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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

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**FORM 8-K**

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**Current Report  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 16, 2016**

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**Argo Group International Holdings, Ltd.**

(Exact name of registrant as specified in its charter)

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**Bermuda**  
(State or other jurisdiction  
of incorporation)

**110 Pitts Bay Road  
Pembroke HM 08  
Bermuda**  
(Address, Including Zip Code,  
of Principal Executive Offices)

**1-15259**  
(Commission  
File Number)

**98-0214719**  
(I.R.S. Employer  
Identification No.)

**P.O. Box HM 1282  
Hamilton HM FX  
Bermuda**  
(Mailing Address)

**Registrant's telephone number, including area code: (441) 296-5858**

**Not Applicable**  
(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 7.01. REGULATION FD DISCLOSURE.**

Argo Group International Holdings, Ltd. (“Argo Group”) may make presentations to members of the investment community from time to time using the presentation materials attached hereto as Exhibit 99.1 to this Current Report on Form 8-K.

Note: The information in this report and Exhibit 99.1 attached hereto are furnished pursuant to Item 7.01 and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section. This report will not be deemed an admission as to the materiality of any information in the report that is required to be disclosed solely by Regulation FD.

**FORWARD-LOOKING STATEMENTS**

This press release contains certain statements that are “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, as amended. Such statements are qualified by the inherent risks and uncertainties surrounding future expectations generally and also may materially differ from actual future experience involving any one or more of such statements. For a more detailed discussion of such risks and uncertainties, see Argo Group’s filings with the SEC. The inclusion of a forward-looking statement herein should not be regarded as a representation by Argo Group that Argo Group’s objectives will be achieved. Argo Group undertakes no obligation to publicly update forward-looking statements, whether as a result of new information, future events or otherwise.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits:

99.1 Argo Group International Holdings, Ltd. Presentation

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ARGO GROUP INTERNATIONAL HOLDINGS, LTD.

Dated: May 16, 2016

By: /s/ Jay S. Bullock

Name: Jay S. Bullock

Title: Executive Vice President and Chief Financial Officer



# 1Q 2016 Investor Presentation

May 2016

# Forward-Looking Statements

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This presentation contains “forward-looking statements” which are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. The forward-looking statements are based on the Company's current expectations and beliefs concerning future developments and their potential effects on the Company. There can be no assurance that actual developments will be those anticipated by the Company. Actual results may differ materially from those projected as a result of significant risks and uncertainties, including non-receipt of the expected payments, changes in interest rates, effect of the performance of financial markets on investment income and fair values of investments, development of claims and the effect on loss reserves, accuracy in projecting loss reserves, the impact of competition and pricing environments, changes in the demand for the Company's products, the effect of general economic conditions, adverse state and federal legislation, regulations and regulatory investigations into industry practices, developments relating to existing agreements, heightened competition, changes in pricing environments, and changes in asset valuations. The Company undertakes no obligation to publicly update any forward-looking statements as a result of events or developments subsequent to the presentation.

# Argo Group at a Glance

**Exchange / Ticker:**

**NASDAQ / “AGII”**

**Share Price:**

**\$58.36**

**Market Capitalization:**

**\$1.6 billion**

**Quarterly Dividend / Annual Yield:**

**\$0.22 per share / 1.5%**

**Gross Written Premium:**

**\$2.1 billion**

**Capital:**

**\$2.1 billion**

**Analyst Coverage:**

**Raymond James (Strong Buy) – Greg Peters  
Piper Jaffray (Overweight) – Dan Farrell  
Compass Point (Neutral) – Ken Billingsley  
Dowling & Partners (Neutral) – Aaron Woomer  
KBW (Market Perform) – Meyer Shields  
William Blair (Market Perform) – Adam Klauber**

Atlanta • Bermuda • Boston • Brussels • Chicago • Dallas • Denver • Dubai • Fresno • Hamilton Township • Houston  
Irvine • Jersey City • London • Los Angeles • Malta • New York • Paris • Peoria • Portland • Richmond • Rio de Janeiro  
Rockwood • San Antonio • San Francisco • Sao Paulo • Scottsdale • Seattle • Singapore • Springfield • Zurich



**ARGO GROUP**

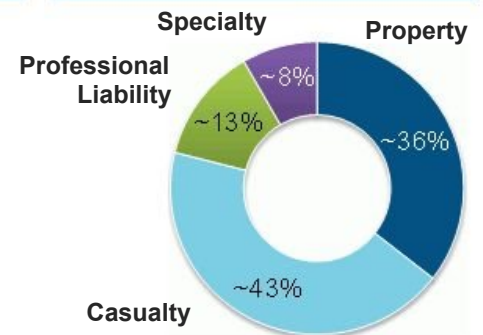
Note: Market information as of May 12, 2016 and annual performance figures as of TTM March 31, 2016.

# Leading Specialty Franchise

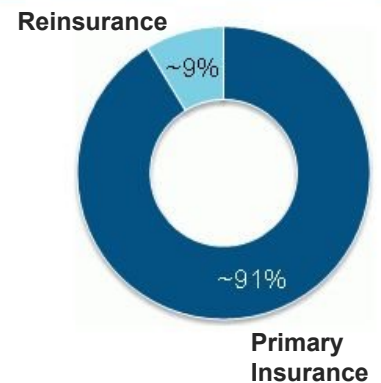
## Argo Franchise Overview

- **Global underwriter of specialty insurance & reinsurance**
- **Strategically located in major insurance centers**
  - U.S., Bermuda and London
- **Established presence in attractive markets**
  - Leader in U.S. Excess & Surplus Lines
  - Top Quartile Lloyd's Syndicate by stamp
  - Strong core Commercial Specialty franchise
  - Leading Bermuda reinsurance & excess casualty platform
- **Diversified by geography, product & distribution**
- **Broad and strong producer relationships**
  - Agents, brokers, wholesalers, and coverholders
- **"A" (excellent) A.M. Best rating**

## TTM GWP by Business Mix



## TTM GWP by Business Type



TTM = trailing twelve months.

