

ASSURANT INC
Form 5
February 12, 2010

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
Roberts John S

(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
ASSURANT INC [AIZ]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

ASSURANT, INC., ONE CHASE MANHATTAN PLAZA, 41 FL.

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2009

____ Director _____ 10% Owner
 Officer (give title below) Other (specify below)
EVP / Pres.& CEO, AEB

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

6. Individual or Joint/Group Reporting

(check applicable line)

NEW YORK, NY 10005

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | | (A) or (D) Amount Price | | | |
| Common Stock | 09/11/2007 | ^ | L5 | 0.5168 A \$ 49.07 | 34,285.2731 | D | ^ |
| Common Stock | 12/10/2007 | ^ | L5 | 0.3823 A \$ 66.495 | 34,285.6554 | D | ^ |
| Common Stock | 03/10/2008 | ^ | L5 | 0.5421 A \$ 62.108 | 34,286.1975 | D | ^ |
| Common Stock | 06/10/2008 | ^ | L5 | 0.5696 A \$ 69.1 | 34,286.7671 | D | ^ |
| | 09/09/2008 | ^ | L5 | 0.8419 A \$ 58.51 | 34,287.609 | D | ^ |

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| | | | | | | | | | | |
|--------------|------------|---|----|----------------------|---|----------|-------------------------------|---|---|--|
| Common Stock | | | | | | | | | | |
| Common Stock | 12/10/2008 | Â | L5 | 2.1763 | A | \$ 22.69 | 34,289.7853 | D | Â | |
| Common Stock | 03/09/2009 | Â | L | 3.9754 | A | \$ 17.91 | 34,293.7607 | D | Â | |
| Common Stock | 06/09/2009 | Â | L | 0.0037 | A | \$ 24.27 | 34,293.7644 | D | Â | |
| Common Stock | 09/15/2009 | Â | L | 1.1031 | A | \$ 31.44 | 34,294.8675 | D | Â | |
| Common Stock | 12/14/2009 | Â | L | <u>1.1672</u> (1) | A | \$ 29.85 | <u>34,296.0347</u> (2) (3) | D | Â | |

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

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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 (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 Derivative Security (Instr. 5) | 9. of D Se B O E Is Fi (I |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | (A) | (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---------------------------------------------------------------------------------------------|---------------|-----------|---------|---------------------|
| | Director | 10% Owner | Officer | Other |
| Roberts John S ASSURANT, INC. ONE CHASE MANHATTAN PLAZA, 41 FL. NEW YORK, NY 10005 | Â | Â | Â | EVP Pres.& CEO, AEB |

Signatures

Lisa Richter
Attorney-in-Fact

02/12/2010

__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) All of the purchases set forth on this Form 5 were made pursuant to a broker-administered dividend reinvestment plan in connection with the Assurant, Inc. Employee Stock Purchase Plan. The total number of shares purchased was 11.2 shares.
- (2) Includes restricted stock units.
- (3) Includes 230.912 shares acquired under the Assurant, Inc. Amended and Restated 2004 Employee Stock Purchase Plan ("ESPP") on December 31, 2009.

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