



Edgar Filing: 21ST CENTURY INSURANCE GROUP - Form 4

|              |            |   |        |   |          |        |   |
|--------------|------------|---|--------|---|----------|--------|---|
| Common Stock | 01/25/2007 | M | 27,502 | A | \$ 14.4  | 27,502 | D |
| Common Stock | 01/25/2007 | S | 27,502 | D | \$ 20.97 | 0      | D |
| Common Stock | 01/25/2007 | M | 25,253 | A | \$ 14.27 | 25,253 | D |
| Common Stock | 01/25/2007 | S | 25,253 | D | \$ 20.97 | 0      | 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)

| 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)       | \$ 18.2  | 01/25/2007                           |  | M                              | 20,000  | <u>(1)</u> 02/12/2011                                    | Common Stock 20,000   |
| Employee Stock Option (right to buy)       | \$ 16.03   | 01/25/2007                           |  | M                              | 30,814  | <u>(2)</u> 02/27/2012                                    | Common Stock 30,814   |
| Employee Stock Option (Right to Buy)       | \$ 14.4  | 01/25/2007                           |  | M                              | 27,502  | <u>(3)</u> 02/25/2014                                    | Common Stock 27,502   |
| Employee Stock Option                      | \$ 14.27   | 01/25/2007                           |  | M                              | 25,253  | <u>(4)</u> 02/16/2015                                    | Common Stock 25,253   |

(Right to  
Buy)

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |         |                |
|--------------------------------|---------------|-----------|---------|----------------|
|                                | Director      | 10% Owner | Officer | Other          |
| INGERSOLL JOHN L               |               |           |         | Vice President |

## Signatures

Ronald S. Veltman with Power of Attorney for John L.  
Ingersoll

01/29/2007

\_\_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 options vest in three (3) yearly installments beginning 2/12/02.
- (2) The options vest in three (3) yearly installments beginning 2/27/03.
- (3) The options vest in three (3) yearly installments beginning 2/25/05.
- (4) The options vest in three (3) yearly installments beginning 02/16/06.

### Remarks:

Mr. Ingersoll's last day of employment was 11/09/2006.

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.