

FIRST ADVANTAGE CORP

Form 4

November 18, 2009

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
FIRST AMERICAN CORP

2. Issuer Name **and** Ticker or Trading
Symbol
FIRST ADVANTAGE CORP
[FADV]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

1 FIRST AMERICAN WAY

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/16/2009

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

SANTA ANA, CA 92707-5913

(City) (State) (Zip)

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

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	
Class A Common Stock	11/16/2009		P ⁽¹⁾		253,470	A	<u>(2)</u> 13,879,379	D
Class A Common Stock	11/17/2009		P ⁽¹⁾		99,246	A	<u>(2)</u> 13,978,625	D
Class A Common Stock	11/18/2009		P		1,640,557	A	<u>(2)</u> 0 ⁽³⁾	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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
FIRST AMERICAN CORP 1 FIRST AMERICAN WAY SANTA ANA, CA 92707-5913	X

Signatures

/s/ Kenneth D. DeGiorgio, Senior Vice President, General Counsel

11/18/2009

__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) Acquisition of shares of Class A common stock ("Class A Shares") by The First American Corporation ("First American") pursuant to a subsequent offering period for its previously announced exchange offer (the "Exchange Offer"). The subsequent offering period expired on November 17, 2009. Also includes Class A Shares acquired as a result of fulfillment of guaranteed deliveries of Class A Shares tendered during the initial offering period for the Exchange Offer.

(2) The consideration offered by First American in the Exchange Offer, and the merger described in Note 3, was 0.58 of a First American common share for each Class A Share, plus cash in lieu of any fractional share otherwise issuable to a holder of Class A Shares after aggregating all First American common shares such holder was entitled to receive in the Exchange Offer or the merger, as applicable.

(3) All of the Class A Shares were canceled in the merger of Algonquin Corp., a Delaware corporation and wholly-owned subsidiary of First American, with and into First Advantage Corporation on November 18, 2009.

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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