

Romano Paul Anthony JR
Form 4
November 13, 2017

FORM 4

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

OMB APPROVAL

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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 *
Romano Paul Anthony JR

(Last) (First) (Middle)
1103 KING EDWARD

(Street)

ST. CHARLES, IL 60174

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Atlas Financial Holdings, Inc. [AFH]

3. Date of Earliest Transaction
(Month/Day/Year)
11/08/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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

| 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Shares | 11/08/2017 | | M | | 8,334 A \$ 4.68 | D | |
| Common Shares | 11/08/2017 | | M | | 18,334 A \$ 5.03 | D | |
| Common Shares | 11/08/2017 | | S | | 9,447 D \$ 20.1(3) | D | |
| Common Shares | 11/10/2017 | | S | | 5,538 D \$ 19.12(3) | D | |
| Common Shares | 11/13/2017 | | S | | 193 D \$ 86,976 19.12 | D | |

(3)

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

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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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Options | \$ 4.68 | 11/08/2017 | | M | 8,334 | <u>(1)</u> 01/18/2021 | Common Shares | 8,334 |
| Options | \$ 5.03 | 11/08/2017 | | M | 18,334 | <u>(2)</u> 01/11/2023 | Common Shares | 18,334 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Romano Paul Anthony JR 1103 KING EDWARD ST. CHARLES, IL 60174 | | | CFO | |

Signatures

Diana Jenkins 11/13/2017
 **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) 1/4 Exercisable 1/18/2011, 1/18/2012, 1/18/2013, 1/18/2014 respectively.
- (2) Exercisable in equal installments on 1st, 2nd, 3rd, anniversary of grant.
- (3) Average Price

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

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