LORANGER DANIEL D

Form 4

March 13, 2013

FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 4 or Form 5 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

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person <u>LORANGER DANIEL D</u>

2. Issuer Name **and** Ticker or Trading

Symbol

SAFETY INSURANCE GROUP INC [SAFT]

(Last) (First) (Middle)

(Street)

20 CUSTOM HOUSE STREET

3. Date of Earliest Transaction

(Month/Day/Year) 03/11/2013

4. If Amendment, Date Original

Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

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OMB APPROVAL

Estimated average

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3235-0287

January 31,

2005

0.5

____ Director _____ 10% Owner ____ X__ Officer (give title _____ Other (specify

below) below) below)

VP - MIS & CIO

 $6.\ Individual\ or\ Joint/Group\ Filing (Check$

Applicable Line)

X Form filed by One Reporting Person ____ Form filed by More than One Reporting

Person

BOSTON, MA 02110

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Form: Direct Beneficially (D) or Owned Indirect (I) Following (Instr. 4)				
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common stock	03/11/2013		A	2,156	A	\$ 0 (1)	275,052	D	
Common Stock	03/11/2013		A	2,635	A	\$ 0 (2)	277,687	D	
Common Stock	03/11/2013		F	270 (3)	D	\$ 46.93 (4)	277,417	D	
Common Stock	03/11/2013		F	322 (3)	D	\$ 47.31 (5)	277,095	D	
	03/12/2013		F	294 (3)	D		276,801	D	

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Common Stock				\$ 46.41 <u>(6)</u>	
Common Stock	03/13/2013	F	665 (3) D	\$ 46.61 276,136 (7)	D
Common Stock	03/13/2013	F	1,020 D	\$ 46.87 275,116 (8)	D

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. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
LORANGER DANIEL D							

20 CUSTOM HOUSE STREET BOSTON, MA 02110 VP - MIS & CIO

Signatures

/s/Daniel D.	03/13/2013		
Loranger	03/13/2013		
**Signature of Reporting Person	Date		

Reporting Owners 2

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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).
- Represents restricted stock awards effective March 11, 2013, with respect to which sale or transfer rights shall vest over three years with installments of 30% on March 11, 2014, 30% on March 11, 2015, and the remaining 40% on March 11, 2016, provided the grantee is still an employee of Safety Insurance Group, Inc. on such dates.
- Represents restricted stock awards granted effective March 11, 2013 with respect to which sale or transfer rights will vest over a three-year performance period commencing on January 1, 2013 and ending on December 31, 2015. Vesting of these shares is dependent upon the attainment of pre-established performance objectives, and any difference between shares granted and shares earned at the end of the performance period will be reported at the conclusion of the performance period in 2016.
- (3) Represents securities delivered in payment of a tax liability with respect to vesting of securities issued in accordance with Rule 16b-3.
 - Represents the weighted average sale price of multiple open market same day sales with prices ranging from \$46.54 to \$47.09 per share.
- (4) Full information regarding the number of shares sold at each separate price will be provided to the Securities and Exchange Commission or a security holder of the issuer upon request.
- Represents the weighted average sale price of multiple open market same day sales with prices ranging from \$47.20 to \$47.59 per share. (5) Full information regarding the number of shares sold at each separate price will be provided to the Securities and Exchange Commission
- or a security holder of the issuer upon request.
- Represents the weighted average sale price of multiple open market same day sales with prices ranging from \$46.00 to \$46.93 per share.

 (6) Full information regarding the number of shares sold at each separate price will be provided to the Securities and Exchange Commission or a security holder of the issuer upon request.
- Represents the weighted average sale price of multiple open market same day sales with prices ranging from \$46.35 to \$46.80 per share. (7) Full information regarding the number of shares sold at each separate price will be provided to the Securities and Exchange Commission or a security holder of the issuer upon request.
- Represents the weighted average sale price of multiple open market same day sales with prices ranging from \$46.81 to \$47.49 per share.

 (8) Full information regarding the number of shares sold at each separate price will be provided to the Securities and Exchange Commission or a security holder of the issuer upon request.

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.