

DAVIS WILLIAM GRENVILLE  
 Form 4  
 December 09, 2005

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

OMB APPROVAL  
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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 \*  
 DAVIS WILLIAM GRENVILLE

(Last) (First) (Middle)

79 WELLINGTON STREET  
 WEST, SUITE 3000, MARITIME  
 LIFE TOWER

(Street)

TORONTO, ON M5K 1N2

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

FIRST AMERICAN CORP [(FAF)]

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

12/08/2005

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)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock                    |                                      |  |                                | (A) or (D) Price  | 450   | D  |                                   |

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 displays a currently valid OMB control number.**

SEC 1474 (9-02)

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

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| 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 (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 Security (Instr. 3 and 4) | 8. Date Exercisable | 9. Expiration Date | 10. Title    | 11. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|---------------------|--------------------|--------------|--------------------------------|
| Nonemployee Director Stock Option (right to buy) | \$ 47.49   | 12/08/2005                           |  | A                              | 5,000  | 12/08/2006 <sup>(1)</sup>                                | 12/08/2015  |                     |                    | Common Stock | 5                              |
| Nonemployee Director Stock Option (right to buy) | \$ 7.194   |                                      |  |                                |  | 04/24/1998   | 04/14/2007  |                     |                    | Common Stock | 6                              |
| Nonemployee Director Stock Option (right to buy) | \$ 23.583  |                                      |  |                                |  | 04/23/1999   | 04/23/2008  |                     |                    | Common Stock | 6                              |
| Nonemployee Director Stock Option (right to buy) | \$ 17.25   |                                      |  |                                |  | 08/31/1999   | 06/23/2009  |                     |                    | Common Stock | 6                              |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| DAVIS WILLIAM GRENVILLE<br>79 WELLINGTON STREET WEST<br>SUITE 3000, MARITIME LIFE TOWER<br>TORONTO, ON M5K 1N2 | X             |           |         |       |

## Signatures

By: Jeffrey S. Robinson, Attorney In Fact for  
Date: 12/09/2005

\_\_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) The option vests in five equal annual increments commencing 12/8/06, the first anniversary of the grant.

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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