

AMERICAN MEDICAL SECURITY GROUP INC

Form 4

December 14, 2004

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
RIORDAN MICHAEL T

2. Issuer Name and Ticker or Trading
Symbol

**AMERICAN MEDICAL
SECURITY GROUP INC [AMZ]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

**C/O AMERICAN MEDICAL
SECURITY GROUP, 3100 AMS
BOULEVARD**

3. Date of Earliest Transaction
(Month/Day/Year)
12/13/2004

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

(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

GREEN BAY, WI 54313

(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)			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)
				(A) or (D)	Price				
Common Stock	12/13/2004		D	V	7,300	D	\$ 32.75	0	D
Common Stock	12/13/2004		D		1,330	D	\$ 32.75	0	I
									By Michael T. Riordan

By
**Michael T.
Riordan
1997 Trust**

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

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information contained in this form are not
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SEC 1474
(9-02)

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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-employee director stock option (right to buy)	\$ 5.8125	12/13/2004		D		16,000		<u>(1)</u>	11/16/2011	Common Stock	16,000
Non-employee director stock option (right to buy)	\$ 5.1875	12/13/2004		D		10,000		<u>(2)</u>	11/16/2012	Common Stock	10,000
Non-employee director stock option (right to buy)	\$ 10.2	12/13/2004		D		8,000		<u>(3)</u>	11/28/2013	Common Stock	8,000
Non-employee director stock option (right to buy)	\$ 14.41	12/13/2004		D		6,700		<u>(4)</u>	01/19/2015	Common Stock	6,700
Non-employee stock option (right to buy)	\$ 10.25	12/13/2004		D		5,000		<u>(5)</u>	09/27/2010	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RIORDAN MICHAEL T C/O AMERICAN MEDICAL SECURITY GROUP 3100 AMS BOULEVARD GREEN BAY, WI 54313	X			

Signatures

/s/Cheryl A. Thomson
Attorney-in-Fact

12/14/2004

__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) This option vested in three equal annual installments beginning November 17, 2000.
- (2) This option vested in three equal annual installments beginning November 17, 2001.
- (3) This option vested in three equal annual installments beginning November 29, 2002.
- (4) This option vested in three equal annual installments beginning January 20, 2004.
- (5) This option vested in three equal annual installments beginning September 28, 1999.

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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