

(A)

Reported Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form 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 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount of 8. Pı Derivative Conversion (Month/Day/Year) Execution Date, if **Transaction**Derivative **Expiration Date Underlying Securities** Deri Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3 and 4) Secu

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	(1)	10/15/2004		A	29.278	(2)	(2)	Common Stock	29.278	\$ 4
Phantom Stock	<u>(1)</u>	10/15/2004		A	11.711	<u>(3)</u>	(3)	Common Stock	11.711	\$ 4
Phantom Stock	<u>(1)</u>	10/25/2004		A	8.522	<u>(5)</u>	(5)	Common Stock	8.522	\$ 4

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

LAUER DALE E SAFECO PLAZA 4333 BROOKLYN AVENUE N.E. SEATTLE, WA 98185

Exec. V.P. - Safeco Ins. Cos.

### **Signatures**

SoYoung Kwon, Attorney-in-Fact for Dale E.

Lauer

12/02/2004

\*\*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)** 1 for 1
- These Phantom Stock Units were acquired under the Safeco Deferred Compensation Plan for Executives (the "Plan") as a result of a deferral in excess of IRC limits and will be settled in cash following termination of the reporting person's service as an officer of Safeco Corporation or may be reallocated to another investment option pursuant to the terms of the Plan.
- These Phantom Stock Units were acquired under the Plan as a result of an employer matching contribution related to the excess deferral in (2) above and will be settled in cash following termination of the reporting person's service as an officer of Safeco Corporation or may be reallocated to another investment option pursuant to the terms of the Plan.
- (4) This transaction was erroneously reported on the reporting person's Form 4 filed on October 27, 2004.
- (5) These Phantom Stock Units accrued under the Plan and will be settled in cash following termination of the reporting person's employment with Safeco Corporation or may be reallocated to another investment option pursuant to the terms of the Plan.
- (6) These Phantom Stock Units were omitted from the reporting person's Form 4 filed on October 27, 2004.

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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