**ERNST BARRIE W** 

Form 4

February 22, 2011

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

ERNST BARRIE W			ool TED FIRE & CASUALTY CO CS]	Issuer (Check all applicable)			
(Last) (First) (Middle)		(Mon	te of Earliest Transaction hth/Day/Year) 8/2011	Director 10% Owner Other (specify below) below)			
118 SECOND AVENUE SE, P.O. BOX 73909			8/2011	VP/Chief Investment Officer			
			Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
CEDAR RAPIDS, IA 52407-3909			(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities A	cquired, Disposed	of, or Benefic	ially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	Code (Instr. 3, 4 and 5)	O 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 Stock	02/18/2011		A 2,714 A \$ 20.5	4,658 (1)	D		
Common Stock				4,529 (2)	I	By 401(k) Account for Self	
Common Stock				500	I	By spouse	
Common Stock				299	I	By Issuer's Employee	

Stock

Ownership Plan for self

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

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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. Transacti Code (Instr. 8)	Securit	vative ies ed ed of	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
Stock Option (right to buy)	\$ 20.54	02/18/2011		A	6,599		<u>(4)</u>	02/18/2021	Common Stock	6,599
Stock Option (right to buy)	\$ 22.42 (3)						<u>(5)</u>	05/18/2020	Common Stock	3,000
Stock Option (right to buy)	\$ 33.43						<u>(6)</u>	05/21/2018	Common Stock	7,114
Stock Option (right to buy)	\$ 35.23 ( <u>3)</u>						<u>(7)</u>	02/16/2017	Common Stock	5,000
Stock Option (right to buy)	\$ 39.13 ( <u>3)</u>						<u>(8)</u>	02/17/2016	Common Stock	2,500
Stock Option (right to buy)	\$ 32.39 ( <u>3)</u>						(8)	02/18/2015	Common Stock	2,500

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Stock Option (right to buy)	\$ 22.66 (3)	(8)	02/20/2014	Common Stock	2,000
Stock Option (right to buy)	\$ 15.85 (3)	(8)	02/21/2013	Common Stock	2,000
Stock Option (right to	\$ 17.7 <u>(3)</u>	(8)	08/01/2012	Common Stock	12,000

### **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ERNST BARRIE W 118 SECOND AVENUE SE P.O. BOX 73909 CEDAR RAPIDS, IA 52407-3909

VP/Chief Investment Officer

#### **Signatures**

/s/ Barrie W. Ernst by Dianne M. Lyons, Attorney-in-Fact

02/22/2011

\*\*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 total number of securities beneficially held directly by the reporting person following the reported transaction includes: 2,714 share (1) of restricted stock issued under the Company's 2008 Stock Plan which vest, subject to certain conditions, on 02/18/201 and 1,944 shares of restricted stock issued under the Company's 2008 Stock Plan which vest, subject to certain conditions, on 05/21/2013.
- The number of securities shown as being held in or acquired by the Company 401(k) account for Mr. Ernst's benefit are the approximate number of shares of common stock for which Mr. Ernst has the right to direct the vote under the 401(k) plan. Such shares are not directly allocated to plan participants, but are instead held in a unitized fund consisting primarily of common stock, together with a small percentage of short-term investments. Participants acquire units of this fund.
- (3) The exercise price of these stock options represents the closing price of issuer's common stock on the grant date.
- (4) 6,599 options become exercisable in four equal installments of 1,320 options each on 02/18/2012, 02/18/2013, 02/18/2014 and 02/18/2015 and 1,319 options exercisable 02/18/2016.
- (5) 3,000 options become exercisable in five equal installments of 600 option shares each on 05/19/2011, 05/19/2012, 05/19/2013, 05/19/2014 and 05/19/2015.
- (6) 1,200 options currently exercisable; 1,423 options become exercisable on 05/21/2011; 1,423 options become exercisable on 05/21/2012; and 1422 options become exercisable on 05/21/2013.
- (7) 4,000 options currently exercisable and 1,000 options become exercisable on 02/16/2012.
- (8) All options currently exercisable.

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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