# Strategy Aligned Toward Shareholder Value

- **Sustainable competitive advantage**
  - Niche markets
  - Underwriting expertise
  - Superior customer service
  - Product innovation
- **Profitable organic & strategic growth**
  - Profitable through cycles
  - Key underwriters/teams
  - Deals that meet stringent criteria
- **Deep, tenured management team**
- **Active capital management**



***Maximize  
Shareholder  
Value  
through  
growth in  
Book Value  
per Share***



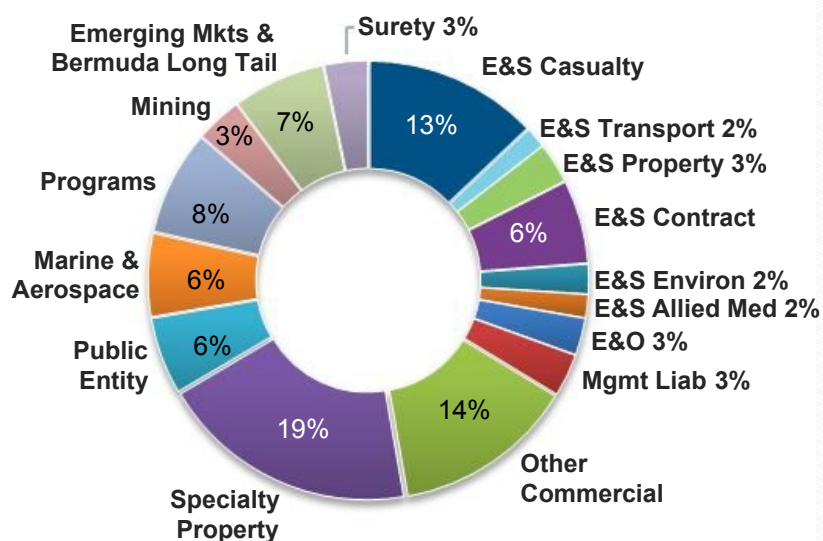
# Evolution of Growth and Diversification



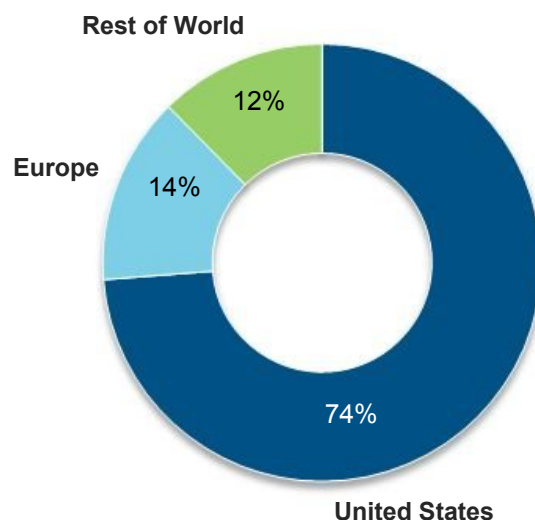
\*Excludes GWP recorded in runoff and corporate & other.  
Reflects reclassification of Argo Pro from Excess & Surplus lines to Commercial Specialty.  
Note: BVPS (book value per common share) adjusted for June 2013 and March 2015 stock dividend.

