

PETRUCCI JOHN M
Form 4
December 04, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
PETRUCCI JOHN M

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)

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

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

518 E. BROAD STREET

11/30/2017

Senior Vice President

(Street)

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

COLUMBUS, OH 43215

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Shares without Par Value	11/30/2017		M	3,657	A \$ 13.53	22,980.839 (1)	D
Common Shares without Par Value	11/30/2017		S	3,657	D \$ 27.94	19,323.839	D
Common Shares without Par Value	11/30/2017		M	3,499	A \$ 25.81	22,822.839	D

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Common Shares without Par Value	11/30/2017	S	3,499	D	\$ 27.88	19,323.839	D
Common Shares without Par Value	11/30/2017	M	3,526	A	\$ 14.49	22,849.839	D
Common Shares without Par Value	11/30/2017	S	3,526	D	\$ 27.7	19,323.839	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)

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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option Right to Buy (NQ)	\$ 13.53	11/30/2017		M	3,657	03/01/2013 02/28/2022	Common Shares	3,657	
Employee Stock Option Right to Buy (NQ)	\$ 25.81	11/30/2017		M	3,499	03/06/2009 03/05/2018	Common Shares	3,499	
Employee Stock Option Right to	\$ 14.49	11/30/2017		M	3,526	03/05/2010 03/04/2019	Common Shares	3,526	

Buy (NQ)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PETRUCCI JOHN M 518 E. BROAD STREET COLUMBUS, OH 43215			Senior Vice President	

Signatures

/s/John M. Petrucci by Melissa A. Centers, attorney in fact pursuant to POA filed with Commission 11-16-15.

12/04/2017

__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 the following acquisitions: 67.001 shares acquired in September 2016, 58.876 shares acquired in December 2016, 62.179 shares acquired in March 2017, 68.290 shares acquired in June 2017 and 67.584 shares acquired in September 2017 as dividend reinvestment; 443.825 shares acquired in December 2016 and 372.317 shares acquired in June 2017 under the State Auto Financial Employee Stock Purchase Plan.

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.