

Global Indemnity plc
Form 8-K/A
July 02, 2015

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

FORM 8-K/A
(Amendment 2)

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): January 1, 2015

Global Indemnity plc
(Exact name of registrant as specified in its charter)

Ireland
(State or other jurisdiction
of incorporation)

001-34809
(Commission
File Number)

98-0664891
(I.R.S. Employer
Identification No.)

25/28 North Wall Quay

Dublin 1

Ireland
(Address of principal executive offices)

None
(Zip Code)

Registrant's telephone number, including area code: +(353) (0) 1 618 0517

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Introductory Note

This Amendment No. 2 on Form 8-K/A (Amendment No. 2) amends the Current Report on Form 8-K of Global Indemnity plc (the Company or Global Indemnity) dated January 1, 2015 and filed with the Securities and Exchange Commission (SEC) on January 5, 2015 related to the acquisition of American Reliable Insurance Company (American Reliable) by Global Indemnity Group, Inc., a subsidiary of Global Indemnity plc, as amended by the Current Report on Form 8-K/A filed with the SEC on March 16, 2015.

ITEM 9.01 Financial Statements and Exhibits.

(a) Financial Statements of Businesses Acquired.

The historical audited financial statements of American Reliable as of, and for the twelve months ended, December 31, 2014, are filed as Exhibit 99.1 to Amendment No. 2 and incorporated herein by this reference.

(b) Pro Forma Financial Information

The unaudited pro forma condensed combined statement of operations giving effect to the acquisition of American Reliable for the period ended December 31, 2014 is filed as Exhibit 99.2 to this Amendment No. 2 and incorporated herein by this reference. The acquisition of American Reliable was consummated on January 1, 2015 and, as a result, the acquisition is reflected in the Company's unaudited consolidated balance sheet as of March 31, 2015 included in the Company's Quarterly Report on Form 10-Q for such period. As such, an unaudited pro forma combined condensed balance sheet is not required.

The pro forma financial information filed herewith gives effect to certain pro forma events related to the acquisition of American Reliable. The pro forma information does not purport to project the future financial position or operating results of the combined post-acquisition company.

(d) Exhibits

Exhibit

| No. | Description |
|------------|--|
| 23.1 | Consent of Independent Registered Public Accounting Firm |
| 99.1 | Historical audited financial statements of American Reliable as of, and for the twelve months ended, December 31, 2014 |
| 99.2 | Unaudited pro forma condensed combined statement of operations for the year ended December 31, 2014 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GLOBAL INDEMNITY PLC

Date: July 2, 2015

By: /s/ Thomas M. McGeehan

Name: Thomas M. McGeehan

Title: Chief Financial Officer

EXHIBIT INDEX

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