# Argo Group Business Mix (\$2.1b in GWP)

**GWP by Product**



**GWP by Geography**

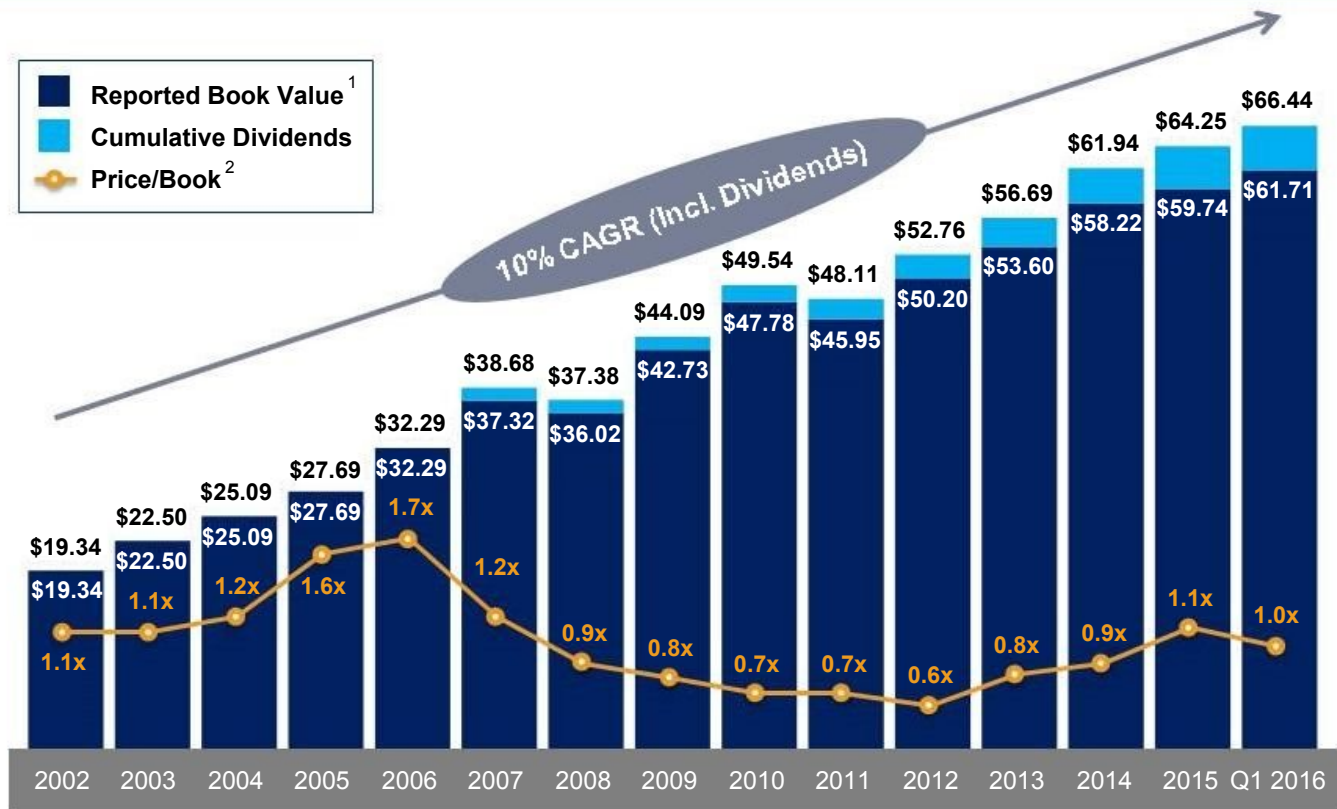


\*Data is based on TTM as of March 31, 2016. Excludes GWP recorded in runoff and corporate & other.

# Multi-Channel Distribution Strategy

		Retail Broker / Agent	General Agency	Wholesale Broker	Lloyd's Market	Reinsurance Broker
Commercial Specialty	Rockwood	X				
	Argo Insurance	X				
	Trident	X				
	E&O	X		X		
	D&O	X		X		
	Surety	X		X		
	Commercial Programs	X				
	Alteris		X			
Excess & Surplus Lines	Contract		X			
	Transportation		X			
	Casualty			X		
	Environmental			X		
	Allied Medical	X		X		
	Specialty Property			X		
Syndicate 1200	Liability				X	
	Property				X	
	Aviation				X	
	Marine				X	
International Specialty	Excess Casualty	X		X		
	Professional Liability	X		X		
	Emerging Markets	X		X		
	Reinsurance					X

# Maximizing Shareholder Value – BVPS Growth



(1) Book value per common share:

- Adjusted for June 2013 and March 2015 stock dividend

- 2008-2011 restated to reflect adoption of ASU 2010-26 (related to accounting for costs associated with acquiring or renewing insurance contracts); 2007 and prior not restated

- 2006 and prior years adjusted for PXRE merger

- 2003-2006 includes impact of Series A Mandatory Convertible Preferred on an as-if converted basis. Preferred stock fully converted into common shares as of Dec. 31, 2007

(2) Price / book represents the high for the YTD period

# Substantial Growth and Financial Strength

Scale (\$m)	2002	2006	TTM 1Q '16	'02-1Q'16 Factor
<b>Gross Written Premiums</b>	<b>\$622.1</b>	<b>\$1,155.6</b>	<b>\$2,055.2</b>	<b>3.3x</b>
Net Written Premiums	484.0	847.0	1,409.5	<b>2.9x</b>
Net Earned Premiums	378.4	813.0	1,382.2	<b>3.7x</b>

Financial Strength (\$m)	2002	2006	TTM 1Q '16	'02-1Q'16 Factor
<b>Total Assets</b>	<b>\$2,208.9</b>	<b>\$3,721.5</b>	<b>\$6,824.1</b>	<b>3.1x</b>
Total Investments	1,181.3	2,514.1	4,127.1	<b>3.5x</b>
Shareholder's Equity	327.7	847.7	1,705.4	<b>5.2x</b>
BVPS <sup>1</sup>	\$19.34	\$32.29	\$61.71	<b>3.2x</b>
<b>Total Capital</b>	<b>\$327.7</b>	<b>\$992.0</b>	<b>\$2,078.3</b>	<b>6.3x</b>
Debt+TRUPs / Total Capital	0.0%	14.5%	17.9%	
A.M. Best Rating	A	A	A	



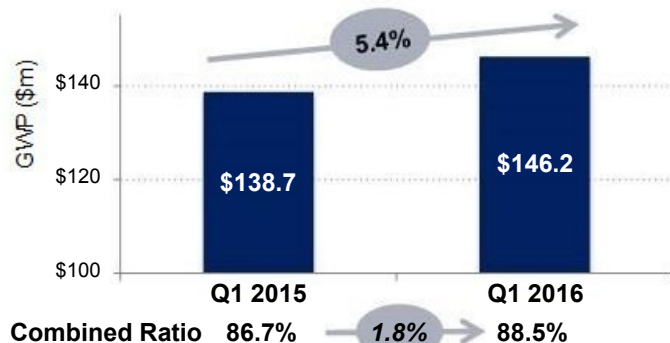
(1) Book value per common share:

- Adjusted for June 2013 and March 2015 stock dividend
- 2006 adjusted for PXRE merger and includes impact of Series A Mandatory Convertible Preferred on an as-if converted basis. Preferred stock fully converted into common shares as of Dec. 31, 2007

