

Adesso Dominic James  
Form 4  
March 01, 2019

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Adesso Dominic James

2. Issuer Name and Ticker or Trading Symbol  
EVEREST RE GROUP LTD [RE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
477 MARTINSVILLE ROAD

3. Date of Earliest Transaction (Month/Day/Year)  
02/27/2019

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

President and CEO

(Street)  
LIBERTY CORNER, NJ 07938

4. If Amendment, Date Original Filed(Month/Day/Year)

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

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3)             | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
|   |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Shares <sup>(1)</sup> <sub>(4)</sub> | 02/27/2019                           | 02/27/2019   | A                              |   | 6,330   | A  | \$ 223.45   |
| Common Shares <sup>(2)</sup>                | 02/27/2019                           | 02/27/2019   | F                              |   | 3,118   | D  | \$ 223.45   |
| Common Shares <sup>(3)</sup>                | 02/27/2019                           | 02/27/2019   | A                              |   | 8,955   | A  | \$ 223.45   |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form**

SEC 1474 (9-02)

displays a currently valid OMB control number.

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| Addesso Dominic James<br>477 MARTINSVILLE ROAD<br>LIBERTY CORNER, NJ 07938 | X             |           | President and CEO |       |

## Signatures

/S/SANJOY MUKHERJEE 03/01/2019

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(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) Settlement in common shares of 6,455 performance share units (PSU) awarded on 2/24/2016 under the Company's 2010 Stock Incentive Plan
- (2) Common Shares used to pay withholding taxes on settlement of PSU awarded on 2/24/2016
- (3) Restricted shares awarded under the Company's 2010 Stock Incentive Plan. The Restricted shares will vest on February 27, 2020 (1,791 shares), February 27, 2021 (1,791 shares), February 27, 2022 (1,791 shares), February 27, 2023 (1,791 shares), February 27, 2024 (1,791 shares)
- (4) In addition, Mr. Addesso indirectly owns 3,080 shares through the Addesson Family Trust

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.