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21ST CENTURY INSURANCE GROUP

Form 8-K

December 05, 2003

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported) December 3, 2003

21st Century Insurance Group  
(EXACT NAME OF REGISTRANT AS SPECIFIED IN CHARTER)

Delaware  
(STATE OR OTHER JURISDICTION  
OF INCORPORATION)

0-6964  
(COMMISSION  
FILE NUMBER)

95-1935264  
(IRS EMPLOYER  
IDENTIFICATION NO)

6301 Owensmouth Avenue  
Woodland Hills, California  
(ADDRESS OF PRINCIPAL EXECUTIVE  
OFFICES)

91367  
(ZIP CODE)

Registrant's telephone number, including area code (818) 704-3700

Not Applicable  
(FORMER NAME OR FORMER ADDRESS, IF CHANGED SINCE LAST REPORT)

ITEM 5. OTHER EVENTS AND REQUIRED FD DISCLOSURE.

On December 3, 2003, the Registrant issued a press release announcing that it intends, subject to market and other customary conditions, to privately offer up to \$100 million principal amount of senior notes due 2013. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

- (a) Not applicable.
- (b) Not applicable.
- (c) Exhibits:

99.1 Press Release of the Registrant issued on December 3, 2003.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

21ST CENTURY INSURANCE GROUP

Date: December 4, 2003

By: /s/ Michael J. Cassanego

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Name: Michael J. Cassanego  
Title: Senior Vice President and General  
Counsel

EXHIBIT INDEX

Exhibit No. -----	Description -----
99.1	Press Release of the Registrant, issued on December 3, 2003.