ASTHEIMER KENNETH

Form 4

March 02, 2007

FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

1(b).

(Last)

(City)

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 *

ASTHEIMER KENNETH

(First) (Middle)

LANDAMERICA FINANCIAL GROUP, INC., 5600 COX ROAD

(Street)

(State)

(Zip)

Symbol

LANDAMERICA FINANCIAL **GROUP INC [LFG]**

2. Issuer Name and Ticker or Trading

3. Date of Earliest Transaction (Month/Day/Year) 02/28/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

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

President - Agency Services

6. Individual or Joint/Group Filing(Check Applicable Line)

X 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

GLEN ALLEN, VA 23060

		Table 1 - Non-Derivative Securities Acquired, Disposed bi, or Deficilerary Owned							
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. 4. Securities Transaction(A) or Dispo Code (Instr. 3, 4 a (Instr. 8)		ispose	ed of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock (1)	02/28/2007		M	610	A	\$ 0	16,114	D	
Common Stock (1)	02/28/2007		D	610	D	\$ 69.41	15,504	D	
Common Stock							450	I	By 401(k) plan

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

SEC 1474

(9-02)

Edgar Filing: ASTHEIMER KENNETH - Form 4

displays a currently valid OMB control number.

Der Sec

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. Transacti Code (Instr. 8)	5. Number on f 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
Phantom Stock (1)	\$ 0	02/28/2007		M		305	02/28/2007	02/28/2009	Common Stock	305
Phantom Stock (1)	\$ 0	02/28/2007		M		305	02/28/2007	02/28/2010	Common Stock	305

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ASTHEIMER KENNETH LANDAMERICA FINANCIAL GROUP, INC. 5600 COX ROAD GLEN ALLEN, VA 23060

President - Agency Services

Signatures

By: /s/ Anna M. King For: Kenneth
Astheimer

03/02/2007

**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).

The phantom stock units disposed were cash units that vested on the anniversary date of the grant. The units were hypothetically (1) converted to common stock and hypothetically sold at the closing price on February 28, 2007, with the insider receiving cash for the value of the units

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.

Reporting Owners 2