SEC Form 3

FORM 3

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

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## **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup> Sherman Ollie L. Jr.			2. Date of Event Requiring Stater (Month/Day/Yea	ment	3. Issuer Name <b>and</b> Ticker or Trading Symbol James River Group Holdings, Ltd. [JRVR]				
C/O JAMES R LTD. WELLESLEY BAY RD (Street) PEMBROKE	HOUSE, 2ND	(Middle) P HOLDINGS,	05/03/2016	4	4. Relationship of Reporting Pers (Check all applicable) X Director Officer (give title below)	son(s) to Issu 10% Owne Other (spe below)	er 6. Ir	nth/Day/Year) ndividual or Joir licable Line) Form filed b Person	Date of Original Filed nt/Group Filing (Check by One Reporting by More than One Person
		-	Гable I - Nor	n-Derivati	ive Securities Beneficiall	y Owned			
1. Title of Security (Instr. 4)					Amount of Securities Beneficially Owned (Instr. 4)			. Nature of Indirect Beneficial Ownership Instr. 5)	
Common Shares					0	D			
Table II - Derivative Securities Beneficially Owned     (e.g., puts, calls, warrants, options, convertible securities)									
1. Title of Derivative Security (Instr. 4) 2. Date Exercisable Expiration Date (Month/Day/Year)   Date Date   Expiration Date Date   Date Expiration Date   Date Expiration Date			ate	d 3. Title and Amount of Secur Underlying Derivative Secur 4)		4. Conversion or	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
				Expiration Date	n Title	Amount or Number of Shares	Exercise Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	

Explanation of Responses:

Remarks:

EXHIBIT LIST - Exhibit 24 - Power of Attorney for Ollie L. Sherman, Jr.

/s/ Ollie L. Sherman, Jr.

\*\* Signature of Reporting Person

Date

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

 $^{\star}$  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).

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

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 Number.

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05/04/2016

## POWER OF ATTORNEY

The undersigned with respect to the matters described herein, hereby constitutes and appoints Gregg T. Davis, Michael E. Crow and Katie Morgan, each of whom may act individually, as my true and lawful attorney-in-fact to:

- (1) Execute for and on behalf of the undersigned all forms or documents (collectively, the "Forms") to be filed under the Securities Exchange Act of 1934, as amended, and the rules thereunder (collectively, the "Exchange Act") with respect to transactions by the undersigned in securities issued by James River Group Holdings, Ltd. (the "Company"), including without limitation any Forms 3, 4 or 5, Form 144 or Schedule 13D, and any amendments to any of the foregoing;
- (2) Do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such Forms and timely file such Forms with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) Take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned. The undersigned understands and confirms that the Forms executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that each of the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, and shall not be liable or responsible for, nor shall the Company be liable or responsible for, any of the undersigned's responsibilities to comply with the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to securities issued by the Company, unless earlier revoked with respect to any of the attorneys-in-fact named herein by the undersigned in a signed writing delivered to such person or persons or the Company.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 4th day of May, 2016.

<u>/s/ Ollie L. Sherman, Jr.</u> Name: Ollie L. Sherman, Jr.