SEC Form 4

FORM 4

Check this box if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287
Estimated average b	urden
hours per response:	0.5

	Tak	ole I - Non-Deriva	tive Securities Acquired, Disposed of, or Benef	ficially Owned			
(City)	(State)	(Zip)		Person			
(Street) HAMILTON	D0	HM 11	4. If Amendment, Date of Original Filed (Month/Day/Year)		nt/Group Filing (Cr d by One Reporting d by More than On	g Person	
	ACE, 3RD FLOO	R					
(Last) C/O 22 QUEEN	(First) I STREET	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/17/2021	below) below) General Counsel			
1. Name and Addre <u>Taranto Audr</u>	ess of Reporting Pers	on*	2. Issuer Name and Ticker or Trading Symbol <u>Enstar Group LTD</u> [ESGR]	5. Relationship of I (Check all applicat Director X Officer (g	ble) 1 ive title C	.0% Owner Other (specif	
to Section 16. Fe obligations may Instruction 1(b).	continue. See	Filed	pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940		Estimated averag hours per respons		0.5

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Ordinary Shares	11/17/2021		F		35	D	\$233.26	7 ,9 63 ⁽¹⁾	D	

								<u> </u>							
	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)				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) (Instr. 4)	10. 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				

Explanation of Responses:

. 1. Includes 376 RSUs that vest in two equal annual installments beginning on March 20, 2022; 387 RSUs that vest in three equal annual installments beginning on March 30, 2022; and 3,042 RSUs that vest on October 1, 2023.

Remarks:

/s/ Audrey B.	<u>Taranto</u>
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** Signature of Reporting Person Date

11/19/2021

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

 \ast 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.