Section 1: 4 (FORM 4 SUBMISSION)

United States Securities and Exchange Commission
Washington, D.C. 20549

Form 4

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

Reporting Owners

1. Name and Address of Reporting Person

REHNBERG KEVIN JAMES

ARGO GROUP INTERNATIONAL HOLDINGS, LTD., 110 PITTS BAY ROAD

PEMBROKE, HM 08, D0

2. Issuer Name and Ticker or Trading Symbol

Argo Group International Holdings, Ltd. [ARGO]

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

05/16/2018

4. If Amendment, Date Original Filed

5. Relationship of Reporting Person(s) to Issuer

_____ Director

_____ 10% Owner

__X__ Officer (give title below)

President, U.S. Operations

6. Individual or Joint/Group Filing

_X_ 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

<table>
<thead>
<tr>
<th>Date</th>
<th>Title of Security</th>
<th>Transaction Date</th>
<th>Transaction Code</th>
<th>Securities Acquired or Disposed of</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>05/16/2018</td>
<td>Common Stock</td>
<td>M</td>
<td>16,539</td>
<td>A</td>
<td>$31.92</td>
<td>76,823</td>
</tr>
<tr>
<td>05/16/2018</td>
<td>Common Stock</td>
<td>M</td>
<td>13,739</td>
<td>A</td>
<td>$37.85</td>
<td>90,562</td>
</tr>
<tr>
<td>05/16/2018</td>
<td>Common Stock</td>
<td>F</td>
<td>21,606</td>
<td>D</td>
<td>$61.1</td>
<td>68,956</td>
</tr>
<tr>
<td>05/16/2018</td>
<td>Common Stock</td>
<td>S</td>
<td>8,000</td>
<td>D</td>
<td>$60.9957(1)</td>
<td>60,956</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Date</th>
<th>Title of Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date</th>
<th>Transaction Code</th>
<th>Number of Derivative Securities Acquired or Disposed of</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title of Underlying Securities</th>
<th>Price of Derivative Security</th>
<th>Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>Ownership Form of Derivative Security: Direct (D) or Indirect (I)</th>
</tr>
</thead>
<tbody>
<tr>
<td>05/16/2018</td>
<td>Stock Appreciation Rights</td>
<td>$31.92(2)</td>
<td>M</td>
<td>16,539</td>
<td>03/14/2021</td>
<td>Common Stock</td>
<td>16,539</td>
<td>0</td>
<td>0</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>05/16/2018</td>
<td>Stock Appreciation Rights</td>
<td>$37.85(2)</td>
<td>M</td>
<td>13,739</td>
<td>02/25/2022</td>
<td>Common Stock</td>
<td>13,739</td>
<td>0</td>
<td>13,739(2)</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Director</td>
</tr>
<tr>
<td></td>
<td></td>
</tr>
</tbody>
</table>
REHNBERG KEVIN JAMES  
ARGO GROUP INTERNATIONAL HOLDINGS, LTD.  
110 PITTS BAY ROAD  
PEMBROKE, HM 08, D0

President, U.S. Operations

Signatures

/s/ Craig S. Comeaux, attorney-in-fact  05/18/2018  
Signature of Reporting Person  Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).


The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $60.60 to $61.375, inclusive. The reporting person (1) undertakes to provide to Argo Group International Holdings, Ltd., any security holder of Argo Group International Holdings, Ltd., 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 footnote (1) to this Form 4. (2) Includes the effect of an adjustment for Argo Group’s 15% stock dividend paid on March 21, 2018. (3) The stock appreciation rights vested in four equal installments, with the first installment on March 14, 2015. (4) The stock appreciation rights vest in four equal installments, with the first installment on February 25, 2016.

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. (Back To Top)