

CRAWFORD & CO
Form 4
December 27, 2012

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 *
CRAWFORD JESSE C

2. Issuer Name and Ticker or Trading Symbol
CRAWFORD & CO [CRDA CRDB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/24/2012

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

6 WEST DRUID HILLS DRIVE, NE

(Street)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

ATLANTA, GA 30329

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Class A Common Stock | 12/24/2012 | | G | V | 650,000 | D | \$ 0 |
| | | | | | 916,146 | D | |
| Class A Common Stock | 12/24/2012 | | G | V | 650,000 | A | \$ 0 |
| | | | | | 650,000 | I | |
| | | | | | | | By Spouse as Trustee for Crawford Family 2012 Trust |
| Class A Common Stock | 12/24/2012 | | D | | 300,000 | D | \$ 4.95 |
| | | | | | 616,146 | D | <u>(1)</u> |

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| | | | | | | | | | |
|----------------------------|------------|---|---|---------|---|------|-----------|---|--|
| Class A Common Stock | 12/26/2012 | G | V | 279,700 | D | \$ 0 | 336,446 | D | |
| Class A Common Stock | 12/26/2012 | G | V | 279,700 | A | \$ 0 | 929,700 | I | By Spouse as Trustee for Crawford Family 2012 Trust |
| Class A Common Stock | | | | | | | 509,513 | I | By Spouse as Trustee for 2010-2 GRAT |
| Class A Common Stock | | | | | | | 275,000 | I | By Spouse as Trustee for 2009 Irrevocable Trust |
| Class A Common Stock | | | | | | | 3,892,091 | I | By Estate of Virginia C. Crawford |
| Class A Common Stock | | | | | | | 53,691 | I | Trust for Minor Child |
| Class A Common Stock | | | | | | | 379,921 | I | Family Limited Partnership |
| Class A Common Stock | | | | | | | 521,616 | I | By Spouse as Trustee for 2011-1 GRAT |
| Class A Common Stock | | | | | | | 939,561 | I | By Spouse as Trustee for 2010-1 GRAT |
| Class A Common Stock | | | | | | | 4,000,000 | I | Rex Holdings, LLC |

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

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(9-02)

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CRAWFORD JESSE C 6 WEST DRUID HILLS DRIVE, NE ATLANTA, GA 30329 | X | X | | |

Signatures

/s/ Jesse C.
Crawford

12/27/2012

__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) Disposition directly to the issuer in a negotiated transaction approved by the issuer's board of directors and entered into by the filing person for tax and estate planning purposes.

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.