

Richmond Hill Investment Co., LP
 Form 4
 June 07, 2018

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Richmond Hill Investment Co., LP

2. Issuer Name and Ticker or Trading Symbol
 Global Indemnity Ltd [GBLI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 375 HUDSON STREET, 12TH FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
 06/05/2018

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

(Street)
 NEW YORK, NY 10014

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
X 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | Code V Amount (D) Price | | | |
| CLASS A ORDINARY SHARES | 06/05/2018 | | S | 17 D \$ 40 | 1,017,186 ⁽¹⁾ | I | (I) ⁽²⁾ |
| CLASS A ORDINARY SHARES | 06/06/2018 | | S | 1,300 D 40.23 ⁽³⁾ | 1,015,886 ⁽¹⁾ | I | (I) ⁽²⁾ |

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

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SEC 1474 (9-02)

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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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V | (A) | (D) |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Richmond Hill Investment Co., LP
375 HUDSON STREET
12TH FLOOR
NEW YORK, NY 10014

Richmond Hill Capital Management, LLC
375 HUDSON STREET
12TH FLOOR
NEW YORK, NY 10014

Taylor Ryan P.
375 HUDSON STREET
12TH FLOOR
NEW YORK, NY 10014

Signatures

/s/ Ryan P. Taylor 06/07/2018
**Signature of Reporting Person Date

/s/ Ryan P. Taylor on behalf of Richmond Hill Capital Management, LLC 06/07/2018
**Signature of Reporting Person Date

/s/ Ryan P. Taylor 06/07/2018
**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).

The filing of this Form 4 shall not be construed as an admission that Richmond Hill Investment Co., LP (Richmond Hill), Richmond Hill Capital Management, LLC (the Manager GP) or Ryan P. Taylor, the principal of Richmond Hill, is or was for the purposes of Section 16(a) of the Securities Exchange Act of 1934, as amended, or otherwise the beneficial owner of any of the Class A Ordinary Shares (the Common Stock), of Global Indemnity LTD Cayman (the Issuer) purchased by a certain private investment fund advised by Richmond Hill (the Fund). Pursuant to Rule 16a-1, each of Richmond Hill, the Manager GP and Mr. Taylor disclaim such beneficial ownership.

(1) Richmond Hill holds indirectly the shares of Common Stock of the Issuer through the Fund, for which Richmond Hill is the Investment Manager. The Manager GP serves as the general partner of Richmond Hill. Ryan P. Taylor reports the Common Stock held indirectly by Richmond Hill and the Manager GP because, as the principal of Richmond Hill at the time of purchase, he controlled the disposition and voting of the securities.

(2) The sale price represents a weighted average of the sale price for multiple transactions on the same trading day. The range of sale prices was \$40.11 to \$40.60. The Reporting Persons will provide upon request by the Commission staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

Remarks:

Reporting Person: Richmond Hill Investment Co., LP

Address: 375 Hudson Street, 12th Fl., New York, NY 10014

Designated Filer: Richmond Hill Investment Co., LP

Issuer and Symbol: Global Indty LTD Cayman (GBLI)

Date of Event: 06/05/2018

Requiring Statement:

Signature: /s/ Ryan P. Taylor

Ryan P. Taylor, Member of Richmond Hill Capital Management, LLC, its general partner

Reporting Person: Richmond Hill Capital Management, LLC

Address: 375 Hudson Street, 12th Fl., New York, NY 10014

Designated Filer: Richmond Hill Investment Co., LP

Issuer and Symbol: Global Indty LTD Cayman (GBLI)

Date of Event: 06/05/2018

Requiring Statement:

Signature: /s/ Ryan P. Taylor

Ryan P. Taylor, Member

Reporting Person: Ryan P. Taylor

Address: 375 Hudson St, 12th Fl., New York, NY 10014

Designated Filer: Richmond Hill Investment Co., LP

Issuer and Symbol: Global Indty LTD Cayman (GBLI)

Date of Event: 06/05/2018

Requiring Statement:

Signature: /s/ Ryan P. Taylor

Ryan P. Taylor

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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