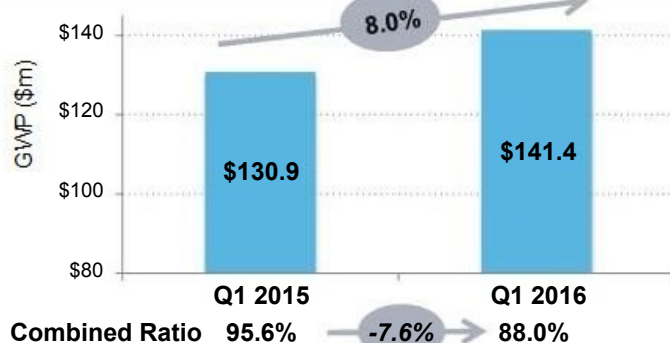
# 1Q YoY Gross Written Premium & Combined Ratio

**Consolidated GWP up 9.0% and Combined Ratio increased 0.4% in Q1 2016 vs. Q1 2015**

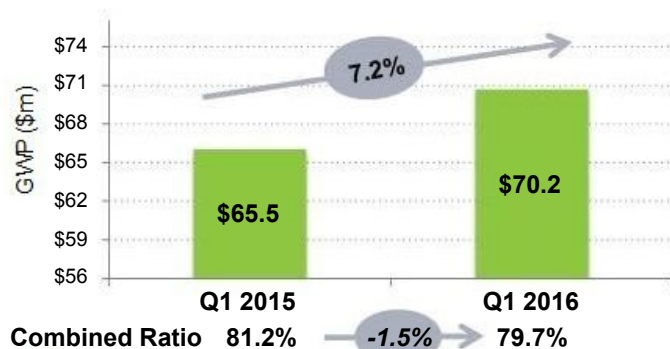
## Excess & Surplus Lines



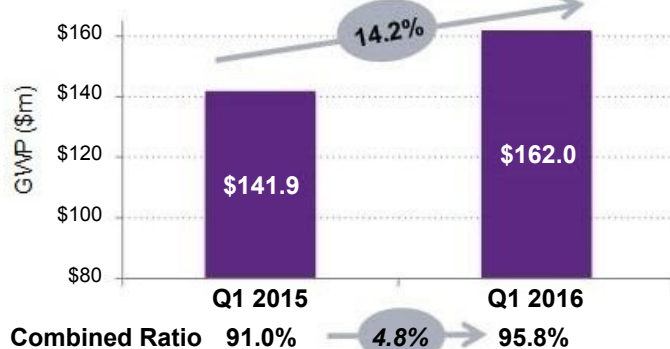
## Commercial Specialty



## International Specialty



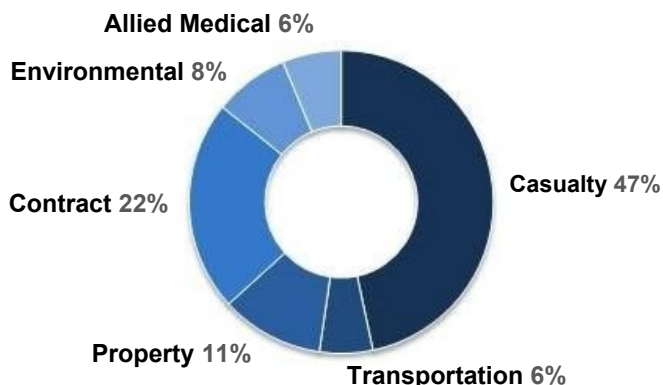
## Syndicate 1200



Reflects reclassification of Argo Pro from Excess & Surplus lines to Commercial Specialty.

# Excess & Surplus Lines Segment *(28% of TTM GWP)*

## GWP by Business Unit (TTM 3/31/16)



## About Us

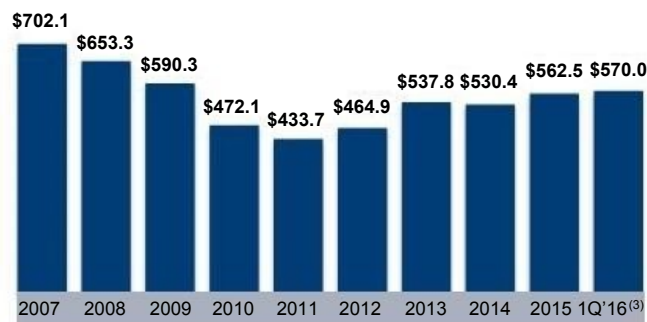
- Leader in U.S. Excess & Surplus Lines
- Strong relationships with national, local and regional wholesale brokers
- Seasoned U/W expertise is a competitive advantage
- Target all sizes of non-standard (hard-to-place) risks, with focus on small/medium accounts
- Underwrites on largely non-admitted basis and across all business enterprises via the Colony Specialty brand

