

Enstar Group LTD  
Form 8-K  
December 06, 2018  
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934  
Date of report (Date of earliest event reported): November 29, 2018

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Enstar Group Limited  
(Exact name of registrant as specified in its charter)

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|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| Bermuda   | 001-33289                   | N/A                                  |
| (State or other jurisdiction<br>of incorporation)   | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |
| P.O. Box HM 2267, Windsor Place, 3 <sup>rd</sup> Floor<br>22 Queen Street, Hamilton HM JX Bermuda |                             | N/A                                  |
| (Address of principal executive offices)  |                             | (Zip Code)                           |
| Registrant's telephone number, including area code: (441) 292-3645                                |                             |                                      |

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging Growth Company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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Item 8.01. Other Events.

On November 29, 2018, Enstar completed the previously announced transaction to invest an aggregate of \$200 million in Evergreen Parent L.P. ("Evergreen"), an entity formed by private equity funds managed by Stone Point Capital LLC and the Karfunkel-Zyskind Family. Following the receipt of all regulatory approvals, Evergreen completed the acquisition on November 29, 2018 of the approximately 45% of the issued and outstanding shares of common stock of AmTrust Financial Services, Inc. ("AmTrust") that the Karfunkel-Zyskind Family and certain of its affiliates and related parties did not previously own or control. Following the closings, Enstar subsidiaries collectively own approximately 7.4% of the capital units of Evergreen, and AmTrust is a wholly-owned subsidiary of Evergreen.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ENSTAR GROUP  
LIMITED**

Date: December 6, 2018 By: /s/ Guy Bowker  
Guy Bowker  
Chief Financial Officer