

Wajner Matthew F.
Form 3
April 02, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Wajner Matthew F.		(Month/Day/Year)	First American Financial Corp [FAF]	
(Last)	(First)	(Middle)	03/27/2013	
1 FIRST AMERICAN WAY			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
SANTA ANA, CA 92707			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Chief Accounting Officer	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	4,876	D <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>	Wajner Matthew F.

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wajner Matthew F. 1 FIRST AMERICAN WAY SANTA ANA, CA 92707	Â	Â	Â Chief Accounting Officer	Â

Signatures

Greg L. Smith, attorney-in-fact for Matthew F. Wajner 04/02/2013

 **Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 280 unvested restricted stock units ("RSUs") acquired pursuant to an original grant of 539 RSUs and shares acquired through automatic dividend reinvestment, which vest in four equal annual increments commencing 3/21/12, the first anniversary of the grant.
- (2) Includes 452 unvested RSUs acquired pursuant to an original grant of 589 RSUs and shares acquired through automatic dividend reinvestment, which vest in four equal annual increments commencing 3/20/13, the first anniversary of the grant.
- (3) Includes 3,099 unvested RSUs acquired pursuant to an original grant of 3,085 RSUs and shares acquired through automatic dividend reinvestment, which vest in four equal annual increments commencing 12/20/13, the first anniversary of the grant.
- (4) Includes 783 unvested RSUs, which vest in four equal annual increments commencing 3/20/14, the first anniversary of the grant.

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.