## PTOI<sup>(1)</sup> & Combined Ratio

— Combined Ratio  
■ PTOI



## Gross Written Premium

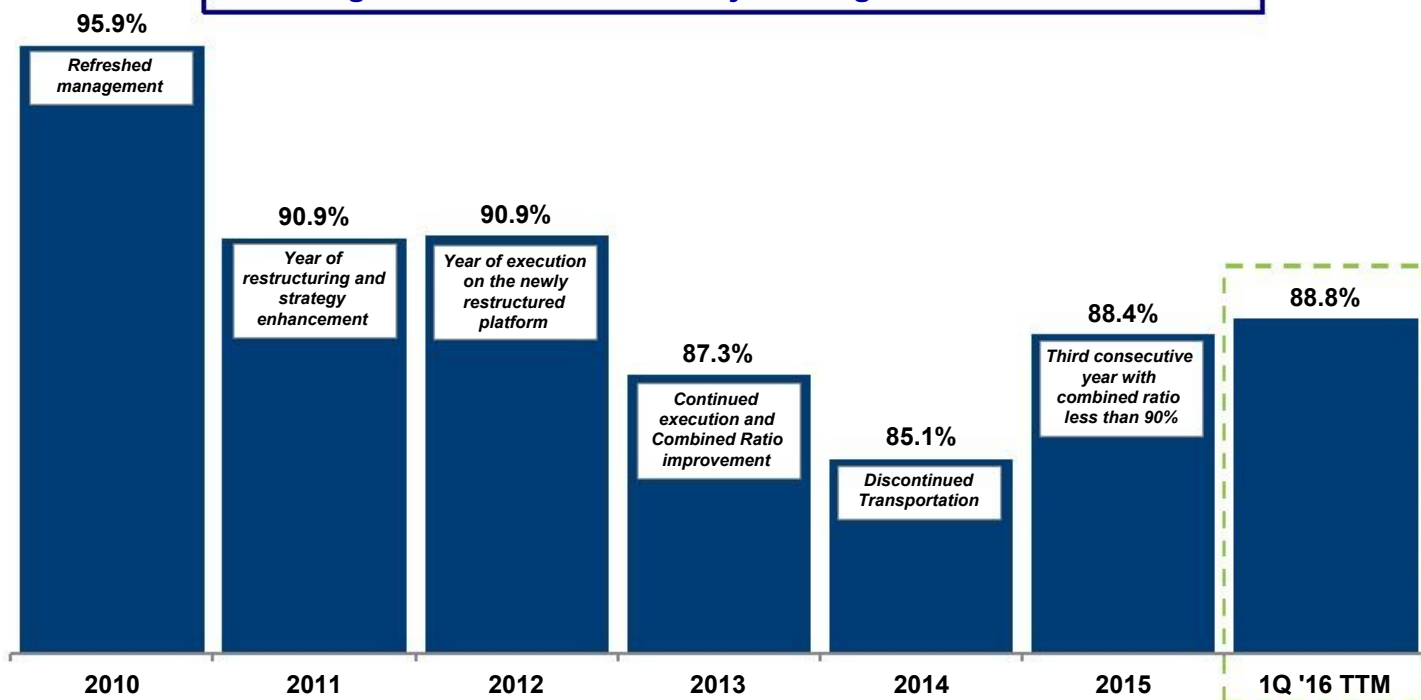


All data in millions except for ratio calculations. TTM = trailing twelve months.  
Reflects reclassification of Argo Pro from Excess & Surplus lines to Commercial Specialty.  
(1) PTOI = Pre-Tax Operating Income. Excludes interest expense.  
(2) Data is based on year-to-date as of March 31, 2016.  
(3) Data is based on trailing twelve months as of March 31, 2016.



# E&S Operating Platform Enhancement

*Restructuring initiatives and strategy enhancement has enabled Argo to become an industry-leading E&S underwriter*

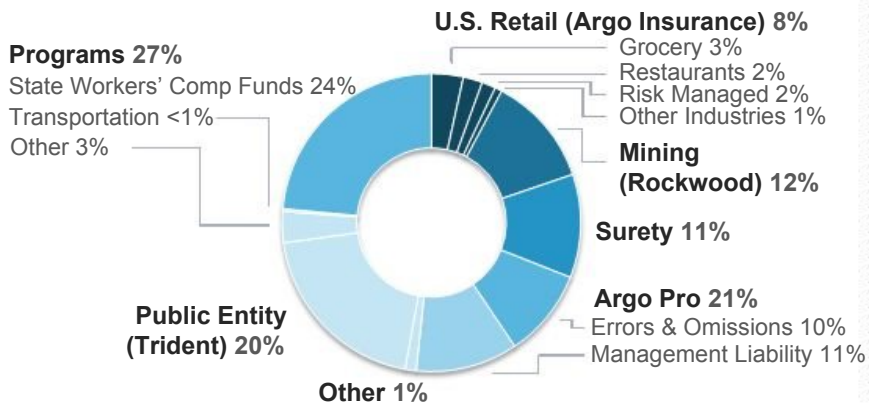


TTM = trailing twelve months.  
Reflects reclassification of Argo Pro from Excess & Surplus lines to Commercial Specialty.



# Commercial Specialty Segment *(29% of TTM GWP)*

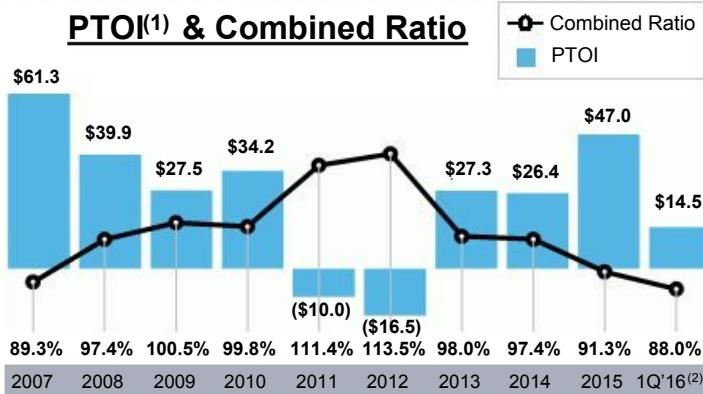
## GWP by Business Unit (TTM 3/31/16)



