

AMERISAFE INC
Form 4/A
November 24, 2015

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 *
Gau Brendan

(Last) (First) (Middle)

2301 HIGHWAY 190 WEST

(Street)

DERIDDER, LA 70634

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AMERISAFE INC [AMSF]

3. Date of Earliest Transaction
(Month/Day/Year)
11/02/2015

4. If Amendment, Date Original
Filed(Month/Day/Year)
11/04/2015

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below)

Exec.VP & Chief Investment Of.

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common stock, par value \$0.01 (1)	11/02/2015		M	5,763	A \$ 15.6	27,119	D
Common stock, par value \$0.01 (1)	11/02/2015		S	5,763	D \$ (2) 54.56	21,356	D
Common stock, par value \$0.01 (1)	11/03/2015		M	2,910	A \$ 15.6	24,266	D

Common stock, par value \$0.01 (1)	11/03/2015	S	2,910	D	\$ 54.03 (3)	21,356	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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to purchase) (1)	\$ 15.6	11/02/2015		M	5,763	08/07/2010 ⁽⁴⁾ 08/07/2019	Common stock, par value \$0.01 per share 5,763
Employee Stock Option (right to purchase) (1)	\$ 15.6	11/03/2015		M	2,910	08/07/2010 ⁽⁴⁾ 08/07/2019	Common stock, par value \$0.01 per share 2,910

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Gau Brendan 2301 HIGHWAY 190 WEST DERIDDER, LA 70634	Exec.VP & Chief Investment Of.

Signatures

/s/ Brendan Gau

11/24/2015

**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) Amendment filed to 1) correct transaction codes and 2) include the correct acquisition price of securities in Table I.

Represents the weighted average selling price of the Issuer's common stock. The range of sales prices were between \$54.50 and \$54.82.

(2) The Reporting Person undertakes, upon request, to provide the SEC, the Issuer and any security holder of the Issuer, full information regarding the number of shares sold at each separate price.

Represents the weighted average selling price of the Issuer's common stock. The range of sales prices were between \$54.00 and \$54.12.

(3) The Reporting Person undertakes, upon request, to provide the SEC, the Issuer and any security holder of the Issuer, full information regarding the number of shares sold at each separate price.

(4) The stock options became exercisable in five equal installments beginning on August 7, 2010, which was the first anniversary of the grant date.

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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