

RODRIGUEZ RITA M

Form 4

September 11, 2012

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
RODRIGUEZ RITA M

2. Issuer Name **and** Ticker or Trading
Symbol
AFFILIATED MANAGERS
GROUP INC [AMG]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
09/07/2012

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

C/O AFFILIATED MANAGERS
GROUP, INC., 600 HALE STREET

(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

PRIDES CROSSING, MA 01965

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/07/2012		M	5,625	A \$ 45.27	13,765	D
Common Stock	09/07/2012		M	5,625	A \$ 63.38	13,765	D
Common Stock	09/07/2012		S	11,250	D \$ (1) 121.02	13,765	D
Common Stock	09/07/2012		M	4,218	A \$ 48.38	13,765	D
	09/07/2012		M	2,694	A \$ 62.04	13,765	D

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Common
Stock

Common Stock	09/07/2012	M	1,705	A	\$ 65.51	13,765	D
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Common Stock	09/07/2012	M	1,638	A	\$ 62.91	13,765	D
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Common Stock	09/07/2012	M	2,200	A	\$ 71.75	13,765	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Director Stock Option (Right to Buy)	\$ 45.27	09/07/2012		M	5,625	12/31/2007 07/27/2014	Common Stock	5,625
Director Stock Option (Right to Buy)	\$ 63.38	09/07/2012		M	5,625	12/31/2008 11/30/2014	Common Stock	5,625
Director Stock Option (Right to Buy)	\$ 48.38	09/07/2012		M	4,218	12/31/2011 11/03/2015	Common Stock	4,218
Director Stock	\$ 62.04	09/07/2012		M	2,694	12/31/2011 07/21/2016	Common Stock	2,694

Option
(Right to
Buy)

Director
Stock

Option	\$ 65.51	09/07/2012	M	1,705	12/31/2011	12/02/2019	Common Stock	1,705
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(Right to
Buy)

Director
Stock

Option	\$ 62.91	09/07/2012	M	1,638	12/31/2011	07/20/2017	Common Stock	1,638
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(Right to
Buy)

Director
Stock

Option	\$ 71.75	09/07/2012	M	2,200	12/31/2008	07/26/2015	Common Stock	2,200
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(Right to
Buy)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RODRIGUEZ RITA M
C/O AFFILIATED MANAGERS GROUP, INC.
600 HALE STREET
PRIDES CROSSING, MA 01965

X

Signatures

/s/ John Kingston, III,
Attorney-in-Fact

09/11/2012

__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) The sale reflects the weighted average sales price of the shares sold; the individual transaction prices ranged from \$121.00 to \$121.05.
Specific transaction details will be provided to the SEC upon request.

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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