

ALLMERICA FINANCIAL CORP
Form 4
August 26, 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 *
HAASE BONNIE K

2. Issuer Name and Ticker or Trading Symbol
ALLMERICA FINANCIAL CORP
[AFC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
08/25/2005

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Vice President

ALLMERICA FINANCIAL CORP, 440 LINCOLN ST

(Street)

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

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

WORCESTER, MA 01653

(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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Common Stock | 08/25/2005 | | M | | 5,000 | A | \$ 34.93 6,059 | D |
| Common Stock | 08/25/2005 | | S | | 300 | D | \$ 41.74 5,759 | D |
| Common Stock | 08/25/2005 | | S | | 300 | D | \$ 41.8 5,459 | D |
| Common Stock | 08/25/2005 | | S | | 400 | D | \$ 41.801 5,059 | D |
| Common Stock | 08/25/2005 | | S | | 300 | D | \$ 41.804 4,759 | D |

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| | | | | | | | |
|--------------|------------|---|-----|---|-----------|-------|---|
| Common Stock | 08/25/2005 | S | 700 | D | \$ 41.81 | 4,059 | D |
| Common Stock | 08/25/2005 | S | 200 | D | \$ 41.811 | 3,859 | D |
| Common Stock | 08/25/2005 | S | 200 | D | \$ 41.812 | 3,659 | D |
| Common Stock | 08/25/2005 | S | 200 | D | \$ 41.82 | 3,459 | D |
| Common Stock | 08/25/2005 | S | 100 | D | \$ 41.826 | 3,359 | D |
| Common Stock | 08/25/2005 | S | 200 | D | \$ 41.84 | 3,159 | D |
| Common Stock | 08/25/2005 | S | 300 | D | \$ 41.85 | 2,859 | D |
| Common Stock | 08/25/2005 | S | 200 | D | \$ 41.86 | 2,659 | D |
| Common Stock | 08/25/2005 | S | 100 | D | \$ 41.866 | 2,559 | D |
| Common Stock | 08/25/2005 | S | 300 | D | \$ 41.89 | 2,259 | D |
| Common Stock | 08/25/2005 | S | 100 | D | \$ 41.91 | 2,159 | D |
| Common Stock | 08/25/2005 | S | 100 | D | \$ 41.914 | 2,059 | D |
| Common Stock | 08/25/2005 | S | 200 | D | \$ 41.92 | 1,859 | D |
| Common Stock | 08/25/2005 | S | 600 | D | \$ 41.93 | 1,259 | D |
| Common Stock | 08/25/2005 | S | 200 | D | \$ 41.931 | 1,059 | 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.

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(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 | 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Derivative Securities (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|---|

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| Derivative Security | | | | (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|--------------------------------------|----------|------------|--|---|-------|---------------------|--------------------|-----------------|--|
| | | | | Code | V | | | | |
| Stock Option (Right to Buy) | \$ 34.93 | 08/25/2005 | | M | 5,000 | (1) | 04/26/2014 | Common Stock | 5,000 \$ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HAASE BONNIE K ALLMERICA FINANCIAL CORP 440 LINCOLN ST WORCESTER, MA 01653 | | | Vice President | |

Signatures

Charles F. Cronin, pursuant to Confirming
Statement 08/26/2005

__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).

On April 26, 2004, the reporting person was granted 20,000 shares under Issuer's Long-Term Stock Incentive plan, which option (1) exercisable at rate of 25% on April 26, 2005, 25% will become available on April 26, 2006, and 50% will become available on April 26, 2007.

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