Section obligation l. Name and Carey Ji (Last) C/O STO 20 HORS (Street) GREENW (City)	16. Form 4 or ons may contin on 1(b). d Address of <u>ames D</u> (Fi NE POINT ENECK L2 VICH CC (S	ue. See Reporting Person* irst) CAPITAL LLC ANE	(Middle) 2 06830-6327 (Zip) able I - Non-	Filed p	2. Issue Ensta 3. Date 07/01/.	e CHAN at to Section stion 30(h) of ar Name and ar Group of Earliest T 2020	GE 16(a) the I Ticke LTI	gton, D.C. 201 S IN BE of the Securi nvestment Cc er or Trading § D [ESGR Action (Month/ Original Filec	NEFICI/ ties Exchang mpany Act c Symbol] Day/Year)	je Act of 193	4 5. R (Che	elationship of cck all applicz X Director Officer (below)	OMB Estim hours Reporting able)	number ated ave per resp g Persc	erage burde ponse:	3235-0287 n 0.5 uer				
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Carey Ja (Last) C/O STO 20 HORS (Street) GREENW (City)	ames D (Fi NE POINT ENECK LA VICH C (S	irst) CAPITAL LLC ANE Γ tate) Τ ε	06830-6327 (Zip) able I - Non-	2	Ensta 3. Date 07/01/. 4. If Am	of Earliest T	LT] ransa	D [ESGR	Day/Year)	/Year)	(Che	eck all applica Director Officer (below)	able) give title		10% O Other (wner				
(Last) C/O STO: 20 HORS (Street) GREENV (City)	(Fi NE POINT ENECK LA VICH C' (S	CAPITAL LLC ANE T tate)	06830-6327 (Zip) able I - Non-	4	3. Date)7/01/. 4. If Am	of Earliest T 2020	ransa	action (Month/	Day/Year)	/Year)		Officer (below)	give title	Filing	Other (
C/O STO 20 HORS (Street) GREENV (City)	NE POINT ENECK LA VICH C' (S	CAPITAL LLC ANE T tate)	06830-6327 (Zip) able I - Non-	·Derivat	07/01/. 4. If Am	2020		,	, ,	/Year)	6. In	below)		Filing		specity				
20 HORS (Street) GREENW (City)	ENECK LA	ANE Г tate) T a	06830-6327 (Zip) able I - Non-	.Derivat	4. If Am		ate of	Original Filed	I (Month/Day	/Year)	6. In	dividual or lo		Filing						
(Street) GREENW (City)	VICH C	Г tate) Та	(Zip) able I - Non-	Derivat		endment, Da	ate of	Original Filed	l (Month/Day	/Year)	6. In	dividual or 1a		Eiling (
GREENW (City)	(S	tate) Ta	(Zip) able I - Non-		tive S										6. Individual or Joint/Group Filing (Check Applicable Line)					
		Ta	able I - Non-		tive S								Form filed by One Reporting Person X Form filed by More than One Reporting Person							
1. Title of S	ecurity (Inst		2		ive S															
1. Title of S	ecurity (Inst	r. 3)	[2. Transact		ecurities	Aco	quired, Dis	sposed of	f, or Ben	eficially	Owned								
		1. Title of Security (Instr. 3) Date (Month/Day/Year)					2A. Deemed Execution Date, if any (Month/Day/Year)			rities Acquired (A) ed Of (D) (Instr. 3, 4		Beneficial Owned Fo	ly	Form:	nership Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership				
								Code V	Amount	nount (A) or F		Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)				
			Table II - D					uired, Disp				Owned			I					
Derivative Security (Instr. 3)	or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transa Code	action	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 of Securitie Underlying Derivative	Amount s Security	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially	ve es	Ownershi Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownershi t (Instr. 4)				
	Derivative Security									(Instr. 3 an			Owned Followin Reported Transact	d tion(s)						
					v			Date	Expiration		Amount or Number		(Instr. 4)							
Share Unit	(1)	07/01/2020		Code		(A) 153.303 ⁽³⁾	(D)	Exercisable (1)	(1)	Ordinary	of Shares	\$151.66	5,882.	984	D ⁽²⁾	-				
1 Name and	d Address of	Reporting Person*				1				Shares										
Carey Ja																				
(Last)		(First)	(Middle)																	
		CAPITAL LLC	2																	
20 HORS	ENECK L	ANE																		
(Street) GREENWICH CT 0683(06830-	6327																
(City)		(State)	(Zip)																	
		Reporting Person [*]																		
(Last) (First) (Middle)																				
	ENECK LA	. ,	(2.lo)																	
(Street) GREENV	VICH	СТ	06830-																	
(City)		(State)	(Zip)																	

1. 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 Mr. Carey's termination of service as a member of the Board of Directors of Enstar Group Limited.

2. These Share Units and Restricted Share Units granted to Mr. Carey are held by him solely for the benefit of Stone Point Capital LLC ("Stone Point"), of which Mr. Carey is a senior principal. Mr. Carey disclaims beneficial ownership of these Share Units, except to the extent of his pecuniary interest therein, if any. Stone Point may be deemed an indirect beneficial owner of these Share Units.

3. Share Units granted as a result of the Reporting Person's election, pursuant to the Plan, to defer quarterly cash director fees.

Remarks:

/s/ Audrey B. Taranto by power 07/02/2020 of attorney

** 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.