

Johnson Curt Garvin
Form 4
March 06, 2008

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Johnson Curt Garvin

(Last) (First) (Middle)

1 FIRST AMERICAN WAY

(Street)

SANTA ANA, CA 92707

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
FIRST AMERICAN CORP [FAF]

3. Date of Earliest Transaction
(Month/Day/Year)
03/04/2008

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

President of Business Segment

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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 | 03/04/2008 | | A | | 34,484 | A | \$ 0 |
| Common Stock | | | | | 53,736.709 | D | (1) (2) (3) |
| | | | | | 3,282.856 | I | By 401(k) |

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
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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) | 8. Amount or Number of Shares |
|---|---|---|---|---|---|--|---|---|
| Employee Stock Option (Right to Buy) | \$ 26.35 | | | | | 04/01/2004 ⁽⁴⁾ 04/01/2013 | Common Stock | 12,500 |
| Employee Stock Option (Right to Buy) | \$ 26.35 | | | | | 03/12/2004 ⁽⁵⁾ 03/12/2013 | Common Stock | 5,000 |
| Employee Director Stock (Right to Buy) | \$ 46.48 | | | | | 01/13/2007 ⁽⁶⁾ 01/13/2016 | Common Stock | 10,000 |
| Employee Stock Option (Right to Buy) | \$ 19.1 | | | | | 07/23/2003 ⁽⁷⁾ 07/23/2012 | Common Stock | 2,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Johnson Curt Garvin 1 FIRST AMERICAN WAY SANTA ANA, CA 92707 | | | President of Business Segment | |

Signatures

Jeffrey S. Robinson, Attorney In Fact for Curt Garvin
Johnson

03/06/2008

__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) Includes 2,077.709 shares acquired in connection with the issuer's Employee Stock Purchase Plan.
- (2) Includes 16,925 shares (including shares acquired through automatic dividend reinvestment) acquired pursuant to a grant of restricted stock units, vesting in five equal annual increments commencing 3/5/08, the first anniversary of the grant.
- (3) Includes 34,484 shares acquired pursuant to a grant of restricted stock units vesting in five equal annual increments commencing 3/4/09, the first anniversary of the grant.
- (4) The option vests in five equal annual increments commencing 4/1/04, the first anniversary of the grant.
- (5) The option vests in five equal annual increments commencing 3/12/04, the first anniversary of the grant.
- (6) The option vests in five equal annual increments commencing 1/13/07, the first anniversary of the grant.
- (7) The option vests in five equal annual increments commencing 7/23/03, the first anniversary of the grant.

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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