

LANDAMERICA FINANCIAL GROUP INC
 Form 4
 March 02, 2006

FORM 4

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

OMB APPROVAL

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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 *
 HILL MELISSA A

2. Issuer Name and Ticker or Trading Symbol
 LANDAMERICA FINANCIAL GROUP INC [LFG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 02/28/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Executive Vice President

101 GATEWAY CENTRE PARKWAY, GATEWAY ONE

(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

RICHMOND, VA 23235

(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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	02/28/2006		A		2,355 <u>(1)</u>	A	\$ 0 6,733 D
Common Stock ⁽²⁾	02/28/2006		M		326	A	\$ 0 7,059 D
Common Stock	02/28/2006		D		326	D	\$ 66.7 6,733 D
Common Stock							166.7785 I By 401(k) plan
Common Stock							261.328 I by ESPP

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- The phantom stock units disposed were cash units that vested on the anniversary date of the grant. The units were hypothetically
- (2) converted to common stock and hypothetically sold at the closing price of the vest date, with the insider receiving cash for the value of the units.
 - (3) The deferred stock units were acquired under a company deferral plan as a result of an annual bonus awarded by the issuer.
 - (4) The deferred stock units were acquired under a company deferral plan as a result of the issuer's company match of annual bonus shares awarded.
- The phantom stock is representative of one share of the issuer's stock on February 28, 2006. The phantom stock will vest in 25 percent
- (5) increments, and be payable in cash determined by the closing price of the issuer's stock on February 28, 2007, and each February 28th thereafter for the remaining three years.

Remarks:

Exhibit List

Exhibit 24 (Power of Attorney) is included with this filing.

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.