

NALLATHAMBI ANAND K

Form 4

December 12, 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  
Number: 3235-0287  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
NALLATHAMBI ANAND K

(Last) (First) (Middle)

12395 FIRST AMERICAN WAY

(Street)

POWAY, CA 92064

(City) (State) (Zip)

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

FIRST AMERICAN CORP [(FAF)]

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

12/08/2005

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)

President of First Advantage

6. Individual or Joint/Group Filing(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)	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)	7,367.535	D <sup>(1)</sup>	
Common Stock				Code V Amount (D) Price	3,753.024	I	By 401(k) Plan Trust <sup>(2)</sup>

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

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information contained in this form are not  
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SEC 1474  
(9-02)

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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 47.49	12/08/2005		A		50,000		12/08/2006 <sup>(3)</sup>	12/08/2015	Common Stock	50,000
Employee Stock Option (right to buy)	\$ 5.694							04/24/1997 <sup>(4)</sup>	04/24/2006	Common Stock	3,500
Employee Stock Option (right to buy)	\$ 10.75							02/24/2001 <sup>(5)</sup>	02/24/2010	Common Stock	6,000
Employee Stock Option (right to buy)	\$ 18.08							12/13/2002 <sup>(6)</sup>	12/13/2011	Common Stock	15,000
Employee Stock Option (right to buy)	\$ 16.5							07/23/2003 <sup>(7)</sup>	07/23/2012	Common Stock	10,000
Employee Stock Option (right to buy)	\$ 22.85							02/27/2004 <sup>(8)</sup>	02/27/2013	Common Stock	30,000
Employee Stock Option (right to	\$ 30.56							02/26/2005 <sup>(9)</sup>	02/26/2014	Common Stock	50,000

buy)

Employee

Stock

Option \$ 36.55

(right to

buy)

02/28/2006<sup>(10)</sup> 02/28/2015 Common Stock 50,

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NALLATHAMBI ANAND K 12395 FIRST AMERICAN WAY POWAY, CA 92064			President of First Advantage	

## Signatures

By: Jeffrey S. Robinson, Attorney In  
Fact for

12/12/2005

\_\_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) Includes 1,957.535 shares acquired in connection with the issuer's Employee Stock Purchase Plan.

(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) The option vests in five equal annual increments commencing 12/8/06, the first anniversary of the grant.

(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 2/24/01, the first anniversary of the grant.

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

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

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

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

(10) The option vests in five equal annual increments commencing 2/28/06, the first anniversary of the grant.

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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