FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

3235-0287					
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obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	Mitchell	Reporting Person							XL GI		JP, INC	<u>.</u> [D	XLG		Check all	applicable) rector	10% Owner					
(Last)	(First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 07/31/2013										fficer (give title elow)		Other below)	(specify			
(Street) (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person							
(Oity)	(0.0		e I - Nor	n-Deriv	/ative	Sec	curitie	s Acc	quired,	Dis	posed o	of, or	Bene	eficia								
Dat				Date	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr. 5)		ities Acquired (A) d Of (D) (Instr. 3, 4			nd Sed Bei Ow	mount of curities deficially ned Following	For (D)	Ownership m: Direct or Indirect Instr. 4)	7. Nature of Indirect Beneficial Ownership				
									Code	v	Amount	() (I	A) or D)	Price	Tro	(Instr. 4)						
Common	Stock, \$0.0	1 par value		07/3	1/2013	3			J ⁽¹⁾		116		A	\$6 .	45	109,896		D				
		Та	ble II - C								sed of, onvertib				y Own	ed						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deeme Execution if any (Month/Da	Date,	Code (Inst		n of		Expiration	6. Date Exercisable and Expiration Date Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price Derivativ Security (Instr. 5)		у	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amo or Num of Sha	nber								

Explanation of Responses:

1. Shares issued in lieu of certain director's compensation for participation in meetings of the Board of Directors and certain of its committees.

Dennis R. Hernreich, Attorneyin-Fact for Mitchell S. Presser

** Signature of Reporting Person Date

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

- * 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).

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.