

21ST CENTURY INSURANCE GROUP

Form 4

November 22, 2005

FORM 4

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

OMB APPROVAL

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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 *
GOGGIO MICHAEL A

2. Issuer Name and Ticker or Trading Symbol
21ST CENTURY INSURANCE GROUP [TW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/18/2005

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

(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 Indirect Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	11/18/2005		M	A 7,998 \$16.03	11,998	D	
Common Stock	11/18/2005		S	D 7,898 \$16.98	4,100	D	
Common Stock	11/18/2005		S	D 100 \$16.99	4,000	D	
Common Stock	11/21/2005		M	A 10,100 \$16.03	14,100	D	
Common Stock	11/21/2005		S	D 6,600 \$16.98	7,500	D	

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Common Stock	11/21/2005	S	200	D	\$ 17.01	7,300	D
Common Stock	11/21/2005	S	500	D	\$ 17	6,800	D
Common Stock	11/21/2005	S	900	D	\$ 17.07	5,900	D
Common Stock	11/21/2005	S	1,600	D	\$ 17.06	4,300	D
Common Stock	11/21/2005	S	100	D	\$ 17.03	4,200	D
Common Stock	11/21/2005	S	100	D	\$ 17.02	4,100	D
Common Stock	11/21/2005	S	100	D	\$ 17.05	4,000	D

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

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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 of 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)	\$ 16.03	11/18/2005		M	7,998	02/27/2003 ⁽¹⁾	02/27/2012	Common Stock	7,998
Employee Stock Option (Right to Buy)	\$ 16.03	11/21/2005		M	10,100	02/27/2003 ⁽¹⁾	02/27/2012	Common Stock	10,100

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOGGIO MICHAEL A			Vice President	

Signatures

Ronald S. Veltman with Power of Attorney for Michael A.
Goggio

11/22/2005

__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) Options vest over a 3-year period.

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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