FREDERICO DOMINIC

Form 5

February 14, 2011

OMB APPROVAL FORM 5 **OMB**

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

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

ASSURED GUARANTY LTD

Symbol

[AGO]

Form 4 Transactions

FREDERICO DOMINIC

1. Name and Address of Reporting Person *

Reported

Reported

1(b).

(Last)	(First)	(Month	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2010				_X Director _X Officer (give to below) Deputy Chair	tle Othe below)	Owner r (specify	
30 WOOD	BOURNE AVEN	IUE					Deputy Chair	man/1 residen	UCLO	
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			•	6. Individual or Joint/Group Reporting			
							(спеск а	applicable line)		
HAMILTO	ON, D0 HM08	(_X_ Form Filed by Or Form Filed by Mo Person			
(City)	(State)	(Zip) Ta	ble I - Non-De	erivative Sec	curitie	s Acqu	ired, 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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Securities Ownership Indirect Beneficially Form: Benefic Owned at end of Direct (D) Owner		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Amount	(A) or (D)	Price	Year (Instr. 3 and 4)	(I) (Instr. 4)	, , ,	
Common Shares	06/22/2010	Â	G <u>(1)</u>	208,859	D	\$0	720,074.1865	D	Â	
Common Shares	06/22/2010	Â	G <u>(1)</u>	208,859	A	\$ 0	208,859	I	By Familiy Limited Partnership	
Common Shares	Â	Â	Â	Â	Â	Â	9,400	I	By Wife	
Common Shares	Â	Â	Â	Â	Â	Â	200	I	By Daughter	

3235-0362

January 31,

2005

1.0

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

Estimated average

burden hours per

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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 2270 (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)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and
							Date Exercisable	Expiration Date	Title
					(A)	(D)			
Employee Stock Option	\$ 25.5	07/09/2010	Â	G <u>(1)</u>	Â	166,667	(2)	02/02/2016	Common Shares
Employee Stock Option	\$ 25.5	07/09/2010	Â	G	166,667	Â	(2)	02/02/2016	Common Shares
Employee Stock Options	\$ 26.7	07/09/2010	Â	G <u>(1)</u>	Â	166,667	(3)	02/08/2017	Common Shares
Employee Stock Option	\$ 26.7	07/09/2010	Â	G	166,667	Â	(3)	02/08/2017	Common Shares

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director 10% Owner		Officer	Other			
FREDERICO DOMINIC							
30 WOODBOURNE AVENUE	ÂΧ	Â	Deputy Chairman/President/CEO	Â			

HAMILTON, DOÂ HM08

Signatures

By: James Michener, Attorney-in-fact 02/14/2011

**Signature of Reporting Person Date

Reporting Owners 2

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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).
 - The reporting person transferred these securities to a family limited partnership (the "LP"). A limited liability company (the "LLC") that is equally owned by the reporting person, the reporting person's wife, the reporting person's daughter and the reporting person's son is the
- (1) sole general partner of the LP. The reporting person is the sole manager of the LLC, having the sole power to cause the LLC to take action as the general partner of the LP. Following the transfer, the LLC, as general partner of the LP, had a 1% interest in the assets of the LP and the reporting person, as the sole limited partner of the LP had a 99% interest in the assets of the LP.
- (2) The stock options vested as follows: 1/3rd on February 2, 2007, 1/3rd on February 2, 2008 and 1/3rd on February 2, 2009.
- (3) The stock options vested as follows: 1/3rd on February 8, 2008, 1/3rd on February 8, 2009 and 1/3rd on February 8, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.