MAFFETT JEFFREY A

Form 4

February 24, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

January 31,

2005

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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

1(b).

(Print or Type Responses)

See Instruction

| 1. Name and Address of Reporting Person * MAFFETT JEFFREY A | | | 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) 26255 AMERI | (Last) (First) (Middle) 26255 AMERICAN DRIVE | | 3. Date of Earliest Transaction (Month/Day/Year) 02/22/2011 | _X_ 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) _X_ Form filed by One Reporting Person | | | |
| SOUTHFIELD, MI 48034 | | | | Form filed by More than One Reporting Person | | | |

SOUTHFIELD, MI 48034

| (City) | (State) | (Zip) Tab | le I - Non- | Derivative | Secu | rities Acquir | ed, Disposed of, | or Beneficiall | y 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. Securit or Dispos (Instr. 3, 4 | ed of (| ` ′ | 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 | 02/22/2011 | | S | 14,500 | D | \$ 10.3613 | 256,565 | I | See footnote (1) |
| Common Stock | 02/23/2011 | | S | 19,000 | D | \$ 10.0459 | 237,565 | I | See footnote (1) |
| Common Stock | 02/23/2011 | | A | 1,500 (2) | A | \$0 | 150,738 | D | |
| Common Stock | | | | | | | 700 | I | See footnote (3) |

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Common Stock 1,187 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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transactic Code (Instr. 8) | 5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | 7. Titl Amou Under Secur (Instr. | nt of lying | 8. Price of Derivative Security (Instr. 5) | |
|---|---|--------------------------------------|---|--|---|---------------------|--------------------|--|--|---|--|
| | | | | 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 | | | |
| MAFFETT JEFFREY A | | | | | | | |
| 26255 AMERICAN DRIVE | X | | | | | | |
| SOUTHFIELD, MI 48034 | | | | | | | |

Signatures

/s/Michael G. Costello - 02/24/2011 Attorney-in-fact

**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 owned by the Colonial Banc Corp., of which Mr. Maffett is Chairman of the Board.
- (2) On February 23, 2011, each non-management director received 1,500 shares of stock that vest immediately.
- (3) Shares owned by the Colonial Banc Corp. Profit Sharing Plan, of which Mr. Maffett is Chairman of the Board of Colonial Banc Corp.

Reporting Owners 2

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(4) Owned by spouse, Annette Maffett.

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.