

ASSURED GUARANTY LTD
Form DEFA14A
April 28, 2014

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant ☒ x

Filed by a Party other than the Registrant ☐ o

Check the appropriate box:

- ☐ o Preliminary Proxy Statement
- ☐ o Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- ☐ o Definitive Proxy Statement
- ☒ x Definitive Additional Materials
- ☐ o Soliciting Material Pursuant to §240.14a-12

Assured Guaranty Ltd.
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- ☒ x No fee required.
- ☐ o Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 - (1) Title of each class of securities to which transaction applies:
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 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
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Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
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ASSURED GUARANTY LTD.

30 Woodbourne Avenue
Hamilton HM 08 Bermuda
April 28, 2014

Annual General Meeting
May 7, 2014

Supplemental Information Regarding
Proposal No. 2 (Advisory Vote on Executive Compensation)

Assured Guaranty Ltd. (together with its subsidiaries, "Assured Guaranty") is filing the attached additional materials in support of the Board of Directors' recommended vote at our 2014 Annual General Meeting.

Important Notice Regarding the Availability of Proxy Materials for the Shareholder Meeting to Be Held on
Wednesday, May 7, 2014

This supplemental information, as well as our proxy statement for the 2014 Annual General Meeting, form of proxy card and 2013 Annual Report, is available at www.assuredguaranty.com/annualmeeting and at www.proxyvote.com.

Important Information Regarding Voting

If you have already voted on Proposal No. 2, or any other proposal described in our 2014 proxy statement, and you wish to change your vote, you may do so by:

- ✎ Sending in another signed proxy with a later date or resubmitting your vote by telephone or the Internet
- ✎ Sending a letter revoking your proxy to our Secretary at 30 Woodbourne Avenue, Hamilton HM 08, Bermuda or
- ♣ Attending the Annual General Meeting and voting in person.

If you wish to revoke your proxy, you must do so in sufficient time to permit the necessary examination and tabulation of the subsequent proxy or revocation before the vote is taken.

We appreciate your time and consideration on these matters and ask for your support of the Board's recommendations. If you have any questions, please feel free to contact James M. Michener, our General Counsel, at (441) 279-5702.

