

Enstar Group LTD
Form 4/A
April 29, 2016

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 *
Packer Nicholas Andrew

(Last) (First) (Middle)

P.O. BOX HM 2267, WINDSOR
PLACE,, 3RD FLOOR, 22 QUEEN
STREET

(Street)

HAMILTON, D0 HM JX

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Enstar Group LTD [ESGR]

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

01/02/2014

4. If Amendment, Date Original
Filed(Month/Day/Year)
01/02/2016

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Executive Vice President

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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount (A) or (D)	Price				
Ordinary Shares	01/02/2014		S ⁽¹⁾		2,600 ⁽²⁾	D	\$ 137.8077 ⁽³⁾	350,375	I	By Hove Investments Holding Ltd. ⁽⁴⁾
Ordinary Shares	01/02/2014		S ⁽¹⁾		800 ⁽²⁾	D	\$ 137.0791 ⁽⁵⁾	349,575	I	By Hove Investments Holding Ltd. ⁽⁴⁾

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

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Packer Nicholas Andrew
P.O. BOX HM 2267, WINDSOR PLACE,
3RD FLOOR, 22 QUEEN STREET
HAMILTON, D0 HM JX

Executive Vice President

Signatures

/s/ Audrey B. Taranto by power of
attorney

04/29/2016

__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) Effected pursuant to a Rule 10b5-1(c) sales plan adopted by Hove Investments Holdings Ltd. on November 12, 2013 and modified on November 27, 2013.

(2) Amendment required to correct prior amounts reported due to discovery of an administrative error by a third party. The error resulted in the erroneous report of the disposition of an additional 100 ordinary shares on Mr. Packer's Form 4 filed January 2, 2014 (the "Original Form 4"), which resulted in the omission of 100 beneficially owned ordinary shares on Forms 4 filed subsequent to the Original Form 4.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$137.65 to \$137.97, inclusive.

(4)

Edgar Filing: Enstar Group LTD - Form 4/A

Hove Investments Holding Ltd. is owned by the Hove Trust. The trustee of the Hove Trust is R&H Trust Co. (BVI) Limited. The reporting person and his immediate family are the sole beneficiaries of the Hove Trust.

- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$136.52 to \$137.41, inclusive.

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.