ASSURED GUARANTY LTD

Form 4

February 09, 2009

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

OMB 3235-0287

Estimated average

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Number: January 31, Expires: 2005

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations

may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SCHOZER MICHAEL J

2. Issuer Name and Ticker or Trading

Symbol

ASSURED GUARANTY LTD

5. Relationship of Reporting Person(s) to Issuer

[AGO]

(Middle)

(Last) (First) 3. Date of Earliest Transaction

(Month/Day/Year) 02/06/2009

30 WOODBOURNE AVENUE

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

Director 10% Owner

(Check all applicable)

X_ Officer (give title Other (specify below) below)

President of subsidiary*** 6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Transaction(s)

(Instr. 3 and 4)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

HAMILTON, D0 HM08

Security

(Instr. 3)

Common

Shares

(City) (State) (Zip) 1. Title of 2. Transaction Date 2A. Deemed (Month/Day/Year)

3. 4. Securities Acquired 5. Amount of Execution Date, if Transaction(A) or Disposed of

Code (D) (Month/Day/Year)

(Instr. 8) (Instr. 3, 4 and 5)

7. Nature of Securities Ownership Indirect Beneficially Form: Direct Beneficial Owned Following (D) or Ownership Reported Indirect (I) (Instr. 4)

D

(Instr. 4)

(A) or

(D) Price

Code V Amount

131,467.1986 02/06/2009 F D (1)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (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)

Edgar Filing: ASSURED GUARANTY LTD - Form 4

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. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title a Amount of Underlying Securities (Instr. 3 a	of ng s	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	or Title Nu of	umber		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SCHOZER MICHAEL J 30 WOODBOURNE AVENUE HAMILTON, D0 HM08

President of subsidiary***

Signatures

By: James M. Michener
Attorney-in-fact
02/09/2009

**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) Common Shares being witheld to pay tax liability.

Remarks:

*** "Subsidiary" here refers to Assured Guaranty Corp.

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.

Reporting Owners 2