

ASSURANT INC
Form 4
November 18, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CLAYTON J KERRY

(Last) (First) (Middle)
ONE CHASE MANHATTAN
PLAZA, 41ST FLOOR
(Street)

NEW YORK, NY 10005

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ASSURANT INC [AIZ]

3. Date of Earliest Transaction
(Month/Day/Year)
06/30/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO, Director

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------|
| | | | | (A) or (D) | Code V Amount (D) Price | | |

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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities Acquired | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|---------------------------------------------|----------------------------------------------------------|---------------------------------------------------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|---------------------------------------------|----------------------------------------------------------|---------------------------------------------------|

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| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. 8) | (A) or Disposed of (D) | | Date Exercisable | Expiration Date | Title |
|--------------------------|------------------------------|------------|------------------|------------|--------------------------|-----|------------------|-----------------|--------------|
| | | | | | (A) | (D) | | | |
| Stock Appreciation Right | \$ 22 | 06/30/2005 | | A | 169,928.18 <u>(1)</u> | | 02/04/2005 | 01/01/2012 | Common Stock |
| Stock Appreciation Right | \$ 22 | 06/30/2005 | | A | 145,321.36 <u>(1)</u> | | 12/31/2005 | 01/01/2013 | Common Stock |
| Stock Appreciation Right | \$ 36.74 | 06/30/2005 | | A | 1,827.39 <u>(1)</u> | | 02/04/2005 | 01/01/2009 | Common Stock |
| Stock Appreciation Right | \$ 21.56 | 06/30/2005 | | A | 3,119.46 <u>(1)</u> | | 02/04/2005 | 01/01/2009 | Common Stock |
| Stock Appreciation Right | \$ 25.07 | 06/30/2005 | | A | 2,683.91 <u>(1)</u> | | 02/04/2005 | 01/01/2009 | Common Stock |
| Stock Appreciation Right | \$ 33.36 | 06/30/2005 | | A | 3,597.22 <u>(1)</u> | | 02/04/2005 | 01/01/2010 | Common Stock |
| Stock Appreciation Right | \$ 26.56 | 06/30/2005 | | A | 7,906.69 <u>(1)</u> | | 12/31/2006 | 01/01/2014 | Common Stock |
| Stock Appreciation Right | \$ 32.59 | 06/30/2005 | | A | 3,682.28 <u>(1)</u> | | 02/04/2005 | 01/01/2010 | Common Stock |
| Stock Appreciation Right | \$ 32.51 | 06/30/2005 | | A | 5,769.94 <u>(1)</u> | | 02/04/2005 | 01/01/2011 | Common Stock |
| Stock Appreciation Right | \$ 30.11 | 06/30/2005 | | A | 6,227.33 <u>(1)</u> | | 02/04/2005 | 01/01/2011 | Common Stock |
| Stock Appreciation Right | \$ 36.33 | 06/30/2005 | | A | 5,161.67 <u>(1)</u> | | 02/04/2005 | 01/01/2011 | Common Stock |
| Stock Appreciation Right | \$ 22.88 | 06/30/2005 | | A | 8,525.42 <u>(1)</u> | | 02/04/2005 | 01/01/2012 | Common Stock |
| Stock Appreciation Right | \$ 30.83 | 06/30/2005 | | A | 6,324.74 <u>(1)</u> | | 02/04/2005 | 01/01/2012 | Common Stock |

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| | | | | | | | |
|--------------------------------|----------|------------|---|-------------------------|------------|------------|-----------------|
| Stock Appreciation Right | \$ 48.08 | 06/30/2005 | A | 4,055.69 ⁽¹⁾ | 02/04/2005 | 01/01/2012 | Common Stock |
| Stock Appreciation Right | \$ 25.08 | 06/30/2005 | A | 8,086.56 ⁽¹⁾ | 12/31/2005 | 01/01/2013 | Common Stock |
| Stock Appreciation Right | \$ 33.45 | 06/30/2005 | A | 6,062.66 ⁽¹⁾ | 12/31/2005 | 01/01/2013 | Common Stock |
| Stock Appreciation Right | \$ 42.43 | 06/30/2005 | A | 4,780.48 ⁽¹⁾ | 12/31/2005 | 01/01/2013 | Common Stock |
| Stock Appreciation Right | \$ 21.89 | 06/30/2005 | A | 9,261.71 ⁽¹⁾ | 12/31/2005 | 01/01/2013 | Common Stock |
| Stock Appreciation Right | \$ 33.13 | 06/30/2005 | A | 6,338.96 ⁽¹⁾ | 12/31/2006 | 01/01/2014 | Common Stock |
| Stock Appreciation Right | \$ 28.26 | 06/30/2005 | A | 7,430.3 ⁽¹⁾ | 12/31/2006 | 01/01/2014 | Common Stock |
| Stock Appreciation Right | \$ 26.82 | 06/30/2005 | A | 4,473.94 ⁽¹⁾ | 02/04/2005 | 01/01/2010 | Common Stock |
| Stock Appreciation Right | \$ 31.3 | 06/30/2005 | A | 6,709.75 ⁽¹⁾ | 12/31/2006 | 01/01/2014 | Common Stock |
| Stock Appreciation Right | \$ 22 | 06/30/2005 | A | 114,545 ⁽¹⁾ | 12/31/2006 | 01/01/2014 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|----------------------------------------------------------------------------------|---------------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| CLAYTON J KERRY ONE CHASE MANHATTAN PLAZA 41ST FLOOR NEW YORK, NY 10005 | X | | CEO, Director | |

Signatures

Lisa Richter
Attorney-in-Fact

11/18/2005

**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) This award was granted in replacement of appreciation awards previously granted to the Reporting Person, which have been cancelled.

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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