

CRAWFORD & CO
Form 4
February 23, 2012

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)

6 WEST DRUID HILLS DRIVE, NE

(Street)

ATLANTA, GA 30329

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CRAWFORD & CO [CRDA CRDB]

3. Date of Earliest Transaction
(Month/Day/Year)
07/27/2011

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 Beneficial Ownership (Instr. 4)
Class A Common Stock	07/27/2011		J(1)	372,273 D	\$ 0 0 (4)	I	By Spouse as Trustee for 2009-2 GRAT
Class A Common Stock	07/27/2011		J(1)	372,273 A	\$ 0 1,159,700 (4)	D	
Class A Common Stock	07/27/2011		J(2)	102,730 D	\$ 0 677,270 (4)	I	By Spouse as Trustee for 2010-2 GRAT
	07/27/2011		J(2)	102,730 A	\$ 0 1,262,430 (4)	D	

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Class A Common Stock									
Class A Common Stock	02/21/2012		S ⁽³⁾	275,000	D	\$ 3.865	987,430	D	
Class A Common Stock	02/21/2012		P ⁽³⁾	275,000	A	\$ 3.865	275,000	I	By Spouse as Trustee for 2009 Irrevocable Trust
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
Class A Common Stock							887,385	I	By Spouse as Trustee for 2011-1 GRAT
Class A Common Stock							1,484,751	I	By Spouse as Trustee for 2010-1 GRAT

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

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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 Repo Trans (Instr
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	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 6 WEST DRUID HILLS DRIVE, NE ATLANTA, GA 30329	X	X		

Signatures

/s/ Jesse C.
Crawford

02/23/2012

**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 from a 2009 grantor retained annuity trust of which his spouse is the trustee and reporting person is the beneficiary for no consideration.
 - (2) Transferred to the reporting person from a 2010 grantor retained annuity trust of which his spouse is the trustee and reporting person is the beneficiary for no consideration.
 - (3) Transferred pursuant to a right of substitution from the reporting person to a 2009 Irrevocable Trust of which his spouse is the trustee and his child is the beneficiary in exchange for \$1,062,875.00.
- This filing serves to correct the Forms 4 filed by the reporting person on August 19, 2011, August 23, 2011 and February 9, 2012, each of
- (4) which did not account for the July 27, 2011 transactions reported on this Form 4 with respect to the amount of reporting person's direct and indirect holdings.

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.