

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

OXBRIDGE RE HOLDINGS Ltd

Form: 4

Date Filed: 2019-10-08

Corporate Issuer CIK: 1584831

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person Madhu Sanjay		2. Issuer Name and Ticker or Trading Symbol OXBRIDGE RE HOLDINGS Ltd [OXBR]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CEO, President	
(Last) (First) (Middle) STRATHVALE HOUSE, 2ND FLOOR, 90 NORTH CHURCH STREET, P.O. BOX 469		3. Date of Earliest Transaction (Month/Day/Year) 03/16/2019			
(Street) GRAND CAYMAN, E9 KY1-9006		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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							115,231	I	See Footnote (1)	
Ordinary Shares							40,000	D		

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. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Share Options (right to buy)	\$ 2	03/16/2019		A	(2)	200,000		(3)	03/16/2029	Ordinary Shares	200,000	\$ 0	200,000	D	
Share Options (right to buy)	\$ 6.06							(3)	01/20/2027	Ordinary Shares	25,000		25,000	D	
Share Options (right to buy)	\$ 6							(3)	01/23/2025	Ordinary Shares	120,000		120,000	D	
Share Options (right to buy)	\$ 6							(3)	01/16/2026	Ordinary Shares	25,000		25,000	D	
Warrants	\$ 7.50							(4)	05/31/2018	Ordinary Shares	105,000		105,000	I	See Footnote (1)
Warrants	\$ 7.50							(4)	03/31/2019	Ordinary Shares	98,768		98,768	I	See Footnote (1)

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	10/08/2019
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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).
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.
- (1) This option grant was previously reported on a Form 8-K filed by the issuer on March 21, 2019.
- (3) These share options vest in increments of 6.25% each on a quarterly basis, commencing on the date granted, and continuing on April 1st, July 1st, October 1st and January 1st of each calendar year, over a four-year period.
- (4) Immediately exercisable.

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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