

Pietrangelo Joseph A
Form 4
March 08, 2005

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 *
Pietrangelo Joseph A

2. Issuer Name **and** Ticker or Trading
Symbol

INFINITY PROPERTY &
CASUALTY CORP [IPCC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
03/04/2005

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
Senior Vice President

INFINITY PROPERTY &
CASUALTY
CORPORATION, 2204
LAKESHORE DRIVE, SUITE 125

(Street)

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

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

X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

BIRMINGHAM, AL 35209

(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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/04/2005		M		3,000	A	\$ 16
					11,253		D
Common Stock	03/04/2005		S		3,000	D	\$ 33.03
					8,253		D
Common Stock	03/04/2005		M		200	A	\$ 16
					8,453		D
Common Stock	03/04/2005		S		200	D	\$ 33.04
					8,253		D

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Common Stock	03/07/2005	M	48	A	\$ 16	8,301	D
Common Stock	03/07/2005	S	48	D	\$ 32.91	8,253 ⁽¹⁾	D

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

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(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 16	03/04/2005		M		3,200		02/18/2004	02/18/2013	Common Stock	3,200
Employee Stock Option (Right to Buy)	\$ 16	03/07/2005		M		48		02/18/2004	02/18/2013	Common Stock	48

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Pietrangelo Joseph A INFINITY PROPERTY & CASUALTY CORPORATION 2204 LAKESHORE DRIVE, SUITE 125 BIRMINGHAM, AL 35209	Senior Vice President

Signatures

Samuel J. Simon poa Joseph A.
Pietrangelo

03/08/2005

__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) Restricted stock granted pursuant to Infinity's 2002 Restricted Stock Plan.

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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