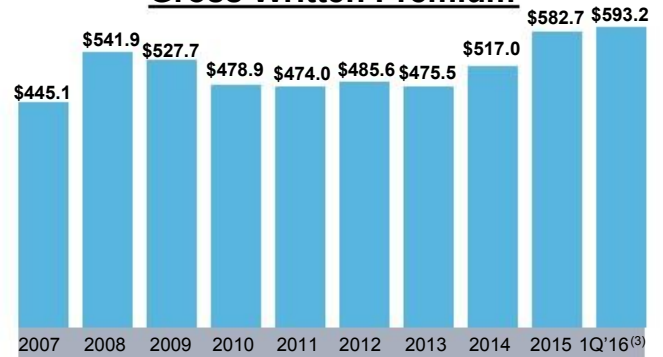
## About Us

- Business primarily placed through retail distribution partners
- Argo Insurance – designs customized commercial insurance programs for retail grocery stores
- Trident – One of the largest specialty commercial insurance providers for small to middle market public-sector entities in the U.S.
- Rockwood – Leading provider of workers compensation for the coal mining industry
- Surety – Top 25 surety writer
- Programs – underwrites select specialty programs and provides fronting for State-sponsored funds
- Argo Pro – Innovative D&O and E&O specialty platform

## PTOI<sup>(1)</sup> & Combined Ratio



## Gross Written Premium

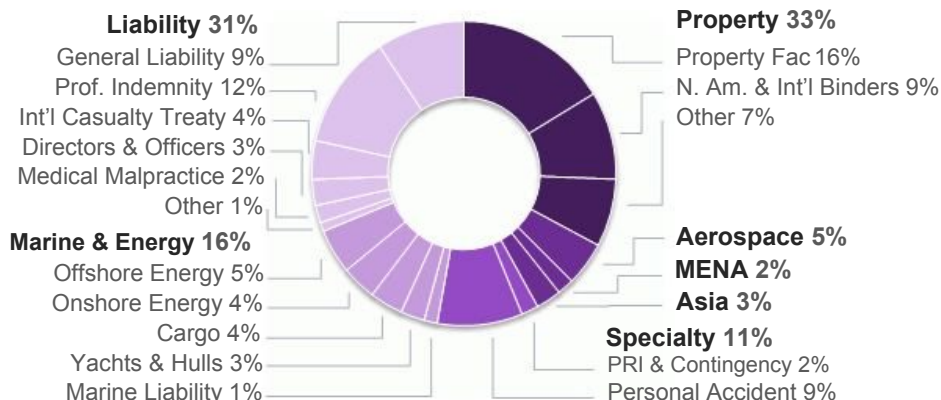


All data in millions except for ratio calculations. TTM = trailing twelve months.  
Reflects reclassification of Argo Pro from Excess & Surplus lines to Commercial Specialty.  
(1) PTOI = Pre-Tax Operating Income. Excludes interest expense.  
(2) Data is based on year-to-date as of March 31, 2016.  
(3) Data is based on trailing twelve months as of March 31, 2016.



# Syndicate 1200 Segment (30% of TTM GWP)

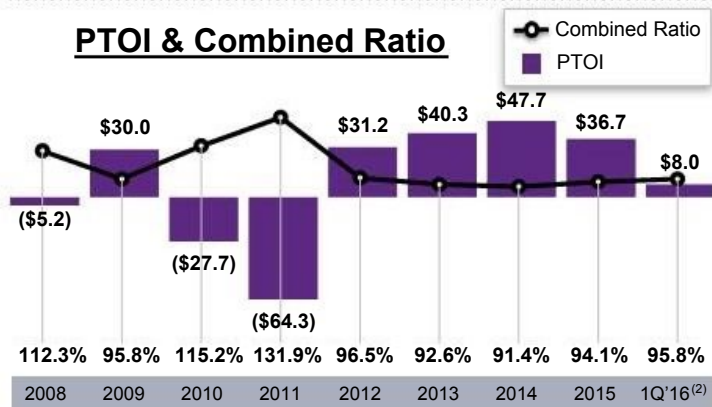
## GWP by Business Unit (TTM 3/31/16)



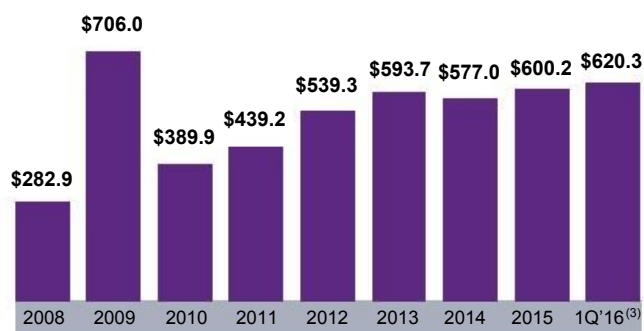
## About Us

- Well-established multi-class platform at Lloyd's of London
- Ranks among the largest Syndicates at Lloyd's by Stamp Capacity
- Lloyd's market ratings:
  - 'A' (Excellent) by A.M. Best
  - 'A+' (Strong) by S&P
- Regional offices in Dubai, Singapore and China

## PTOI & Combined Ratio



## Gross Written Premium



All data in millions except for ratio calculations. TTM = trailing twelve months.

