

FIRST AMERICAN CORP  
Form 5  
February 09, 2005

**FORM 5**

**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).  
Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported

**ANNUAL 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  
Number: 3235-0362  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 1.0

1. Name and Address of Reporting Person \*  
**GILMORE DENNIS J**

(Last) (First) (Middle)

**5601 EAST LA PALMA AVENUE**

(Street)

**ANAHEIM, CA 92807**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**FIRST AMERICAN CORP [(FAF)]**

3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
**12/31/2004**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Executive Vice President

6. Individual or Joint/Group Reporting

(check applicable line)

\_\_\_\_X\_\_\_\_ 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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â	Â	Â	8,518.668	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	1,323.016	I	By 401(k) Plan Trust (2)
Common Stock	Â	Â	Â	Â	Â	Â	142.618	I	By ESOP Trust (3)

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

**Persons who respond to the collection of information  
contained in this form are not required to respond unless**

SEC 2270  
(9-02)

the form displays a currently valid OMB control number.

**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 Underlying Securities (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 5.694	Â	Â	Â	Â Â	04/24/1997 <sup>(4)</sup> 04/24/2006	Common Stock 3,56
Employee Stock Option (right to buy)	\$ 23.583	Â	Â	Â	Â Â	04/23/1999 <sup>(5)</sup> 04/23/2008	Common Stock 22,50
Employee Stock Option (right to buy)	\$ 10.75	Â	Â	Â	Â Â	02/24/2001 <sup>(6)</sup> 02/24/2010	Common Stock 20,00
Employee Stock Option (right to buy)	\$ 27	Â	Â	Â	Â Â	12/14/2001 <sup>(7)</sup> 12/14/2010	Common Stock 20,00
Employee Stock Option (right to buy)	\$ 18.08	Â	Â	Â	Â Â	12/13/2002 <sup>(8)</sup> 12/13/2011	Common Stock 20,00
Employee Stock Option (right to buy)	\$ 16.5	Â	Â	Â	Â Â	07/23/2003 <sup>(9)</sup> 07/23/2012	Common Stock 10,00

Employee

Stock

Option  
(right to  
buy)

\$ 22.85     Â

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Â

Â

Â

02/27/2004<sup>(10)</sup>

02/27/2013

Common  
Stock

50,000

Employee

Stock

Option  
(right to  
buy)

\$ 30.56     Â

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Â

Â

Â

02/26/2005<sup>(11)</sup>

02/26/2014

Common  
Stock

50,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GILMORE DENNIS J 5601 EAST LA PALMA AVENUE ANAHEIM, CA 92807	Â	Â	Â Executive Vice President	Â

## Signatures

By: Kathleen M. Collins attorney in  
fact for

02/09/2005

\_\_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).

(2) Amount shown consists of shares contributed by issuer as company match, shares purchased for my account and shares acquired through automatic reinvestment of dividends paid as reported in most recent account statement in transactions exempt under rules 16a-3(f)(1)(i)(B) and 16b-3(c).

(3) Amount shown consists of shares allocated to my account in previous years and shares acquired through automatic reinvestment of dividends paid on such previously allocated shares, as reported in most recent account statement.

(4) The option vests in five equal annual increments commencing 4/24/97, the first anniversary of the grant.

(5) The option vests in five equal annual increments commencing 4/23/99, the first anniversary of the grant.

(6) The option vests in five equal annual increments commencing 2/24/01, the first anniversary of the grant.

(7) The option vests in five equal annual increments commencing 12/14/01, the first anniversary of the grant.

(8) The option vests in five equal annual increments commencing 12/13/02, the first anniversary of the grant.

(9) The option vests in five equal annual increments commencing 7/23/03, the first anniversary of the grant.

(10) The option vests in five equal annual increments commencing 2/27/04, the first anniversary of the grant.

(11) The option vests in five equal annual increments commencing 2/26/05, the first anniversary of the grant.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.