#### SAFETY INSURANCE GROUP INC

Form 4

February 27, 2015

# FORM 4

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

**OMB** 3235-0287 Number:

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

**OMB APPROVAL** 

subject to Section 16. Form 4 or Form 5

**SECURITIES** 

Estimated average burden hours per response... 0.5

obligations may continue.

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

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Berry James

(Street)

(State)

2. Issuer Name and Ticker or Trading

Symbol

SAFETY INSURANCE GROUP

5. Relationship of Reporting Person(s) to Issuer

below)

INC [SAFT] (Last) (First) (Middle)

3. Date of Earliest Transaction

Director 10% Owner

(Check all applicable)

20 CUSTOM HOUSE STREET

(Month/Day/Year)

Other (specify X\_ Officer (give title **VP** - Insurance Operations

02/24/2015

(7:-

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

BOSTON, MA 02110

(C:tr.)

(City)	(State) (2	Table	I - Non-De	erivative Secu	urities Ac	quired, Disposed o	of, or Beneficial	ly Owned	
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securities on Acquired (A		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect	
(Instr. 3)	()	any	Code	Disposed of		Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Δ)		Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
						Reported Transaction(s)			
			Code V	Amount (I	O) Price	(Instr. 3 and 4)			
Common Stock	02/24/2015		A	2,918 A	\$ 0 (1)	38,026	D		
Common Stock	02/24/2015		A	3,452 A	\$ 0 (2)	41,478	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative			Securities Acquired				(Instr.	3 and 4)		Own
	Security										Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	TC'41	or		
						Exercisable Date	Title I	Number			
				C 1 17	(A) (D)				of		
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Berry James

20 CUSTOM HOUSE STREET BOSTON, MA 02110

**VP** - Insurance Operations

## **Signatures**

/s/ James D. 02/27/2015 Berry

\*\*Signature of Date Reporting Person

## **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 February 24, 2015, with respect to which sale or transfer rights shall vest over three years with installments of 30% on February 24, 2016, 30% on February 24, 2017, and the remaining 40% on February 24, 2018, provided the grantee meets certain employment conditions.
- Represents restricted stock awards granted effective February 24, 2015 with respect to which sale or transfer rights will vest over a three-year performance period commencing on January 1, 2015 and ending on December 31, 2017. Vesting of these shares is dependent **(2)** 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 2018.

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.

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