

Global Indemnity Ltd  
Form SC 13G/A  
February 14, 2017

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

SCHEDULE 13G  
Under the Securities Exchange Act of 1934  
(Amendment No. 6)

GLOBAL INDEMNITY LIMITED

(Name of Issuer)

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Class A Ordinary Shares, \$0.0001 par value per share  
(Title of Class of Securities)

G3933F 105  
(CUSIP Number)

December 31, 2016  
(Date of Event Which Requires Filing of this Statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)  
Rule 13d-1(c)  
 Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to  
\* the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. G3933F 105

Names of Reporting Persons.

1. Fox Paine International GP,  
Ltd.  
Check the Appropriate Box if a  
Member of a Group (See  
2. Instructions)  
(a) X (b)

3. SEC Use Only

4. Citizenship or Place of  
Organization

Cayman Islands

Sole Voting Power

- Number of  
Shares  
Beneficially  
by  
Owned by  
Such  
Reporting  
Person  
With:
5. 0  
Shared Voting Power
6. 7,571,424<sup>(1)</sup>  
Sole Dispositive Power
7. 0  
Shared Dispositive Power
8. 4,174,393<sup>(2)</sup>

Aggregate Amount Beneficially  
Owned by Each Reporting  
9. Person

7,571,424<sup>(1)</sup>

10. Check if the Aggregate Amount  
in Row (9) Excludes Certain  
Shares (See Instructions)

11. Percent of Class Represented  
by Amount in Row (9)

43.0%<sup>(3)</sup>

12. Type of Reporting Person (See  
Instructions)

CO

(1) Includes 3,438,058 Class A Ordinary Shares and 4,133,366 Class B Ordinary Shares. Each Class B Ordinary Share has 10 votes per share and is convertible into one Class A Ordinary Share. Shared voting power over

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3,397,031 Class A Ordinary Shares is a result of the reporting person being a party to two voting agreements, in which the reporting person has an irrevocable proxy to vote the Class A Ordinary Shares.

- (2) Includes 41,027 Class A Ordinary Shares and 4,133,366 Class B Ordinary Shares. Each Class B Ordinary Share is convertible into one Class A Ordinary Share.

- Based on: (i) 13,470,633 Class A Ordinary Shares and 4,133,366 Class B Ordinary Shares outstanding as of December 31, 2016 and assuming the conversion of all such Class B Ordinary Shares (each of which is convertible into one Class A Ordinary Share), all of which are beneficially owned by a person or persons reporting (3) on this statement on Schedule 13G. Fox Paine International GP, Ltd. beneficially owns: (a) 100% of the Class B Ordinary Shares outstanding; (b) 43.0% of the Class A Ordinary Shares and Class B Ordinary Shares, combined; and (c) because each Class B Ordinary Share has 10 votes and each Class A Ordinary Share has one vote, 81.7% of the combined voting power of the Class A Ordinary Shares and Class B Ordinary Shares.

CUSIP No. G3933F 105

- Names of Reporting Persons.
1. Fox Paine & Company, LLC
  2. Check the Appropriate Box if a Member of a Group (See Instructions)  
(a) X (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
Delaware
  5. Sole Voting Power  
Number of Shares Beneficially Owned by Such Reporting Person With: 0
  6. Shared Voting Power  
4,174,393 <sup>(1)</sup>
  7. Sole Dispositive Power  
0
  8. Shared Dispositive Power  
4,174,393 <sup>(1)</sup>
  9. Aggregate Amount Beneficially Owned by Each Reporting Person  
4,174,393<sup>(1)</sup>
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
23.7%<sup>(2)</sup>
  12. Type of Reporting Person (See Instructions)  
OO

(1) Includes 41,027 Class A Ordinary Shares and 4,133,366 Class B Ordinary Shares. Each Class B Ordinary Share has 10 votes per share and is convertible into one Class A Ordinary Share.

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Based on: (i) 13,470,633 Class A Ordinary Shares and 4,133,366 Class B Ordinary Shares outstanding as of December 31, 2016 and assuming the conversion of all such Class B Ordinary Shares (each of which is convertible into one Class A Ordinary Share), all of which are beneficially owned by a person or persons reporting (2) on this statement on Schedule 13G. Fox Paine & Company, LLC beneficially owns: (a) 100% of the Class B Ordinary Shares outstanding; (b) 23.7% of the Class A Ordinary Shares and Class B Ordinary Shares, combined; and (c) because each Class B Ordinary Share has 10 votes and each Class A Ordinary Share has one vote, 75.5% of the combined voting power of the Class A Ordinary Shares and Class B Ordinary Shares.

