

FIRST MERCURY FINANCIAL CORP  
 Form 3/A  
 January 14, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Shaw Jerome M		(Month/Day/Year)	FIRST MERCURY FINANCIAL CORP [FMR]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
				10/17/2006
29110 INKSTER ROAD, SUITE 100			(Check all applicable)	
(Street)			<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
SOUTHFIELD,Â MIAÂ 48034			<input type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City)	(State)	(Zip)	(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,610,954	I	By trust
Common Stock	555,879 <sup>(1)</sup>	I <sup>(1)</sup>	See footnote <sup>(1)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â (2)	07/15/2008	Common Stock	52,540	\$ 1.66	D	Â
Stock Option (right to buy)	Â (2)	07/15/2008	Common Stock	48,840	\$ 1.78	D	Â
Stock Option (right to buy)	Â (2)	07/15/2008	Common Stock	45,880	\$ 1.9	D	Â
Stock Option (right to buy)	Â (2)	07/15/2008	Common Stock	40,700	\$ 2.14	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shaw Jerome M 29110 INKSTER ROAD, SUITE 100 SOUTHFIELD, MI 48034	Â X	Â X	Â	Â

## Signatures

/s/ Eric Orsic, as  
Attorney-In-Fact

01/14/2008

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) As of October 17, 2006, the date of Mr. Shaw's initial Form 3 filing with respect to First Mercury Corporation, Mr. Shaw owned 53.2% of the membership interests in 4SFW, L.L.C., which as of October 17, 2006 owned 1,044,887 shares of First Mercury Financial Corporation's common stock. Mr. Shaw disclaims any beneficial ownership in these shares, except to the extent of his pecuniary interest therein.

(2) All options fully vested and exercisable as of October 17, 2006.

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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