PROTECTIVE LIFE CORP

Form 4 July 08, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or

Check this box

SECURITIES Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading **GRIGGS BRENT E** Symbol

PROTECTIVE LIFE CORP [PL]

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

2801 HIGHWAY 280 SOUTH 07/06/2005

(Middle)

(First)

BIRMINGHAM, AL 35223

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005 Estimated average

burden hours per response... 0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

below) Sr.VP, APD

6. Individual or Joint/Group Filing(Check

Applicable Line)

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. Transactio Code (Instr. 8)	ransaction Disposed of (D) ode (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	07/06/2005		A	91	A	\$ 41.907	563	D	
Common Stock	07/06/2005		F	50	D	\$ 41.907	513	D	
Common Stock	07/06/2005		A	1,419.4	A	\$ 41.907	3,533.4697	I	Deferred Compensation
Common							1,559.0393	I	By 401(k) (2)

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

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SEC 1474 (9-02)

03/04/2010 03/04/2015 SAR 10,000

8. Price of Derivative Security (Instr. 5)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercis	sable and	7. Title	and	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorNumber	Expiration Dat	Expiration Date		Amount of	
Security	or Exercise		any	Code	of	(Month/Day/Y	ear)	Underlying		
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities (Instr. 3 and 4)			
	Derivative				Securities					
	Security				Acquired					
	-				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
				Code V	' (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
				Couc v	(11) (D)				or onares	
SAR 10	¢ 41.05					02/04/2010	02/04/2015	CAD	10.000	

Reporting Owners

\$ 41.05

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GRIGGS BRENT E 2801 HIGHWAY 280 SOUTH

BIRMINGHAM, AL 35223

Sr.VP, APD

Signatures

(3)

By: by Harriette Hyche
Attorney-in-Fact for

07/08/2005

**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) Shares acquired through PLC Def. Comp. Plan for Officers of the Corporation (exempt under Rule 16b-3). Total amount in Col. 5 includes dividend shares acquired under the PLC Def. Comp. Plan for Officers exempt under Rule 16-a 11.
- (2) Total shares held by reporting person in PLC's 401(k) & Stock Ownership Plan as of 6/30/05.
- (3) Previously reported Stock Appreciation Right (SAR).

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.

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