

SAFETY INSURANCE GROUP INC
 Form 4
 May 05, 2005

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 *
 PATRICK N EDWARD JR

2. Issuer Name and Ticker or Trading Symbol
 SAFETY INSURANCE GROUP INC [SAFT]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 20 CUSTOM HOUSE STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/03/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP - Underwriting

BOSTON, MA 02110
 (City) (State) (Zip)

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

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 (A) or (D) Price			
Common Stock	05/03/2005 ⁽¹⁾	05/03/2005 ⁽¹⁾	M	1,450 A \$ 13.03	240,313	D	
Common Stock	05/03/2005 ⁽¹⁾	05/03/2005 ⁽¹⁾	S	1,450 D \$ 30.1158	238,863	D	
Common Stock	05/04/2005 ⁽¹⁾	05/04/2005 ⁽¹⁾	M	2,550 A \$ 13.03	241,413	D	
Common Stock	05/04/2005 ⁽¹⁾	05/04/2005 ⁽¹⁾	S	2,550 D \$ 30.0062	238,863	D	

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

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(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 Security (Instr. 3 and 4)
Non-Qualified Stock Options (right to buy)	\$ 13.03	05/03/2005 ⁽¹⁾	05/03/2005 ⁽¹⁾	M	1,450	03/31/2004 ⁽²⁾ 03/31/2013	Common Stock
Non-Qualified Stock Options (right to buy)	\$ 13.03	05/04/2005 ⁽¹⁾	05/04/2005 ⁽¹⁾	M	2,550	03/31/2004 ⁽²⁾ 03/31/2013	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PATRICK N EDWARD JR 20 CUSTOM HOUSE STREET BOSTON, MA 02110			VP - Underwriting	

Signatures

Edward N.
Patrick, Jr. 05/05/2005

**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) The sales reported on this form were made pursuant to a written trading plan adopted in accordance with Rule 10b5-1 on 3/30/05.
- (2) Mr. Patrick was granted options to purchase 30,450 shares of common stock on March 31, 2003. These options vest in three annual installments of 30% on March 31, 2004, 30% on March 31, 2005 and the remaining 40% on March 31, 2006. Options from this grant

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have been previously exercised by Mr. Patrick with respect to 9,135 shares.

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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