Mahoney Jar	nes M									
Form 5										
February 13,	2012									
FORM	15						OMB A	PPROVAL		
	OMB	3235-0362								
Check this			SECURITIES AND EXCHANGE C Washington, D.C. 20549				Number:			
no longer s							Expires:	January 31, 2005		
	to Section 16. Form 4 or Form ANNUAL STATEMENT OF CHANGES IN BENEFICIAL						Estimated average			
	Form 4 or Form     ANNUAL STATEMENT OF CHANGES IN DENEFICIAL       5 obligations     OWNERSHIP OF SECURITIES							rs per		
may contin		response 1.0								
See Instruct 1(b).	See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,									
· · ·					g Company Act o		ı			
Reported										
	Form 4 30(h) of the Investment Company Act of 1940									
Reported										
	ddress of Reporti	ng Person <sup>*</sup>		Name <b>and</b> Tick	er or Trading		of Reporting Person(s) to			
Mahoney Ja	mes M		Symbol			Issuer				
			MEADOWBROOK INSURANCE			(Check all applicable)				
			GROUP INC [MIG]			(chiefi an appreact)				
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended			Director 10% Owner				
			(Month/Day/Year)			X_ Officer (give title Other (specify below) below)				
0(055 4) (5			12/31/2011			SVP - Field Operations				
26255 AME	RICAN DRIV	Έ								
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Reporting				
COUTUEIE	LD, MI 48	024								
SOUTHFIE	LD,A MIA 48	034				_X_ Form Filed by C	One Reporting P	erson		
				-			Form Filed by More than One Reporting			
						Person				
(City)	(State)	(Zip)	Table	e I - Non-Deri	vative Securities Ac	quired, Disposed of	, or Beneficial	lly Owned		
1.Title of	2. Transaction I	Date 2A. Dee	emed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Ye		on Date, if	Transaction	Acquired (A) or	Beneficially (	Form: Direct			
(Instr. 3)		any (Month)	Dev/Veer)	Code	Disposed of (D) (Instr. 3, 4 and 5)		(D) or Indirect (I)	Beneficial		
		(Month/	Day/Year) (Instr. 8) (Instr. 3, 4 an				Indirect (I)	Ownership		

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

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Common

Common

Stock

Stock

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Mahamari Iar

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.

Â

(A)

or

Amount (D) Price

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of Issuer's

Fiscal Year

55,546

13,018 (1)

(Instr. 3 and 4)

(Instr. 4)

D

Ι

SEC 2270 (9-02)

Held under

401(k)

(Instr. 4)

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## Edgar Filing: Mahoney James M - Form 5

 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)	Transaction Number Code of	Expiration Date (Month/Day/Year) e		Amou Unde Secur	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D So B O E I S Fi (I
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

\*\*Signature of Reporting Person

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Mahoney James M 26255 AMERICAN DRIVE SOUTHFIELD, MI 48034	Â	Â	SVP - Field Operations	Â			
Signatures							
/s/Michael G. Costello,		02/13/2	012				

Attorney-in-fact

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) Mr. Mahoney acquired 224 shares of Meadowbrook stock through periodic purchases in the Company's 401(k) plan from January 1, 2011 through December 31, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.