

MEADOWBROOK INSURANCE GROUP INC

Form 8-K

July 19, 2007

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 8-K
CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934
Date of Report (Date of Earliest Event Reported): July 19, 2007
MEADOWBROOK INSURANCE GROUP, INC.
(Exact Name of Registrant as Specified in Charter)**

Michigan **38-2626206**
(State or other jurisdiction of incorporation) (I.R.S. Employer Identification Number)
1-14094
(Commission File Number)

26255 American Drive
Southfield, Michigan **48034**
(Address of Principal Executive Offices) (Zip Code)
(248) 358-1100
(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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ITEM 8.01. OTHER EVENTS

On July 19, 2007, Meadowbrook Insurance Group, Inc. issued a press release announcing its completion of its offering to sell 5,500,000 shares of common stock at a price of \$9.65 per share in an underwritten public offering under its recently filed shelf registration statement. The gross proceeds of the offering are \$53.1 million. In addition to the 5,500,000 shares, the Company's Chairman, Mr. Merton Segal and his family (the "Segal Shares"), sold 750,000 shares of common stock at a price of \$9.65. The Company will not receive any proceeds from the sale of the Segal Shares. A copy of the press release is furnished herewith as Exhibit 99.1.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

- a. None.
- b. None.
- c. None.
- d. The following document is furnished as an Exhibit to this Current Report on Form 8-K pursuant to Item 601 of Regulation S-K:

99.1 Press Release, dated July 19, 2007.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: July 19, 2007

MEADOWBROOK INSURANCE GROUP, INC.
(Registrant)

By: /s/ Karen M. Spaun
Karen M. Spaun, Chief Financial Officer

EXHIBIT INDEX

| <u>Exhibit No.</u> | <u>Document Description</u> |
|---------------------------|-------------------------------------|
| 99.1 | Press Release, dated July 19, 2007. |