

BRISTOL WEST HOLDINGS INC  
Form 4  
July 06, 2007

**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 \*  
**GOLKIN PERRY**

(Last) (First) (Middle)

**C/O KOHLBERG KRAVIS  
ROBERTS & CO., L.P., 9 WEST  
57TH STREET**

(Street)

**NEW YORK, NY 10019**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**BRISTOL WEST HOLDINGS INC  
[BRW]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**07/03/2007**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount  | (D)  | Price                                      |
| Common Stock                    | 07/03/2007                           |  | U <sup>(1)</sup>               |   | 12,257,368  | D  | \$ 22.50                                   |
|                                 |                                      |  |                                |   |   | I  | See Footnote <u>(2)</u>                    |

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

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(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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | 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 |
| GOLKIN PERRY<br>C/O KOHLBERG KRAVIS ROBERTS & CO., L.P.<br>9 WEST 57TH STREET<br>NEW YORK, NY 10019       | X             | X         |         |       |
| HUTH JOHANNES P<br>C/O KOHLBERG KRAVIS ROBERTS & CO. L.P.<br>9 WEST 57TH STREET,<br>NEW YORK, NY 10019    |               |           | X       |       |
| NAVAB ALEXANDAR JR<br>C/O KOHLBERG KRAVIS ROBERTS & CO. L.P.<br>9 WEST 57TH STREET<br>NEW YORK, NY 10019  |               |           | X       |       |
| FISHER TODD A<br>C/O KOHLBERG KRAVIS ROBERTS & CO. L.P.<br>9 WEST 57TH STREET<br>NEW YORK, NY 10019       | X             | X         |         |       |
| MICHELSON MICHAEL W<br>C/O KOHLBERG KRAVIS ROBERTS & CO. L.P.<br>9 WEST 57TH STREET<br>NEW YORK, NY 10019 |               |           | X       |       |

## Signatures

/s/ Richard Kreider, by Power of Attorney for all Reporting Persons

07/05/2007

\*\*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).

(1) Disposed of pursuant to merger agreement between issuer, Farmers Group Inc. and BWH Acquisition Company in exchange for cash.

See attached joint filer information. Information with respect to KKR 1996 GP, LLC, KKR Associates 1996 LP, KKR 1996 Fund LP,

(2) Bristol West Associates LLC and Messrs. Kravis, Roberts, Raether, Greene, Gilhuly and Sutart may be found in a corresponding Form 4 filed on the date hereof.

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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