

Darwin Professional Underwriters Inc
Form 4
August 14, 2007

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Asensio Robert John

2. Issuer Name **and** Ticker or Trading
Symbol
Darwin Professional Underwriters
Inc [DR]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
9 FARM SPRINGS ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/10/2007

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
S.V.P. -- Chief Info. Officer

FARMINGTON, CT 06032

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

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

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/10/2007		S	(A) or (D) V Amount Price 9,300 (1) D 22.0232 \$ (1)	96,253	D	
Common Stock	08/13/2007		S	(A) or (D) V Amount Price 7,600 (2) D 22.2327 \$ (2)	88,653	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
number.**

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title or Number of Shares	

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Asensio Robert John 9 FARM SPRINGS ROAD FARMINGTON, CT 06032			S.V.P. -- Chief Info. Officer	

Robert J. Asensio by Timothy J. Curry, attorney
in fact

08/14/2007

**Signature of Reporting Person

Date

* 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) On August 10, 2007, Mr. Asensio sold a total of 9,300 shares of common stock of Darwin Professional Underwriters, Inc. in a series consisting of eight individual transactions, as follows: 300 shares at \$22.30 each; 100 shares at \$22.20 each; 100 shares at 22.16 each; 200 shares at 22.12 each; 400 shares at 22.09; 400 shares at 22.06 each; 600 shares at 22.01 each; and 7,200 shares at 22.00 each. The weighted average price per share for the August 10th sales was \$22.0232.

(2) On August 13, 2007, Mr. Asensio sold a total of 7,600 shares of common stock of Darwin Professional Underwriters, Inc. in a series consisting of seventeen individual transactions, as follows: 300 shares at \$22.45; 200 shares at \$22.37; 500 shares at \$22.05; 2,100 shares at \$22.15; 500 shares at \$22.09; 200 shares at \$22.13; 100 shares at \$21.125; 700 shares at \$22.10; 400 shares @ \$22.07; 100 shares at \$22.06; 500 shares @ \$22.00; 100 shares @ \$22.42; 700 shares at \$22.43; 100 shares @ \$22.69; 100 shares at \$22.68; 698 shares at \$22.54; and 302 shares at \$22.58. The weighted average price per share for the August 23th sales was \$22.2327.

Reporting Owners