

SAFETY INSURANCE GROUP INC

Form 4

March 28, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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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 *
KRUPA DAVID E2. 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)
03/24/20054. If Amendment, Date Original
Filed(Month/Day/Year)____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

VP - Property 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 Ownership (Instr. 4)
Common Stock	03/24/2005		M	4,428 A	\$ 12 141,329	D	
Common Stock	03/24/2005		S	400 D	\$ 33.02 140,929	D	
Common Stock	03/24/2005		S	200 D	\$ 33.01 140,729	D	
Common Stock	03/24/2005		S	677 D	\$ 32.99 140,052	D	
Common Stock	03/24/2005		S	2,500 D	\$ 32.97 137,552	D	

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Common Stock	03/24/2005	S	300	D	\$ 32.96	137,252	D
Common Stock	03/24/2005	S	100	D	\$ 32.94	137,152	D
Common Stock	03/24/2005	S	100	D	\$ 32.93	137,052	D
Common Stock	03/24/2005	S	151	D	\$ 32.91	136,901	D

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

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(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 (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)
Non-Qualified Stock Options (right to buy)	\$ 12	03/24/2005		M	4,428	11/27/2003 ⁽¹⁾ 11/27/2012	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
KRUPA DAVID E 20 CUSTOM HOUSE STREET BOSTON, MA 02110	Director 10% Owner Officer Other VP - Property Claims

Signatures

David E. Krupa 03/28/2005

**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).

Mr. Krupa 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 November 27, 2003. Options from this grant have been previously exercised by Mr. Krupa with respect to 4,428 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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