

CRAWFORD & CO
Form 4
May 29, 2009

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 *
CRAWFORD JESSE C

(Last) (First) (Middle)

3845 PLEASANTDALE RD.

(Street)

ATLANTA, GA 30340

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

CRAWFORD & CO [CRDA CRDB]

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

05/28/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|-----------|---|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Class A Common Stock | 05/28/2009 | | J ⁽¹⁾ | | 1,152,273 | D | \$ 0 | 701,410 | I | By Spouse as Trustee of 2008 GRAT |
| Class A Common Stock | 05/28/2009 | | J ⁽¹⁾ | | 1,152,273 | A | \$ 0 | 2,341,702 | D | |
| Class A Common Stock | 05/29/2009 | | J ⁽²⁾ | | 1,152,273 | D | \$ 0 | 1,189,429 | D | |
| Class A Common | 05/29/2009 | | J ⁽²⁾ | | 1,152,273 | A | \$ 0 | 1,152,273 | I | By Spouse as Trustee |

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| | | | | | | |
|----------------------------|--|-----------|---|--|--|--|
| Stock | | | | | | of 2009-2 GRAT |
| Class A Common Stock | | 1,146,317 | I | | | By Spouse as Trustee of 2009 GRAT |
| Class A Common Stock | | 7,392,091 | I | | | By Estate of Virginia C. Crawford |
| Class A Common Stock | | 53,691 | I | | | Trust for Minor Child |
| Class A Common Stock | | 379,921 | I | | | Family Limited Partnership |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CRAWFORD JESSE C 3845 PLEASANTDALE RD. ATLANTA, GA 30340 | X | X | | |

Signatures

/s/ Jesse C.
Crawford

05/29/2009

__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) Transferred to the reporting person for no consideration from a 2008 grantor retained annuity trust of which his spouse is the trustee and reporting person is the beneficiary.
- (2) Transferred from the reporting person for no consideration to a new 2009 grantor retained annuity trust of which his spouse is the trustee and reporting person is the beneficiary.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.