

SAFETY INSURANCE GROUP INC

Form 4

April 04, 2008

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 *
KERTON ROBERT J

2. Issuer Name **and** Ticker or Trading
Symbol
**SAFETY INSURANCE GROUP
INC [SAFT]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

20 CUSTOM HOUSE STREET

(Street)

BOSTON, MA 02110

(City)

(State)

(Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
04/03/2008

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

____ Director _____ 10% Owner
____X____ Officer (give title _____ Other (specify
below) below)
VP - Claims

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	04/03/2008 ⁽¹⁾	04/03/2008 ⁽¹⁾	M	4,428 A \$ 12	18,343	D	
Common Stock	04/03/2008 ⁽¹⁾	04/03/2008 ⁽¹⁾	S	4,428 D \$ 37	13,915	D	
Common Stock					33,675	I	See ⁽²⁾

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)

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 Security (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Number of Shares
Non-qualified stock options (right to buy)	\$ 12	04/03/2008 ⁽¹⁾	04/03/2008 ⁽¹⁾	M	4,428	11/27/2007 ⁽³⁾ 11/27/2012	Common Stock 4

Reporting Owners

Reporting Owner Name / Address**Relationships**

Director 10% Owner Officer Other

KERTON ROBERT J
20 CUSTOM HOUSE STREET
BOSTON, MA 02110

VP - Claims

Signatures

/s/Robert J.
Kerton

04/04/2008

**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) The transactions reported on this Form 4 were made pursuant to a written trading plan adopted in accordance with Rule 10b5-1 on 3/25/08.

(2) The shares are owned by a trust of which the reporting person is a trustee.

(3) The reporting person was granted options to purchase 22,140 shares of common stock on November 27, 2002. These options vest in five equal 20% annual installments beginning on November 27, 2003. Options have been previously exercised and reported by the reporting person with respect to 17,712 shares.

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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