

MEADOWBROOK INSURANCE GROUP INC

Form 4

March 15, 2006

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

OMB APPROVAL

OMB
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SPRING ROBERT C2. Issuer Name and Ticker or Trading
Symbol
MEADOWBROOK INSURANCE
GROUP INC [MIG]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

26255 AMERICAN DRIVE

(Street)

SOUTHFIELD, MI 48034

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
03/13/20064. If Amendment, Date Original
Filed(Month/Day/Year)____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

SVP- Business Development

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 Ownership (Instr. 4)
Common Stock	03/13/2006		M	5,369 A	\$ 3.066 7,869	D	
Common Stock	03/13/2006		F	3,371 D	\$ 6.59 4,498	D	
Common Stock					890	I	Held under 401(k) plan

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**SEC 1474
(9-02)

required to respond unless the form displays a currently valid OMB control number.

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employees Stock Option (right to buy)	\$ 22.71					01/01/1997 01/01/2007	Common Stock 2,202
Employee Stock Option (right to buy)	\$ 24.6875					01/01/1998 01/01/2008	Common Stock 3,040
Employee Stock Option (right to buy)	\$ 16.26					01/01/1999 01/01/2009	Common Stock 4,000
Employee Stock Option (right to buy)	\$ 3.066	03/13/2006		M	5,369	05/28/2002 05/28/2007	Common Stock 5,369
Employees Stock Option (right to buy)	\$ 2.173					02/21/2003 02/21/2008	Common Stock 13,125

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer

Other

SPRING ROBERT C
26255 AMERICAN DRIVE
SOUTHFIELD, MI 48034

SVP- Business Development

Signatures

/s/ Michael G. Costello
Attorney-in-fact

03/15/2006

__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).

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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