

LANDAMERICA FINANCIAL GROUP INC  
 Form 4  
 January 31, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 FOSTER CHARLES H JR

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)  
 12/22/2006

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

LANDAMERICA FINANCIAL GROUP, INC., 5600 COX ROAD

(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

GLEN ALLEN, VA 23060

(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 (A) or (D) Price   |   |  |                                   |
| Common Stock <sup>(1)</sup>     | 12/22/2006                           |  | M                              | 3,675 A \$ 0  | 117,862   | D  |                                   |
| Common Stock <sup>(1)</sup>     | 12/22/2006                           |  | M                              | 8,820 A \$ 0  | 126,682   | D  |                                   |
| Common Stock <sup>(1)</sup>     | 12/22/2006                           |  | D                              | 3,675 D \$ 62.43  | 123,007   | D  |                                   |
| Common Stock <sup>(1)</sup>     | 12/22/2006                           |  | D                              | 8,820 D \$ 62.43  | 114,187   | D  |                                   |
| Common Stock                    |                                      |  |                                |   | 3,463.5168  | I  | By 401(k) plan                    |

Edgar Filing: LANDAMERICA FINANCIAL GROUP INC - Form 4

Common Stock <sup>(2)</sup> 1,500 I by Trust

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 displays a currently valid OMB control number. SEC 1474 (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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Phantom Stock <sup>(1)</sup>               | \$ 0   | 12/22/2006                           |  | M                              | 8,820   | 02/28/2006 08/08/1988                                    | Common Stock  | 8,820                         |
| Phantom Stock <sup>(1)</sup>               | \$ 0   | 12/22/2006                           |  | M                              | 3,675   | 12/16/2004 12/16/2007                                    | Common Stock  | 3,675                         |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| FOSTER CHARLES H JR<br>LANDAMERICA FINANCIAL GROUP, INC.<br>5600 COX ROAD<br>GLEN ALLEN, VA 23060 | X             |           |         |       |

## Signatures

By: W. Chadwick Perrine For: Charles H. Foster, Jr. 01/31/2007

      \*\*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).

## Edgar Filing: LANDAMERICA FINANCIAL GROUP INC - Form 4

- The phantom stock units disposed were cash units that fully vested on the insider's retirement date. The units were hypothetically
- (1) converted to common stock and hypothetically sold at the closing price on December 22, 2006, with the insider receiving cash for the value of the units. The reporting of this transaction should have taken place two business days after the vesting date.
  - (2) Shares are held by trust of which Charles H. Foster, Jr. is trustee with investment power and of which members of his immediate family are beneficiaries. Mr. Foster is a director and officer of the Issuer.

### **Remarks:**

The transactions being reported on this Form 4 were inadvertently overlooked at the time the transactions occurred, and were n

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.