GILMORE DENNIS J

Form 4

March 02, 2007

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
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

(Print or Type Responses)

1. Name and Address of Reporting Person [*] GILMORE DENNIS J	2. Issuer Name **and** Ticker or Trading Symbol FIRST AMERICAN CORP [(FAF)]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/28/2007	_____ Director _____ 10% Owner __X__ Officer (give title _____ Other (specify below) below) Chief Operating Officer
5601 EAST LA PALMA AVENUE		
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person
ANAHEIM, CA 92807		
(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities Acquired	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Ar Underlying Se (Instr. 3 and 4)

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)		(Instr. 8)		(A) or Disposed of (D) (Instr. 3, 4, and 5)				Title
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	
Employee Stock Option (right to buy)	$ 29.54	02/28/2007		A[(1)]		22,500		[(1)]	04/23/2008	Common Stock
Employee Stock Option (right to buy)	$ 23.583	02/28/2007		D[(1)]			22,500	04/23/1999[(1)]	04/23/2008	Common Stock
Employee Stock Option (right to buy)	$ 30.8	02/28/2007		A[(2)]		20,000		[(2)]	12/14/2010	Common Stock
Employee Stock Option (right to buy)	$ 27	02/28/2007		D[(2)]			20,000	12/14/2001[(2)]	12/14/2010	Common Stock
Employee Stock Option (right to buy)	$ 19.2	02/28/2007		A[(3)]		8,000		[(3)]	12/13/2011	Common Stock
Employee Stock Option (right to buy)	$ 18.08	02/28/2007		D[(3)]			8,000	12/13/2002[(3)]	12/13/2011	Common Stock
Employee Stock Option (right to buy)	$ 19.1	02/28/2007		A[(4)]		6,000		[(4)]	07/23/2012	Common Stock
Employee Stock Option (right to buy)	$ 16.5	02/28/2007		D[(4)]			6,000	07/23/2003[(4)]	07/23/2012	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GILMORE DENNIS J 5601 EAST LA PALMA AVENUE ANAHEIM, CA 92807			Chief Operating Officer	

Signatures

By: Jeffrey S. Robinson, Attorney In Fact for	02/21/2007
**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 acquisition transaction and the disposition transaction referencing this footnote involved an amendment of an outstanding option, resulting in the deemed cancellation (disposition) of the old option and the grant (acquisition) of a replacement option. The option was originally granted on 4/23/98 and provides for vesting in five equal installments commencing on 4/23/99.

(2)   The acquisition transaction and the disposition transaction referencing this footnote involved an amendment of an outstanding option, resulting in the deemed cancellation (disposition) of the old option and the grant (acquisition) of a replacement option. The option was originally granted on 12/14/00 and provides for vesting in five equal installments commencing on 12/14/01.

(3)   The acquisition transaction and the disposition transaction referencing this footnote involved an amendment of an outstanding option, resulting in the deemed cancellation (disposition) of the old option and the grant (acquisition) of a replacement option. The option was originally granted on 12/13/01 and provides for vesting in five equal installments commencing on 12/13/02.

(4)   The acquisition transaction and the disposition transaction referencing this footnote involved an amendment of an outstanding option, resulting in the deemed cancellation (disposition) of the old option and the grant (acquisition) of a replacement option. The option was originally granted on 7/23/02 and provides for vesting in five equal installments commencing on 7/23/03.

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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