

STATE AUTO FINANCIAL CORP

Form 4/A

July 19, 2005

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

OMB APPROVAL

OMB
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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 *
BLACKBURN MARK A2. Issuer Name **and** Ticker or Trading
Symbol
STATE AUTO FINANCIAL CORP
[STFC]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

(Street)3. Date of Earliest Transaction
(Month/Day/Year)
05/27/2004☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)
Senior Vice President**COLUMBUS, OH 43215**4. If Amendment, Date Original
Filed(Month/Day/Year)
05/28/20046. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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)
Common Shares without par value	05/27/2004		A ⁽¹⁾	0	A \$ 0	4,984.118 ⁽³⁾	D

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

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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)

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)	Amount or Number of Shares
Employee Stock Option (Right to Buy) NQ	\$ 30.86	05/27/2004		A	9,438 (4)	05/27/2005 ⁽²⁾ 05/26/2014	Common Shares	9,438
Employee Stock Option (Right to Buy) ISO	\$ 30.86	05/27/2004		A	5,062 (4)	05/27/2005 ⁽²⁾ 05/26/2014	Common Shares	5,062

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BLACKBURN MARK A 518 E. BROAD STREET COLUMBUS, OH 43215			Senior Vice President	

Signatures

Mark A. Blackburn by John R. Lowther, attorney in fact pursuant to a POA filed with the Commission on 3-8-00

07/18/2005

____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) field should be left blank, but due to a software defect, requires input.

(2) The options vest in three equal installments beginning on May 27, 2005.

Includes the following acquisitions: 4.965 shares acquired in Dec 2003 and 4.749 shares acquired in March 2004 under the dividend

(3) reinvestment feature of the State Auto Financial Corporation Employee Stock Purchase Plan and 0.050 shares acquired in Dec 2003 and 0.047 shares acquired in March 2004 under the STFC Dividend Reinvestment Plan.

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- (4) This report is being filed as a correction to the 5/28/04 filing. While the allocation of options between Non-qualified and ISO has changed, the total number of options granted did not change.

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.