FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| wasnington, L | D.C. 20549 | j |
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| STATEMENT | OF CHANGES | IN BENEFICIAL | OWNERSHIP |
|------------------|-------------------|---------------|------------------|

| OMB APPROVAL | | | | | | | | | | |
|---------------------|-----------|--|--|--|--|--|--|--|--|--|
| | | | | | | | | | | |
| OMB Number: | 3235-0287 | | | | | | | | | |
| Estimated average b | urden | | | | | | | | | |
| 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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person* Armstrong Mac | | | | | 2. Issuer Name and Ticker or Trading Symbol Palomar Holdings, Inc. [PLMR] | | | | | | (Che | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | | |
|--|---|--|---|-----------------------------------|---|---|--|---------------------|---|---|--|---|--|--|------------|---|--|
| (Last) 7979 IVA | ` | irst) ENUE, SUITE! | (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 04/16/2019 | | | | | 2 | Officer (give title Othe | | | Other (s below) Officer | pecify | | |
| (Street) LA JOLI (City) | | | 92037 (Zip) | 4. | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | 6. In Line | ividual or Joint/Group Filing (Check Applicable 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. Transa Date | | | Transaction ate Ionth/Day/ | action 2A. Deemed Execution Date, | | 3. Transaction Code (Instr.) 8) 4. Securities Acquired (A) (Disposed Of (D) (Instr. 3, 4) | | | 5. Amoun Securities Beneficia Owned Fo | Form: (D) or | | Direct I Indirect E tr. 4) | 7. Nature of ndirect Beneficial Ownership | | | | |
| | | | | | | Code | v | Amount | (A) o (D) | Price | Transacti (Instr. 3 a | on(s) | | | (Instr. 4) | | |
| 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/Yea | Code (| ransaction Derivative E ode (Instr. Securities (I | | 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4) | | ies g Security | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) | ly | Ownership of In Form: Ber Direct (D) Own | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| | | | | Code | v | (A) | (D) | Date Exercisable | | piration te | Title | Amount or Number of Shares | | (Instr. 4) | on(S) | | |
| Employee Stock Option (right to buy) | \$15 | 04/16/2019 | | A | | 243,810 | | (1) | 04/ | /16/2029 | Common Stock | 243,810 | \$0 | 243,810 | 0 | D | |

Explanation of Responses:

1. Fifty percent (50%) of the option shares vest and become exercisable on April 16, 2020 and the remaining option shares vest and become exercisable in twelve (12) equal monthly installments thereafter.

/s/ Mac Armstrong, Attorney-

in-fact

** Signature of Reporting Person

Date

04/17/2019

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.