

Blue Capital Reinsurance Holdings Ltd.

Form 3

March 30, 2017

**FORM 3****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 \*

Â SOMPO HOLDINGS, INC.

(Last)

(First)

(Middle)

26-1, NISHI-SHINJUKU  
1-CHOME,Â SHINJUKU-KU

(Street)

TOKYO,Â M0Â 160-8338

(City)

(State)

(Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

03/28/2017

3. Issuer Name and Ticker or Trading Symbol

Blue Capital Reinsurance Holdings Ltd. [BCRH]

4. Relationship of Reporting  
Person(s) to Issuer5. If Amendment, Date Original  
Filed(Month/Day/Year)

(Check all applicable)

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

6. Individual or Joint/Group  
Filing(Check Applicable Line)  
\_\_\_\_ Form filed by One Reporting  
Person  
\_X\_ Form filed by More than One  
Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities  
Beneficially Owned  
(Instr. 4)3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

Common Shares

2,500,000

I

See Footnote <sup>(1)</sup>

Common Shares

411,518

I

See Footnote <sup>(2)</sup>

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

SEC 1473 (7-02)

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form displays a  
currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)4. Conversion  
or Exercise  
Price of5. Ownership  
Form of  
Derivative6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Restricted Share Units	Â (2)	Â (2)	Common Shares	4,704	\$ 0	I	See Footnote (2)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SOMPO HOLDINGS, INC. 26-1, NISHI-SHINJUKU 1-CHOME SHINJUKU-KU TOKYO,Â M0Â 160-8338	Â	Â X	Â	Â
Sompo Japan Nipponkoa Insurance Inc. 26-1, NISHI-SHINJUKU 1-CHOME SHINJUKU-KU TOKYO,Â M0Â 160-8338	Â	Â X	Â	Â

## Signatures

Sompo Holdings, Inc., By: /s/ Shigeru Ehara, Representative Director, Senior Managing Executive Officer	03/30/2017
**Signature of Reporting Person	Date
Sompo Japan Nipponkoa Insurance Inc., By: /s/ Shigeru Ehara, Director, Senior Managing Executive Officer	03/30/2017
**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).
- (1) Owned by Endurance Specialty Insurance Ltd., an indirect, wholly-owned subsidiary of Sompo Holdings, Inc. and an indirect, wholly-owned subsidiary of Sompo Japan Nipponkoa Insurance, Inc.  
  
Owned by Endurance Specialty Holdings Ltd., an indirect, wholly-owned subsidiary of Sompo Holdings, Inc. and a directly, wholly-owned, subsidiary of Sompo Japan Nipponkoa Insurance, Inc. In accordance with agreements between ESHL and Adam
- (2) Szakmary and Michael McGuire, respectively, all remuneration, including cash fees, restricted share units, any other equity-based awards and other compensation, to which they are or will become entitled for their service as directors of the company will be assigned or paid directly to ESHL. Mr. Szakmary and Mr. McGuire disclaim beneficial ownership of all such restricted share units.

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.