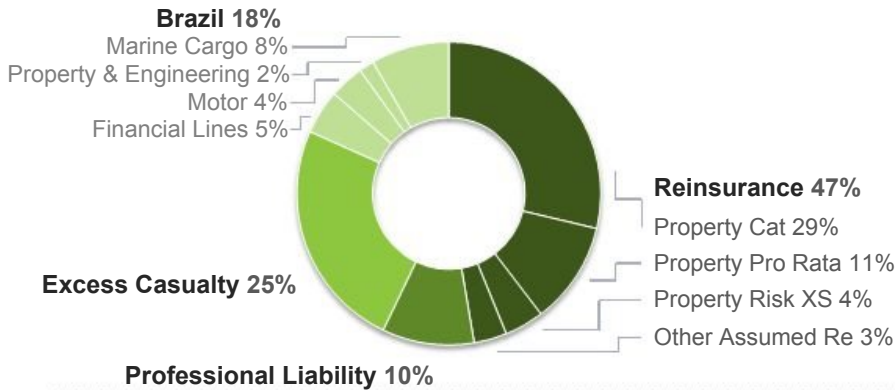
(1) PTOI = Pre-Tax Operating Income. Excludes interest expense.

(2) Data is based on year-to-date as of March 31, 2016.

(3) Data is based on trailing twelve months as of March 31, 2016.

# International Specialty Segment (13% of TTM GWP)

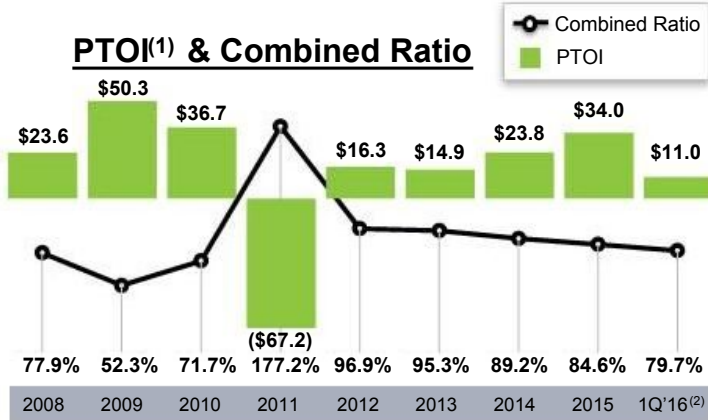
## GWP by Business Unit (TTM 3/31/16)



## About Us

- **Bermuda team underwrites:**
  - Property cat, short tail per risk and proportional treaty reinsurance worldwide
  - Excess casualty and professional liability for Fortune 1000 accounts
- **Building diversity through international expansion:**
  - Established primary operations in Brazil
  - Established operations in Eurozone
- **Distributes through brokers**

## PTOI<sup>(1)</sup> & Combined Ratio



## Gross Written Premium



All data in millions except for ratio calculations. TTM = trailing twelve months.

(1) PTOI = Pre-Tax Operating Income. Excludes interest expense.

(2) Data is based on year-to-date as of March 31, 2016.

(3) Data is based on trailing twelve months as of March 31, 2016.

# 1Q 2016 Operating Results

	1Q 2016	1Q 2015
Gross Written Premiums	\$519.8	\$476.7
Net Written Premiums	303.4	296.0
Earned Premiums	344.9	334.6
Losses and Loss Adjustment Expenses	191.6	183.7
Underwriting, Acquisition and Insurance Expenses	132.6	129.6
<b>Underwriting Income</b>	<b>\$20.7</b>	<b>\$21.3</b>
Net Investment Income	21.2	25.7
Fee and other income (expense), net	0.3	(0.4)
Interest Expense	4.8	4.9
<b>Operating Income</b>	<b>\$37.4</b>	<b>\$41.7</b>
Net Realized Investment and Other Gains	(2.8)	11.1
Foreign Currency Exchange Gain (Loss)	(1.5)	9.6
<b>Income Before Taxes</b>	<b>\$33.1</b>	<b>\$62.4</b>
Income Tax Provision	5.4	3.6
<b>Net Income</b>	<b>\$27.7</b>	<b>\$58.8</b>
<b>Operating Income per Common Share (Diluted) <sup>1</sup></b>	<b>1.06</b>	<b>1.16</b>
<b>Net Income per Common Share (Diluted)</b>	<b>\$0.98</b>	<b>\$2.05</b>
Loss Ratio <sup>2</sup>	55.5%	54.9%
Expense Ratio <sup>3</sup>	38.5%	38.7%
<b>Combined Ratio</b>	<b>94.0%</b>	<b>93.6%</b>



All data in millions except for per share data and ratio calculations.

(1) Calculated using an assumed tax rate of 20%.

(2) Defined as Losses and Loss Adjustment Expenses / Earned Premiums.

(3) Defined as Underwriting, Acquisition and Insurance Expenses / Earned Premiums.

# Conservative Investment Strategy

As of March 31, 2016

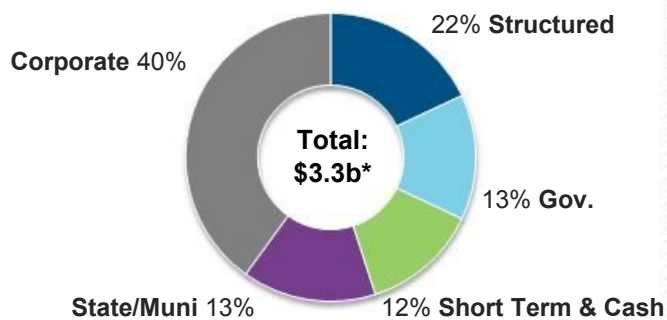
## Portfolio Characteristics

- Duration of 2.3 years
- Average rating of 'A1/A+'
- Book yield of 2.9%\*
- Very liquid
- Conservatively managed