3

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CUSIP No. G3933F 105

- Names of Reporting Persons.
1. FP International LPH, L.P.  
Check the Appropriate Box if a Member of a Group (See
  2. Instructions)  
(a) X (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
Cayman Islands  
Sole Voting Power
  5. 0  
Shared Voting Power
  6. 4,174,393<sup>(1)</sup>  
Sole Dispositive Power
  7. 0  
Shared Dispositive Power
  8. 4,174,393<sup>(1)</sup>
  9. Aggregate Amount Beneficially Owned by Each Reporting Person  
4,174,393<sup>(1)</sup>
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
23.7%<sup>(2)</sup>
  12. Type of Reporting Person (See Instructions)  
PN

(1) Includes 41,027 Class A Ordinary Shares and 4,133,366 Class B Ordinary Shares. Each Class B Ordinary Share has 10 votes per share and is convertible into one Class A Ordinary Share.

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Based on: (i) 13,470,633 Class A Ordinary Shares and 4,133,366 Class B Ordinary Shares outstanding as of December 31, 2016 and assuming the conversion of all such Class B Ordinary Shares (each of which is convertible into one Class A Ordinary Share), all of which are beneficially owned by a person or persons reporting (2) on this statement on Schedule 13G. FP International LPH, L.P. beneficially owns: (a) 100% of the Class B Ordinary Shares outstanding; (b) 23.7% of the Class A Ordinary Shares and Class B Ordinary Shares, combined; and (c) because each Class B Ordinary Share has 10 votes and each Class A Ordinary Share has one vote, 75.5% of the combined voting power of the Class A Ordinary Shares and Class B Ordinary Shares.

CUSIP No. G3933F 105

Names of Reporting Persons.

1. Fox Paine Capital Co-Investors  
International GP, Ltd.  
Check the Appropriate Box if a  
Member of a Group (See
2. Instructions)  
(a) X (b)
3. SEC Use Only
4. Citizenship or Place of  
Organization  
Cayman Islands  
Sole Voting Power
5. Number of  
Shares  
Beneficially  
Owned by  
Such  
Reporting  
Person  
With:  
0  
Shared Voting Power
6. 163,885<sup>(1)</sup>  
Sole Dispositive Power
7. 0  
Shared Dispositive Power
8. 163,885<sup>(1)</sup>
9. Aggregate Amount Beneficially  
Owned by Each Reporting  
Person  
163,885<sup>(1)</sup>
10. Check if the Aggregate Amount  
in Row (9) Excludes Certain  
Shares (See Instructions)
11. Percent of Class Represented  
by Amount in Row (9)  
0.9%<sup>(2)</sup>
12. Type of Reporting Person (See  
Instructions)  
CO

(1) Includes 23,575 Class A Ordinary Shares and 140,310 Class B Ordinary Shares. Each Class B Ordinary Share has 10 votes per share and is convertible into one Class A Ordinary Share.

Based on: (i) 13,470,633 Class A Ordinary Shares and 4,133,366 Class B Ordinary Shares outstanding as of December 31, 2016 and assuming the conversion of all such Class B Ordinary Shares (each of which is convertible into one Class A Ordinary Share), all of which are beneficially owned by a person or persons reporting (2) on this statement on Schedule 13G. Fox Paine Capital Co-Investors International GP, Ltd. beneficially owns: (a) 3.4% of the Class B Ordinary Shares outstanding; (b) 0.9% of the Class A Ordinary Shares and Class B Ordinary Shares, combined; and (c) because each Class B Ordinary Share has 10 votes and each Class A Ordinary Share has one vote, 2.6% of the combined voting power of the Class A Ordinary Shares and Class B Ordinary Shares.

CUSIP No. G3933F 105

Names of Reporting Persons.

1. Fox Paine Capital Fund II  
International, L.P.  
Check the Appropriate Box if a  
Member of a Group (See  
2. Instructions)  
(a) X (b)

3. SEC Use Only

4. Citizenship or Place of  
Organization

Cayman Islands  
Sole Voting Power

Number of  
Shares  
Beneficially  
by  
Owned by  
Such  
Reporting  
Person  
With:

5. 0  
Shared Voting Power

6. 4,010,508<sup>(1)</sup>  
Sole Dispositive Power

7. 0  
Shared Dispositive Power

8.

