

NEWBY JERRY A
Form 5
February 03, 2005

FORM 5

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).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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: 3235-0362
Expires: January 31,
2005
Estimated average
burden hours per
response... 1.0

1. Name and Address of Reporting Person *
NEWBY JERRY A

(Last) (First) (Middle)

2108 E.S. BOULEVARD

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
ALFA CORP [ALFA]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2004

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____X____ Officer (give title _____ Other (specify
below) below)
President and CEO

6. Individual or Joint/Group Reporting

(check applicable line)

MONTGOMERY, AL 36116

____X____ Form Filed by One Reporting Person
____ Form Filed by More than One Reporting
Person

(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) (A) or Amount (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/31/2004	Â	J ⁽¹⁾	538.16 A \$ 0	22,102.16	I	By Children
Common Stock	12/31/2004	Â	J ⁽²⁾	18,251 (2) A \$ 0	100,137	I	By Trust
Common Stock	Â	Â	Â	Â Â Â	73,196.98	D	Â
Common Stock	Â	Â	Â	Â Â Â	7,272.55	I	By 401(k)
	Â	Â	Â	Â Â Â	44,115,882.53	I	

Edgar Filing: NEWBY JERRY A - Form 5

Common
Stock

By
Corporation

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.

SEC 2270
(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)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to buy)	\$ 8.22	Â	Â	Â	Â Â	04/22/2000 ⁽³⁾ 04/21/2009	Common Stock 60,000
Stock Option (right to buy)	\$ 8.66	Â	Â	Â	Â Â	04/27/2001 ⁽³⁾ 04/26/2010	Common Stock 60,000
Stock Option (right to buy)	\$ 9.41	Â	Â	Â	Â Â	03/26/2002 ⁽³⁾ 03/25/2011	Common Stock 60,000
Stock Option (right to buy)	\$ 13.93	Â	Â	Â	Â Â	03/25/2003 ⁽³⁾ 03/25/2012	Common Stock 60,000
Stock Option (right to buy)	\$ 11.65	Â	Â	Â	Â Â	02/24/2004 ⁽³⁾ 02/24/2013	Common Stock 60,000
Stock Option (right to buy)	\$ 13.25	Â	Â	Â	Â Â	02/23/2005 ⁽³⁾ 02/23/2014	Common Stock 60,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NEWBY JERRY A 2108 E.S. BOULEVARD MONTGOMERY, AL 36116	Â	Â	Â President and CEO	Â

Signatures

By: Jerry A.
Newby

02/07/2005

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).

- (1) These shares are owned by Mr. Newby's 3 children - Mary Anna Newby - 7374.148; Elizabeth Ann Newby - 7364.008 and Jerry Allen Newby, Jr. - 7364.008 to which Mr. Newby disclaims beneficial ownership. The increase is due to dividends.
- (2) These shares were purchased through a deferred compensation plan(s).
- (3) All options vest one-third per year for the first three years, with the first one-third vesting one year after date granted.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.