OXBRIDGE RE HOLDINGS Ltd
Form 5/A
June 13, 2016

FORM 5

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).
Form 3 Holdings Reported
Form 4 Transactions Reported

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

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

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)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/11/2015

__X__ Director _____ 10% Owner
__X__ Officer (give title _____ Other (specify below) below)
CEO, President

STRATHVALE HOUSE, 2ND FLOOR,Â 90 NORTH CHURCH STREET, P.O. BOX 469

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
02/16/2016

6. Individual or Joint/Group Reporting (check applicable line)

GRAND CAYMAN,Â E9Â KY1-9006

_X_ Form Filed by One Reporting Person
___ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Ordinary Shares	01/23/2015(1)	Â	A4(2)	40,000	A	$ 0	40,000	D	Â
Ordinary Shares	12/11/2015	Â	J(3)	15,235	D (3)	$ 0 (3)	0	I	See Footnote (4)
Ordinary Shares	12/11/2015	Â	J(3)	15,231	A (3)	$ 0 (3)	83,231 (1)	I	See Footnote

<u>(5)</u>

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

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(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 Am Underlying Sec (Instr. 3 and 4)
							Date Exercisable	Expiration Date	Title
					(A)	(D)			
Share Options (right to buy)	$ 6	01/23/2015<u>(1)</u>	Â	A4	120,000	Â	Â <u>(6)</u>	01/23/2025	Ordinary Shares
Warrants	$ 7.5	12/11/2015	Â	J	Â	28,778	Â <u>(7)</u>	03/31/2019	Ordinary Shares
Warrants	$ 7.5	12/11/2015	Â	J	28,768	Â	Â <u>(7)</u>	03/31/2019	Ordinary Shares
Share Options (right to buy)	$ 6	01/16/2016<u>(1)</u>	Â	A4	25,000	Â	Â <u>(6)</u>	01/16/2026	Ordinary Shares
Warrants	$ 7.5	Â	Â	Â	Â	Â	Â <u>(7)</u>	05/31/2018	Ordinary Shares

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,Â E9Â KY1-9006	Â X	Â	Â CEO, President	Â

Signatures

/s/ Curt P. Creely, Attorney-in-Fact for Sanjay
Madhu

06/13/2016

<u>**</u>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).

(1)   This amended Form 4 is being filed to include transactions not yet reported and to correct the total number of ordinary shares and warrants held by Universal Finance and Investments, L.C.

(2)   Restricted shares granted January 23, 2015 vest in increments of 6.25% each on a quarterly basis over a four-year period, commencing on the date granted, and continuing on April 1st, July 1st, October 1st and January 1st of each calendar year through to December 31, 2018.

(3)   This transaction represents a change in the form of beneficial ownership as a result of a pro rata distribution of the ordinary shares and warrants held by Moksha Capital Partners Re (M) Ltd. to its beneficial owners.

(4)   Shares were held in the name of Moksha Capital Partners Re (M) Ltd.

(5)   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.

(6)   These share options vest in increments of 6.25% each on a quarterly basis over a four-year period, commencing on the date granted, and continuing on April 1st, July 1st, October 1st and January 1st of each calendar year through to December 31, 2018.

(7)   Immediately exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.