4,010,508<sup>(1)</sup>  
Aggregate Amount Beneficially  
Owned by Each Reporting  
9. Person

10. 4,010,508<sup>(1)</sup>  
Check if the Aggregate Amount  
in Row (9) Excludes Certain  
Shares (See Instructions)

11. Percent of Class Represented  
by Amount in Row (9)

22.8%<sup>(2)</sup>

12. Type of Reporting Person (See  
Instructions)

PN

(1) Includes 17,452 Class A Ordinary Shares and 3,993,056 Class B Ordinary Shares. Each Class B Ordinary Share has 10 votes per share and is convertible into one Class A Ordinary Share.

Based on: (i) 13,470,633 Class A Ordinary Shares and 4,133,366 Class B Ordinary Shares outstanding as of December 31, 2016 and assuming the conversion of all such Class B Ordinary Shares (each of which is convertible into one Class A Ordinary Share), all of which are beneficially owned by a person or persons reporting (2) on this statement on Schedule 13G. Fox Paine Capital Fund II International, L.P. beneficially owns: (a) 96.6% of the Class B Ordinary Shares outstanding; (b) 22.8% of the Class A Ordinary Shares and Class B Ordinary Shares, combined; and (c) because each Class B Ordinary Share has 10 votes and each Class A Ordinary Share has one vote, 72.9% of the combined voting power of the Class A Ordinary Shares and Class B Ordinary Shares.

CUSIP No. G3933F 105

Names of Reporting Persons.

1. U.N. Holdings (Cayman) II,  
Ltd.  
Check the Appropriate Box if a  
Member of a Group (See  
2. Instructions)  
(a) X (b)

3. SEC Use Only

4. Citizenship or Place of  
Organization

Cayman Islands

Sole Voting Power

- Number of  
Shares  
Beneficially  
by  
Owned by  
Such  
Reporting  
Person  
With:
5. 0  
Shared Voting Power
6. 2,041,934<sup>(1)</sup>  
Sole Dispositive Power
7. 0  
Shared Dispositive Power
- 8.

2,041,934<sup>(1)</sup>

Aggregate Amount Beneficially  
Owned by Each Reporting  
9. Person

2,041,934<sup>(1)</sup>

10. Check if the Aggregate Amount  
in Row (9) Excludes Certain  
Shares (See Instructions)

11. Percent of Class Represented  
by Amount in Row (9)

11.6%<sup>(2)</sup>

12. Type of Reporting Person (See  
Instructions)

CO

(1) Includes 14,763 Class A Ordinary Shares and 2,027,171 Class B Ordinary Shares. Each Class B Ordinary Share has 10 votes per share and is convertible into one Class A Ordinary Share.

Based on: (i) 13,470,633 Class A Ordinary Shares and 4,133,366 Class B Ordinary Shares outstanding as of December 31, 2016 and assuming the conversion of all such Class B Ordinary Shares (each of which is convertible into one Class A Ordinary Share), all of which are beneficially owned by a person or persons reporting (2) on this statement on Schedule 13G. U.N. Holdings (Cayman) II, Ltd. beneficially owns: (a) 49.0% of the Class B Ordinary Shares outstanding; (b) 11.6% of the Class A Ordinary Shares and Class B Ordinary Shares, combined; and (c) because each Class B Ordinary Share has 10 votes and each Class A Ordinary Share has one vote, 37.0% of the combined voting power of the Class A Ordinary Shares and Class B Ordinary Shares.

CUSIP No. G3933F 105

- Names of Reporting Persons.
1. U.N. Holdings (Cayman), Ltd.  
Check the Appropriate Box if a Member of a Group (See
  2. Instructions)  
(a) X (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
Cayman Islands  
Sole Voting Power
  5. Number of Shares Beneficially Owned by Such Reporting Person With:  
0  
Shared Voting Power
  6. 1,968,574<sup>(1)</sup>  
Sole Dispositive Power
  7. 0  
Shared Dispositive Power
  8. 1,968,574<sup>(1)</sup>
  9. Aggregate Amount Beneficially Owned by Each Reporting Person  
1,968,574<sup>(1)</sup>
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
11.2%<sup>(2)</sup>
  12. Type of Reporting Person (See Instructions)  
CO