

THAL BRUCE E
Form 4
December 14, 2009

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

OMB APPROVAL

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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 *
THAL BRUCE E

2. 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)

3. Date of Earliest Transaction (Month/Day/Year)
12/10/2009

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

26255 AMERICAN DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

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

SOUTHFIELD, MI 48034

(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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | (A) or (D) | 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 | 12/10/2009 | | P | 400 | A | \$ 6.7775 6,400 | I | See footnote (1) |
| Common Stock | 12/10/2009 | | P | 4,400 | A | \$ 6.78 10,800 | I | See footnote (1) |
| Common Stock | 12/10/2009 | | P | 8 | A | \$ 6.79 10,808 | I | See footnote (1) |
| Common Stock | 12/10/2009 | | P | 1,000 | A | \$ 6.795 11,808 | I | See footnote |

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| | | | | | | | | | (1) |
|--------------|------------|--|---|-------|---|---------|--------|---|------------------|
| Common Stock | 12/10/2009 | | P | 724 | A | \$ 6.8 | 12,532 | I | See footnote (1) |
| Common Stock | 12/10/2009 | | P | 3,468 | A | \$ 6.81 | 16,000 | I | See footnote (1) |
| Common Stock | 12/10/2009 | | P | 7,632 | A | \$ 6.81 | 43,632 | I | See footnote (2) |
| Common Stock | 12/10/2009 | | P | 1,368 | A | \$ 6.82 | 45,000 | I | See footnote (2) |
| Common Stock | 12/10/2009 | | P | 132 | A | \$ 6.82 | 44,132 | I | See footnote (3) |
| Common Stock | 12/10/2009 | | P | 4,100 | A | \$ 6.83 | 48,232 | I | See footnote (3) |
| Common Stock | 12/10/2009 | | P | 702 | A | \$ 6.84 | 48,934 | I | See footnote (3) |
| Common Stock | 12/10/2009 | | P | 5,066 | A | \$ 6.85 | 54,000 | I | See footnote (3) |
| Common Stock | | | | | | | 40,000 | D | |
| Common Stock | | | | | | | 2,000 | I | See footnote (4) |

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.

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(9-02)

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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

(A) or
 Disposed
 of (D)
 (Instr. 3,
 4, and 5)

Repo
 Trans
 (Instr

| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------|---|-----|-----|---------------------|--------------------|-------|--|
|------|---|-----|-----|---------------------|--------------------|-------|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| THAL BRUCE E 26255 AMERICAN DRIVE SOUTHFIELD, MI 48034 | | X | | |

Signatures

| | |
|---|------------|
| /s/Holly A. Moltane Attorney-in-fact | 12/14/2009 |
| **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 held in trust by Mr. Thal's spouse.
- (2) Shares held in Dorell Investors partnership.
- (3) Shares held in trust by Mr. Thal.
- (4) Shares held in trust by Mr. Thal's grandnephews.

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.