

MARTIN ALLAN S.
Form 4
February 19, 2019

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 *
MARTIN ALLAN S.

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
501 E. KENNEDY BLVD. SUITE
801

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/04/2019

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

TAMPA, FL 33602

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

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Ordinary Shares | 01/07/2019 | | P | 1,400 (1) A \$ 0.82 | 164,400 (1) | D | |
| Ordinary Shares | 01/09/2019 | | P | 32,877 (1) A \$ 0.9648 | 197,277 (1) | D | |
| Ordinary Shares | 01/15/2019 | | P | 80 (1) A \$ 1 | 197,357 (1) | D | |
| Ordinary Shares | 01/22/2019 | | P | 10,104 (1) A \$ 0.93 | 207,461 (1) | D | |
| Ordinary Shares | 01/24/2019 | | P | 18,300 (1) A \$ 0.9898 | 225,761 (1) | D | |

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| | | | | | | | |
|-----------------|------------|---|-------------------|---|-----------|--------------------|---|
| Ordinary Shares | 01/25/2019 | P | 600 <u>(1)</u> | A | \$ 1 | 226,361 <u>(1)</u> | D |
| Ordinary Shares | 01/31/2019 | P | 1,498 <u>(1)</u> | A | \$ 0.9787 | 227,859 <u>(1)</u> | D |
| Ordinary Shares | 02/04/2019 | P | 1,000 <u>(1)</u> | A | \$ 1 | 228,859 <u>(1)</u> | D |
| Ordinary Shares | 02/05/2019 | P | 242 <u>(1)</u> | A | \$ 1 | 229,101 <u>(1)</u> | D |
| Ordinary Shares | 02/07/2019 | P | 300 <u>(1)</u> | A | \$ 1 | 229,401 <u>(1)</u> | D |
| Ordinary Shares | 02/12/2019 | P | 720 <u>(1)</u> | A | \$ 0.965 | 230,121 <u>(1)</u> | D |
| Ordinary Shares | 02/13/2019 | P | 2,400 <u>(1)</u> | A | \$ 0.9946 | 232,521 <u>(1)</u> | D |
| Ordinary Shares | 02/14/2019 | P | 300 <u>(1)</u> | A | \$ 0.99 | 232,821 <u>(1)</u> | D |
| Ordinary Shares | 01/04/2019 | P | 24,650 <u>(2)</u> | A | \$ 0.6967 | 24,650 <u>(2)</u> | D |
| Ordinary Shares | 01/07/2019 | P | 250 <u>(2)</u> | A | \$ 7,908 | 24,900 <u>(2)</u> | D |
| Ordinary Shares | 01/08/2019 | P | 897 <u>(2)</u> | A | \$ 0.8 | 25,797 <u>(2)</u> | D |
| Ordinary Shares | 01/09/2019 | P | 1,300 <u>(2)</u> | A | \$ 1 | 27,097 <u>(2)</u> | D |
| Ordinary Shares | 01/22/2019 | P | 2,355 <u>(2)</u> | A | \$ 0.9163 | 29,452 <u>(2)</u> | D |
| Ordinary Shares | 01/23/2019 | P | 2,635 <u>(2)</u> | A | \$ 0.9896 | 32,087 <u>(2)</u> | D |
| Ordinary Shares | 01/24/2019 | P | 1,833 <u>(2)</u> | A | \$ 0.9691 | 33,920 <u>(2)</u> | D |
| Ordinary Shares | 01/31/2019 | P | 9,392 <u>(2)</u> | A | \$ 0.991 | 43,312 <u>(2)</u> | D |
| Ordinary Shares | 02/04/2019 | P | 6,700 <u>(2)</u> | A | \$ 1 | 50,012 <u>(2)</u> | D |
| Ordinary Shares | 02/05/2019 | P | 94 <u>(2)</u> | A | \$ 1 | 50,106 <u>(2)</u> | D |
| Ordinary Shares | 02/06/2019 | P | 200 <u>(2)</u> | A | \$ 1 | 50,306 <u>(2)</u> | D |
| Ordinary Shares | 02/12/2019 | P | 592 <u>(2)</u> | A | \$ 0.9657 | 50,898 <u>(2)</u> | D |
| | 02/13/2019 | P | 200 <u>(2)</u> | A | \$ 0.95 | 51,098 <u>(2)</u> | D |

Ordinary
Shares

Ordinary
Shares

83,000 ⁽³⁾ I

See
Footnote
(3)

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

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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 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. Pr Deri Secur (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-----------------------------------|----------------------------|------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Warrants to Purchase Ordinary Shares | \$ 7.5 | 01/04/2019 | | P | 71,000 | <u>(4)</u> | <u>(4)</u> | Ordinary Shares | 71,000 | \$ 0 |
| Warrants to Purchase Ordinary Shares | \$ 7.5 | 01/08/2019 | | P | 2,400 | <u>(4)</u> | <u>(4)</u> | Ordinary Shares | 2,400 | \$ 0 |
| Warrants to Purchase Ordinary Shares | \$ 7.5 | 01/16/2019 | | P | 3,200 | <u>(4)</u> | <u>(4)</u> | Ordinary Shares | 3,200 | \$ 0 |
| Warrants to Purchase Ordinary Shares | \$ 7.5 | 01/23/2019 | | P | 3,000 | <u>(4)</u> | <u>(4)</u> | Ordinary Shares | 3,000 | \$ 0 |
| Warrants to Purchase Ordinary Shares | \$ 7.5 | 01/24/2019 | | P | 3,700 | <u>(4)</u> | <u>(4)</u> | Ordinary Shares | 3,700 | \$ 0 |

Purchase
Ordinary
Shares

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MARTIN ALLAN S. 501 E. KENNEDY BLVD. SUITE 801 TAMPA, FL 33602 | | X | | |

Signatures

/s/ Julio Esquivel, as Attorney-in-Fact for Allan Martin 02/19/2019

__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) Ordinary shares held by Allan Martin and his wife, Marie Martin, jointly.
- (2) Ordinary shares held by the Allan S Martin Trust dated January 3, 2005, for which Mr. Martin is trustee.
- (3) Ordinary shares held by Fleur de Lis Partners, LLLP. As the general partner of Fleur de Lis Partners, LLLP, Mr. Martin has voting and investment power over the ordinary shares held by that entity.
- (4) Ordinary shares issuable upon the exercise of warrants held by the Allan S Martin Trust dated January 3, 2005 for which Mr. Martin is trustee. The Warrants are currently exercisable and expire on March 26, 2024.

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.