

OXBRIDGE RE HOLDINGS Ltd

Form 4/A

June 13, 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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Madhu Sanjay

(Last) (First) (Middle)

STRATHVALE HOUSE, 2ND
FLOOR, 90 NORTH CHURCH
STREET, P.O. BOX 469

(Street)

GRAND CAYMAN, E9 KY1-9006

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
OXBRIDGE RE HOLDINGS Ltd
[OXBR]

3. Date of Earliest Transaction
(Month/Day/Year)
06/06/2016

4. If Amendment, Date Original
Filed(Month/Day/Year)
06/08/2016

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below) CEO, President

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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)
				(A) or (D)			
			Code	V	Amount		Price
Ordinary Shares	06/06/2016		P		2,000	A	\$ 5.17
					85,231 ⁽¹⁾	I	
Ordinary Shares					40,000 ⁽³⁾	D	

See
Footnote
(2)

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

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information contained in this form are not
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SEC 1474
(9-02)

number.

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. Pri Deriv Secu (Instr			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrants	\$ 7.5					(4)		05/31/2018		Ordinary Shares	105,000
Warrants	\$ 7.5					(4)		03/31/2019		Ordinary Shares	98,768
Share Options (right to buy)	\$ 6					(5)		01/23/2025		Ordinary Shares	120,000
Share Options (right to buy)	\$ 6					(5)		01/16/2026		Ordinary Shares	25,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Madhu Sanjay STRATHVALE HOUSE, 2ND FLOOR 90 NORTH CHURCH STREET, P.O. BOX 469 GRAND CAYMAN, E9 KY1-9006	X		CEO, President	

Signatures

/s/ Curt P. Creely, Attorney-in-Fact for Sanjay
Madhu

06/13/2016

**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) This amended Form 4 is being filed to restate the Form 4 filed on June 8, 2016 to include all holdings and to correct the total number of ordinary shares held by Universal Finance and Investments, L.C. following the reported transaction.

Shares indirectly held in the name of Universal Finance and Investments, L.C. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of the reporting person's pecuniary interest in such securities.

(3) Includes restricted shares granted January 23, 2015 that vest in increments of 6.25% each on a quarterly basis over a four-year period, commencing on the date granted, and continuing on April 1st, July 1st, October 1st and January 1st of each calendar year through to December 31, 2018.

(4) Immediately exercisable.

(5) These share options vest in increments of 6.25% each on a quarterly basis over a four-year period, commencing on the date granted, and continuing on April 1st, July 1st, October 1st and January 1st of each calendar year through to December 31, 2018.

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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