Bieling Laura Form 3 March 18, 2019

## 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement ASSURED GUARANTY LTD [AGO] Bieling Laura (Month/Day/Year) 03/07/2019 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 30 WOODBOURNE (Check all applicable) AVE, 5TH FLOOR (Street) 6. Individual or Joint/Group 10% Owner Director \_X\_\_ Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting Chief Accounting Officer\* Person HAMILTON, DOÂ DO HM08 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 4. Nature of Indirect Beneficial Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Shares 10,142 (1) (2) (3) (4) D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

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

required to respond unless the form displays a

currently valid OMB control number.

3. Title and Amount of 1. Title of Derivative Security 2. Date Exercisable and 5. 6. Nature of Indirect Securities Underlying (Instr. 4) **Expiration Date** Conversion Ownership Beneficial Ownership (Month/Day/Year) **Derivative Security** or Exercise Form of (Instr. 5) (Instr. 4) Price of Derivative Derivative Security: Title Direct (D) Security

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|                                     | Date<br>Exercisable | Expiration<br>Date |                  | Amount or<br>Number of<br>Shares |          | or Indirect (I) (Instr. 5) |   |
|-------------------------------------|---------------------|--------------------|------------------|----------------------------------|----------|----------------------------|---|
| Options to Acquire<br>Common Shares | (5)                 | 11/04/2019         | Common<br>Shares | 4,000                            | \$ 16.31 | D                          | Â |
| Options to Acquire<br>Common Shares | (6)                 | 02/07/2020         | Common<br>Shares | 2,800                            | \$ 19.24 | D                          | Â |
| Options to Acquire<br>Common Shares | (7)                 | 02/05/2021         | Common<br>Shares | 1,949                            | \$ 21.88 | D                          | Â |

### **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |                           |       |  |  |
|---|---------------|-----------|---------------------------|-------|--|--|
| ·F. · · · · · · · · · · · · · · · · · ·                                 | Director      | 10% Owner | Officer                   | Other |  |  |
| Bieling Laura<br>30 WOODBOURNE AVE<br>5TH FLOOR<br>HAMILTON, DO DO HM08 | Â             | Â         | Chief Accounting Officer* | Â     |  |  |

#### **Signatures**

/s/ Ling Chow,
Attorney-in-fact

\*\*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).
- Included in the total are 256 restricted stock units ("RSUs") awarded on February 24, 2016 pursuant to the Assured Guaranty Ltd. 2004

  Long-Term Incentive Plan (the "Plan"). These RSUs vest as follows: 1/4 on the first anniversary of the date of the award, 1/4 on the second anniversary of the date of the award, 1/4 on the third anniversary of the date of the award and 1/4 on the fourth anniversary of the date of the award. Upon vesting, one (1) common share will be delivered for each vested RSU.
- Included in the total are 906 RSUs awarded on February 22, 2017 pursuant to the Plan. These RSUs vest as follows: 1/4 on the first anniversary of the date of the award, 1/4 on the second anniversary of the date of the award, 1/4 on the third anniversary of the date of the award and 1/4 on the fourth anniversary of the date of the award. Upon vesting, one (1) common share will be delivered for each vested RSU.
- Included in the total are 1,484 RSUs awarded on February 21, 2018 pursuant to the Plan. These RSUs vest as follows: 1/4 on the first anniversary of the date of the award, 1/4 on the second anniversary of the date of the award, 1/4 on the third anniversary of the date of the award and 1/4 on the fourth anniversary of the date of the award. Upon vesting, one (1) common share will be delivered for each vested RSU.
- Included in the total are 1,935 RSUs awarded on February 27, 2019 pursuant to the Plan. These RSUs vest as follows: 1/4 on the first anniversary of the date of the award, 1/4 on the second anniversary of the date of the award, 1/4 on the third anniversary of the date of the award and 1/4 on the fourth anniversary of the date of the award. Upon vesting, one (1) common share will be delivered for each vested RSU.
- (5) Stock option award pursuant to the Plan granted on November 4, 2009. These options vested: 1/3 on the first anniversary of the date of the award, 1/3 on the second anniversary of the date of the award and 1/3 on the third anniversary of the date of the award.
- (6) Stock option award pursuant to the Plan granted on February 7, 2013. These options vested: 1/3 on the first anniversary of the date of the award, 1/3 on the second anniversary of the date of the award and 1/3 on the third anniversary of the date of the award.

**(7)** 

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Stock option award pursuant to the Plan granted on February 5, 2014. These options vested: 1/3 on the first anniversary of the date of the award, 1/3 on the second anniversary of the date of the award and 1/3 on the third anniversary of the date of the award.

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#### **Remarks:**

\* in her capacity as chief accounting officer of the U.S. subsidiaries of Assured Guaranty Ltd.

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.