FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington	DC	20549

STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP

	OMB APPRO	VAL						
	OMB Number:	3235-0287						
	Estimated average burden							
-	hours per response:	0.5						

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

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

	nd Address of BELL RO	Reporting Person*						er or Trading S				ck all applica	ıble)	erson(s) to Issu	
			3. Date of Earliest Transaction (Month/Day/Year) 04/01/2024							Officer (below)	give title	Other (s below)	pecify		
565 FIFTH AVENUE			4	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) NEW YO	ORK N	Y	10017								X		•	eporting Persor han One Repor	
(City)	(S	tate)	(Zip)	F	Rule 10b5-1(c) Transaction Indication										
Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.						that is intended to	satisfy								
		Ta	able I - Non-	Derivat	ive S	ecurities	Acc	quired, Dis	sposed of	f, or Ben	eficially	Owned			
Date		2. Transacti Date Month/Day	Execution Date,		Date,	3. Transaction Code (Instr. 3, 4 Disposed Of (D) (Instr. 3, 4 P) (1) (1)				5. Amount Securities Beneficial Owned Fo	Form: (D) or	orm: Direct D) or Indirect) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
						Code V	Amount	(A) or (D)	Price	Reported Transactio (Instr. 3 an			(Instr. 4)		
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)	Conversion Date Execu or Exercise (Month/Day/Year) if any		3A. Deemed Execution Date, if any (Month/Day/Yea	Code (Instr.				Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	Ownership Form: 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		(Instr. 4)	,	
Restricted Share Unit	(1)	04/01/2024		A		652.486 ⁽²⁾		(1)	(1)	Ordinary Shares	652.486	\$0	652.486	D	
Share Unit	(3)	04/01/2024		A		198.193 ⁽⁴⁾		(3)	(3)	Ordinary Shares	198.193	\$306.52	26,189.813	(5) D	

Explanation of Responses:

- 1. Each Restricted Share Unit is granted pursuant to the Plan and is the economic equivalent of one ordinary share. The Restricted Share Units vest on April 1, 2025. Vested units become payable in ordinary shares (with any fractional shares paid in cash) upon the Reporting Person's termination of service as a member of the Board of Directors of Enstar Group Limited.
- 2. Restricted Share Units granted as a result of the Reporting Person's election, pursuant to the Plan, to defer the annual director retainer that would otherwise have been paid in restricted ordinary share
- 3. Each Share Unit is granted pursuant to the Enstar Group Limited Deferred Compensation and Ordinary Share Plan for Non-Employee Directors (the "Plan"). Pursuant to the Plan, each Share Unit is the economic equivalent of one ordinary share. The Share Units become payable in ordinary shares (with any fractional shares paid in cash) upon the Reporting Person's termination of service as a member of the Board of Directors of Enstar Group Limited.
- 4. Share Units granted as a result of the Reporting Person's election, pursuant to the Plan, to defer quarterly cash director fees
- 5. Includes 753.498 Share Units that vested on April 3, 2024.

Remarks:

/s/ Audrey B. Taranto by power of attorney

04/03/2024

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.