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O'BRIEN PATRICK

Form 3

January 11, 2018

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number:

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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

(Print or Type Responses)

1. Name and Address of Reporting Person * **O'BRIEN PATRICK**

(Last) (First) (Middle)

C/O GREENLIGHT CAPITAL RE, LTD, 65 MARKET ST, SUITE 1207, CAMANA BAY

(Street)

(State)

GEORGE TOWN, E9Â KY11205

1. Title of Security (Instr. 4)

(City)

Statement (Month/Day/Year)

12/31/2017

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

GREENLIGHT CAPITAL RE, LTD. [GLRE]

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

Director 10% Owner Officer __X__ Other

(give title below) (specify below) SEE REMARKS

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

4. Nature of Indirect Beneficial

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership Form:

Ownership (Instr. 5)

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Direct (D) or Indirect (I)

(Instr. 5)

D

CLASS A ORDINARY SHARES 4,976 (1)

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

(Zip)

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currently valid OMB control number.

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

Expiration Date (Month/Day/Year)

2. Date Exercisable and 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership

or Exercise (Instr. 5)

Price of Derivative Security:

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Date Expiration Title Amount or Security Direct (D)

Exercisable Date Number of or Indirect

Shares (I)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

O'BRIEN PATRICK

C/O GREENLIGHT CAPITAL RE, LTD

65 MARKET ST, SUITE 1207, CAMANA BAY

GEORGE TOWN, E9Â KY11205

Signatures

/s/ Tim Courtis, as attorney-in-fact 01/11/2018

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 stock units ("RSU") granted pursuant to the Greenlight Capital Re, Ltd. Amended and Restated 2004 Stock

Incentive Plan. RSUs do not have rights to dividends or voting rights. Each RSU cliff vests after three years from the date of grant subject to the Reporting Person's continued service. On the vesting date, each RSU automatically converts into one Class A ordinary share of the Issuer.

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Remarks:

a) The Reporting Person is the Chief Executive Officer of Greenlight Reinsurance Ireland, DAC, aÂ

b) Ex. 24 Power of Attorney

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.

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