Global Indemnity plc Form 4 June 13, 2014

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

3235-0287 Number: January 31,

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Check this box

Form 5 obligations may continue. See Instruction

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(b).

(Last)

(City)

1. Name and Address of Reporting Person \* Scott Matthew B

> (First) (Middle)

> > (Zip)

C/O GLOBAL INDEMNITY GROUP, INC., 3 BALA PLAZA EAST, SUITE 300

(Street)

2. Issuer Name and Ticker or Trading Symbol

Global Indemnity plc [GBLI]

3. Date of Earliest Transaction (Month/Day/Year) 06/12/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner X\_ Officer (give title \_X\_ Other (specify below) below)

Chief Marketing Officer / Global Indemnity

Group

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

BALA CYNWYD, PA 19004

(State)

	Table 1 - Non-Delivative Securities F						quired, Disposed of, of Beneficially Owned					
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of			
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Disposed of			Securities	Form: Direct	Indirect			
(Instr. 3)		any	Code	(D)			Beneficially	(D) or	7. Nature of			
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)			Owned	Indirect (I)	Ownership			
				(4)		Following	(Instr. 4)	(Instr. 4)				
						Reported						
					(A)		Transaction(s)					
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)					
Class A				<b>5</b> 0 <b>2</b> 0		Φ.						
Ordinary Shares	06/12/2014		A	5,928 (1)	A	\$ 25.3	24,975	D				

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
									Amount		
						Date Exercisable	Expiration Date	Title Nu	or		
									Number		
									of		
				Code V	(A) (D)				Shares		

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Scott Matthew B

C/O GLOBAL INDEMNITY GROUP,
INC.
Chief Marketing
Global Indemnity

3 BALA PLAZA EAST, SUITE 300 Officer Group

## **Signatures**

BALA CYNWYD, PA 19004

/s/Linda Hohn Attorney-in-fact 06/13/2014

\*\*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).

Represents restricted A ordinary shares approved by a committee of Global Indemnity's board of directors, subject to (i) shareholder approval of the share incentive plan under which the shares were granted and (ii) the filing of an S-8 registration statement with respect to such plan. Shareholders approved the plan on June 11, 2014 and the S-8 was filed on June 12, 2014. The shares vest as follows: 50% of the shares vest pro ratably over three years on January 1, 2015, January 1, 2016 and January 1, 2017. 50% of the shares vest after a re-measurement of the 2013 GAAP accident year combined ratio, excluding corporate expenses, three years after the grant. The shares vest if the re-measured GAAP accident year combined ratio is not greater than the original 2013 GAAP accident year combined ratio.

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.

Reporting Owners 2