DONEGAL GROUP INC

Form 4

December 07, 2004

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

0.5 response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Add NIKOLAUS I	*	_	2. Issuer Name and Ticker or Trading Symbol DONEGAL GROUP INC [dgica]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First)		(Middle)	3. Date of Earliest Transaction	(Check an applicable)				
			(Month/Day/Year)	X Director 10% Owner				
1520 QUARRY ROAD, PO BOX 286			11/15/2004	X Officer (give title Other (specify below)				
				President and CEO				
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check				
			Filed(Month/Day/Year)	Applicable Line)				
SILVER SPRING, PA 17575				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				

(City)	(State)	(Zip) Tal	ble I - N	lon-	Derivative S	Securi	ties Acquir	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.	8)	4. Securities Acquired (A) onor Disposed of (D) (Instr. 3, 4 and 5) (A) or			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 (1)	11/15/2004		Code	v V	Amount 225.315	(D)	Price \$ 21.41	132,523.907	D	
Class A Common Stock (1)	11/15/2004		J	V	4.319	A	\$ 21.41	743.491	I	Spouse
Class A Common Stock (2)	11/15/2004		J	V	58.269	A	\$ 21.454	132,582.176	D	
Class A Common	11/15/2004		J	V	22.406	A	\$ 21.445	132,604.582	D	

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Stock (2)							
Class A Common Stock (3)	11/15/2004	J	V 119.769	A	\$ 21.445	132,724.351	D
Class A Common Stock (3)	11/15/2004	J	V 311.594	A	\$ 21.454	133,035.945	D

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 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transa Code (Instr.	ctio	5. Mumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of lying	8. Price of Derivative Security (Instr. 5)
				Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

**Signature of

Reporting Person

Reporting Owner Name / Address	Relationships							
roporting of the remarkable	Director	10% Owner	Officer	Other				
NIKOLAUS DONALD H 1520 QUARRY ROAD PO BOX 286 SILVER SPRING, PA 17575	X		President and CEO					
Signatures								
Donald H. Nikolaus	2/07/2004							

Date

Reporting Owners 2

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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) Dividend Reinvestment
- (2) Profit Sharing
- (3) Pension

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.