

STATE AUTO FINANCIAL CORP

Form 4

July 19, 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 *
HAZELBAKER STEVEN R

2. Issuer Name **and** Ticker or Trading
 Symbol
STATE AUTO FINANCIAL CORP
[STFC]

5. Relationship of Reporting Person(s) to
 Issuer

(Check all applicable)

(Last) (First) (Middle)
518 E. BROAD STREET
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
05/10/2005

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

COLUMBUS, OH 43215

(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 Shares without par value	05/10/2005		A ⁽¹⁾	0	A	\$ 0	3,709.52 ⁽²⁾ D

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

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SEC 1474
 (9-02)

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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. 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)	Amount or Number of Shares
Employee Stock Option (Right to Buy) NQ	\$ 26.45	05/10/2005		A	2,250	05/10/2006 ⁽³⁾ 05/09/2015	Common Shares	2,250
Employee Stock Option (Right to Buy) ISO	\$ 26.45	05/10/2005		A	2,250	05/10/2006 ⁽³⁾ 05/09/2015	Common Shares	2,250

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HAZELBAKER STEVEN R 518 E. BROAD STREET COLUMBUS, OH 43215	Vice President

Signatures

Steven R. Hazelbaker by John R. Lowther, attorney in fact, per POA filed with Commission 6/6/01 07/18/2005

____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) field should be left blank, but due to a software defect, requires input.

(2) Includes the following acquisitions: 4.211 shares acquired in Dec 2004 and 4.084 shares acquired in March 2005 and 3.881 shares acquired in June 2005 under the dividend reinvestment feature of the STFC Employee Stock Purchase Plan; and 0.036 shares acquired in Dec 2004 and 0.043 shares acquired in March 2005 and 0.038 shares acquired in June 2005 under the STFC Dividend Reinvestment Plan; and 249.408 shares acquired in May 2005 through the State Auto Financial Corporation Employee Stock Purchase Plan.

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(3) The options vest in three equal annual installments beginning on May 10, 2006.

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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