\*Book yield is pre-tax & includes all fixed maturities

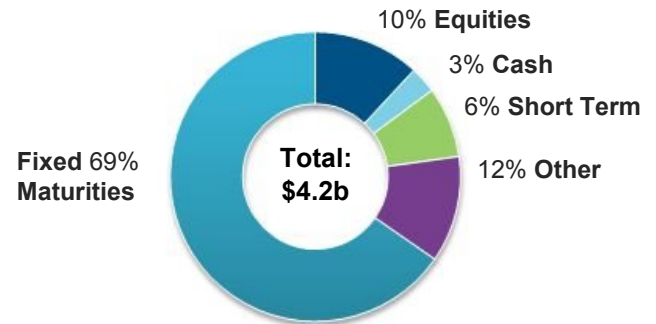
\*Duration includes cash & equivalents

## Fixed Maturities by Type

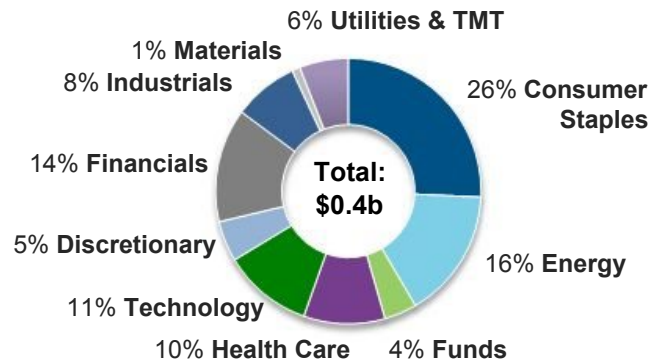


\*\$2.9 billion in fixed maturities, \$0.4 billion in short term & cash

## Asset Allocation



## Equity Investments by Sector



# Active Capital Management

*Through share repurchases and dividends, we have returned \$447 million of capital and repurchased 30% of shares outstanding from 2010 through 1Q 2016*

	2010	2011	2012	2013	2014	2015	1Q 2016	2010-Q1'16 Total
Total Shares Outstanding	31,206,796	31,285,469	31,384,271	34,066,889	34,318,224	37,105,922	37,162,077	
Less: Treasury Shares	3,363,560	4,971,305	6,459,613	7,558,345	8,606,489	9,181,644	9,525,296	
<b>Net Shares</b>	<b>27,843,236</b>	<b>26,314,164</b>	<b>24,924,658</b>	<b>26,508,544</b>	<b>25,711,735</b>	<b>27,924,278</b>	<b>27,636,781</b>	
<b>Shares Repurchased</b>	<b>3,217,561</b>	<b>1,607,745</b>	<b>1,488,308</b>	<b>1,098,732</b>	<b>1,048,144</b>	<b>575,155</b>	<b>343,652</b>	<b>9,379,297</b>
<i>As % of Beg. Net Shares</i>	10%	6%	6%	4%	4%	2%	1%	30%
Avg. Repurchase Price per Share	\$33.05	\$30.69	\$29.89	\$42.32	\$48.45	\$51.55	\$55.29	\$36.77
<b>Total Repurchased (\$m)</b>	<b>\$105.2</b>	<b>\$49.5</b>	<b>\$44.2</b>	<b>\$46.5</b>	<b>\$50.8</b>	<b>\$29.7</b>	<b>\$19.0</b>	<b>\$344.8</b>
Dividends per Share	\$0.48	\$0.48	\$0.48	\$0.60	\$0.69	\$0.82	\$0.22	\$3.77
<b>Dividend Payments (\$m)</b>	<b>\$14.2</b>	<b>\$13.1</b>	<b>\$12.3</b>	<b>\$15.8</b>	<b>\$18.2</b>	<b>\$22.7</b>	<b>\$6.2</b>	<b>\$102.5</b>
<b>Repurchases + Dividends (\$m)</b>	<b>\$119.4</b>	<b>\$62.6</b>	<b>\$56.5</b>	<b>\$62.3</b>	<b>\$68.9</b>	<b>\$52.4</b>	<b>\$25.2</b>	<b>\$447.3</b>



Note: Not adjusted for June 2013 or March 2015 stock dividend.

# Stock Price Performance – Last 2 Years



Source: SNL Financial (as of 5/12/16).  
Note: Peer Group consists of: Allied World, American Financial, Arch Capital, Aspen, AXIS Capital, Endurance, Global Indemnity, Markel, Navigators, OneBeacon, RLI Corp, Selective Group, W.R. Berkley.

# Compelling Valuation vs. Peer Group



Source: SNL Financial (as of 5/12/16).

Note: Price to book is average price/book across all peer companies based on latest reported book value. Peer Group consists of: Allied World, American Financial, Arch Capital, Aspen, AXIS Capital, Endurance, Global Indemnity, Markel, Navigators, OneBeacon, RLI Corp, Selective Group, W.R. Berkley.



# Well Positioned for Value Creation in 2016 and Beyond

*We believe that Argo Group has potential to generate substantial value for new and existing investors*

## Operations

- Significant changes to premium composition completed
- Results of underwriting initiatives evident in financials
- Continue to employ and attract some of the best talent in the industry
- Incremental yield improvements can have a favorable impact on ROE

## Capital

- Moderate financial leverage
- Strong balance sheet with adequate reserves and excellent asset quality

## Valuation

- Compelling investment case
- Stock trading at a discount to peers
- Upside potential as past and ongoing efforts continue