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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) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |
|  |  |                                      |  | Code                           | V (A) (D)   |  |                 |   |                            |
| Employee Stock Option (Right to Buy)       | \$ 29.25   | 09/27/2007                           |  | D                              | 12,000  | <u>(2)</u>   | 03/24/2008      | Common Stock  | 12,000                     |
| Employee Stock Option (Right to Buy)       | \$ 17.813  | 09/27/2007                           |  | D                              | 12,000  | <u>(2)</u>   | 05/25/2009      | Common Stock  | 12,000                     |
| Employee Stock Option (Right to Buy)       | \$ 22.125  | 09/27/2007                           |  | D                              | 14,000  | <u>(2)</u>   | 05/23/2010      | Common Stock  | 14,000                     |
| Employee Stock Option (Right to Buy)       | \$ 16.5  | 09/27/2007                           |  | D                              | 15,129  | <u>(2)</u>   | 11/08/2010      | Common Stock  | 15,129                     |
| Employee Stock Option (Right to Buy)       | \$ 18.15   | 09/27/2007                           |  | D                              | 28,334  | <u>(2)</u>   | 06/06/2011      | Common Stock  | 28,334                     |
| Employee Stock Option (Right to Buy)       | \$ 16.03   | 09/27/2007                           |  | D                              | 28,381  | <u>(2)</u>   | 02/27/2012      | Common Stock  | 28,381                     |
| Employee Stock Option (Right to Buy)       | \$ 11.68   | 09/27/2007                           |  | D                              | 35,461  | <u>(2)</u>   | 02/26/2013      | Common Stock  | 35,461                     |

Buy)

Employee  
Stock

|                             |         |            |   |        |            |            |                 |        |
|-----------------------------|---------|------------|---|--------|------------|------------|-----------------|--------|
| Option<br>(Right to<br>Buy) | \$ 14.4 | 09/27/2007 | D | 33,828 | <u>(2)</u> | 02/25/2014 | Common<br>Stock | 33,828 |
|-----------------------------|---------|------------|---|--------|------------|------------|-----------------|--------|

Employee  
Stock

|                             |          |            |   |        |            |            |                 |        |
|-----------------------------|----------|------------|---|--------|------------|------------|-----------------|--------|
| Option<br>(Right to<br>Buy) | \$ 14.27 | 09/27/2007 | D | 41,414 | <u>(2)</u> | 02/16/2015 | Common<br>Stock | 41,414 |
|-----------------------------|----------|------------|---|--------|------------|------------|-----------------|--------|

Employee  
Stock

|                             |         |            |   |        |            |            |                 |        |
|-----------------------------|---------|------------|---|--------|------------|------------|-----------------|--------|
| Option<br>(Right to<br>Buy) | \$ 16.8 | 09/27/2007 | D | 29,265 | <u>(2)</u> | 02/22/2016 | Common<br>Stock | 29,265 |
|-----------------------------|---------|------------|---|--------|------------|------------|-----------------|--------|

Employee  
Stock

|                             |         |            |   |        |            |            |                 |        |
|-----------------------------|---------|------------|---|--------|------------|------------|-----------------|--------|
| Option<br>(Right to<br>Buy) | \$ 16.8 | 09/27/2007 | D | 14,633 | <u>(3)</u> | 02/22/2016 | Common<br>Stock | 14,633 |
|-----------------------------|---------|------------|---|--------|------------|------------|-----------------|--------|

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |                |       |
|--------------------------------|---------------|-----------|----------------|-------|
|                                | Director      | 10% Owner | Officer        | Other |
| LORENTZ JOHN M                 |               |           | Vice President |       |

## Signatures

Ronald S. Veltman with Power of Attorney for John M.  
Lorentz

10/02/2007

\*\*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) These shares were cancelled pursuant to the Agreement and Plan of Merger, dated as of May 15, 2007, among 21st Century Insurance Group (the "Company"), American International Group, Inc. ("AIG") and AIG TW Corp. ("Merger Sub"), as amended pursuant to Amendment No. 1 to Agreement and Plan of Merger, dated as of June 8, 2007, among the Company, AIG and Merger Sub (the "Merger Agreement"), in exchange for the per share merger consideration of \$22.00.
- (2) Each option was to vest on or before the first anniversary of the merger and was therefore cancelled pursuant to the Merger Agreement in exchange for the excess, if any, of \$22.00 per share over the exercise price per share under such option.
- (3) Each option was to vest after the first anniversary of the merger and was therefore cancelled pursuant to the Merger Agreement in exchange for restricted stock units of AIG common stock of an equivalent value.

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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