

Third Point Reinsurance Ltd.
Form 4
September 15, 2016

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Urban Anthony

(Last) (First) (Middle)

POINT HOUSE, 3 WATERLOO LANE

(Street)

PEMBROKE, D0 HM 08

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Third Point Reinsurance Ltd. [TPRE]

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

09/13/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

CUO, Third Point Re USA Ltd.

6. Individual or Joint/Group Filing(Check Applicable Line)

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

| 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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Shares | 09/13/2016 | | M | | 95,000 A \$ 10 | 205,975 ⁽¹⁾ | D |
| Common Shares | 09/13/2016 | | S | | 95,000 D \$ 12.4 ⁽²⁾ | 110,975 ⁽¹⁾ | D |
| Common Shares | 09/14/2016 | | M | | 58,662 A \$ 10 | 169,637 ⁽¹⁾ | D |
| Common Shares | 09/14/2016 | | S | | 58,662 D \$ 12.39 ⁽³⁾ | 110,975 ⁽¹⁾ | D |
| Common Shares | 09/15/2016 | | M | | 71,338 A \$ 10 | 182,313 ⁽¹⁾ | D |

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Common Shares 09/15/2016 S 71,338 D 12.28 110,975 ⁽¹⁾ D (4)

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 Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Options | \$ 10 | 09/13/2016 | | M | 95,000 | ⁽⁵⁾ 10/28/2021 | Common Shares | 95,000 |
| Options | \$ 10 | 09/14/2016 | | M | 58,662 | ⁽⁵⁾ 10/28/2021 | Common Shares | 58,662 |
| Options | \$ 10 | 09/15/2016 | | M | 71,338 | ⁽⁵⁾ 10/28/2021 | Common Shares | 71,338 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Urban Anthony POINT HOUSE 3 WATERLOO LANE PEMBROKE, D0 HM 08 | | | CUO, Third Point Re USA Ltd. | |

Signatures

/s/ Janice Weidenborner, Attorney-in-Fact for Anthony Urban 09/15/2016

__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) Includes restricted shares.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$12.35 to \$12.48, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$12.35 to \$12.41, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$12.25 to \$12.35, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

(4) The options are subject to satisfaction of both (i) a service condition and (ii) a performance condition. The service condition will be met as to 20% of the options on each of the first five anniversaries of October 28, 2011, subject to the officer's continued service through such date. Once the service condition has been met, the performance condition will be deemed met with respect to a pro-rata portion of the service-vested options determined based on the Company's proportionate achievement of its fund raising target of \$1,000,000,000. As of the date of this filing, the performance condition has been satisfied with respect to all of the options.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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