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NAVIGATORS GROUP INC Form 8-K November 04, 2004

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section13 or15 (d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest reported event): November 3, 2004

The Navigators Group, Inc. (Exact name of registrant as specified in its chapter)

DELAWARE	0-15886	13-3138397
(State of	(Commission	(I.R.S. Employer
organization)	File Number)	Identification No.)

One Penn Plaza, New York, NY

-----(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (212) 244-2333

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (SEE General Instruction A.2. below):

- [_] Written communications pursuant to Rule 425 under the Securities Act $(17\ \text{CFR}\ 230.425)$
- [_] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- [_] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- [_] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02 Results of Operations and Financial Condition Item 7.01 Regulation FD Disclosure

The following information is furnished pursuant to Item 2.02 "Results of Operations and Financial Condition" and Item 7.01 "Regulation FD Disclosure". This information, including the Exhibit attached hereto, shall not be deemed

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filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

On November 3, 2004, The Navigators Group, Inc. issued a press release announcing its earnings for the third quarter and nine months ending September 30, 2004. This press release is attached hereto as Exhibit 99.1.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE NAVIGATORS GROUP, INC.
-----(Registrant)

/s/ Bradley D. Wiley

Name: Bradley D. Wiley

Title: Senior Vice President, Financial Compliance Officer and Secretary

Date: November 3, 2004

INDEX TO EXHIBITS

Number Description

99.1 Third Quarter Earnings Release dated November 3, 2004.