

LONG DEBORAH J

Form 4

March 04, 2008

FORM 4**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).

**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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LONG DEBORAH J

(Last) (First) (Middle)

2801 HIGHWAY 280 SOUTH

(Street)

BIRMINGHAM, AL 35223

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

PROTECTIVE LIFE CORP [PL]

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

02/29/2008

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)

EVP and General Counsel

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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)	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)
Common Stock					3,045.3824	D ⁽¹⁾	
Common Stock					3,674.0492	I	By 401(k) ⁽²⁾
Common Stock					50,507.452	I	Deferred Compensation ⁽³⁾

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
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SEC 1474
(9-02)

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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)	8. Price of Deriva Securi (Instr.
				Code	V	(A)	(D)	Title	Amount or Number of Shares
SAR14 (4)	\$ 38.59	02/29/2008		A		2,375		02/28/2009 02/28/2018 SAR	2,375 \$
SAR14a (4)	\$ 38.59	02/29/2008		A		2,375		02/28/2010 02/28/2018 SAR	2,375 \$
SAR14b (4)	\$ 38.59	02/29/2008		A		2,375		02/28/2011 02/28/2018 SAR	2,375 \$
SAR14c (4)	\$ 38.59	02/29/2008		A		2,375		02/29/2012 02/28/2018 SAR	2,375 \$
SAR 06 (5)	\$ 41.05							03/04/2006 03/04/2015 SAR	700
SAR 06 a (5)	\$ 41.05							03/04/2007 03/04/2015 SAR	700
SAR 06 b (5)	\$ 41.05							03/04/2008 03/04/2015 SAR	700
SAR 06 c (5)	\$ 41.05							03/04/2009 03/04/2015 SAR	700
SAR 11 (5)	\$ 43.46							03/05/2008 03/05/2017 SAR	1,850
SAR 11a (5)	\$ 43.46							03/05/2009 03/05/2017 SAR	1,850
SAR 11b (5)	\$ 43.46							03/05/2010 03/05/2017 SAR	1,850
SAR 11c (5)	\$ 43.46							03/05/2011 03/05/2017 SAR	1,850
SAR 3 3 06 (5)	\$ 48.6							03/03/2007 03/03/2016 SAR	750
	\$ 48.6							03/03/2008 03/03/2016 SAR	750

SAR 3 3

06 a ⁽⁵⁾

SAR 3 3

06 b ⁽⁵⁾

\$ 48.6

03/03/2009 03/03/2016 SAR 750

SAR 3 3

06 c ⁽⁵⁾

\$ 48.6

03/03/2010 03/03/2016 SAR 750

SAR 4

⁽⁵⁾

\$ 32

03/04/2007 03/04/2012 SAR 15,000

SAR 6

⁽⁵⁾

\$ 22.31

07/21/2004 03/06/2010 SAR 17,962

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LONG DEBORAH J 2801 HIGHWAY 280 SOUTH BIRMINGHAM, AL 35223			EVP and General Counsel	

Signatures

By: by Harriette Hyche
Attorney-in-Fact for

03/04/2008

**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) 3000 Restricted Stock Units reported previously. Includes dividend shares acquired under the Long-Term Incentive Plan (exempt under Rule 16b-3).
- (2) Total shares held by reporting person in PLC's 401(k) & Stock Ownership Plan as of 2/29/08.
- (3) 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.
- (4) Stock Appreciation Right awarded under the Protective Life Corporation Long-Term Incentive Plan in transaction exempt under Rule 16b-3 becoming exercisable in equal installments over four years beginning 2/28/09.
- (5) 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.

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