

JAMES RIVER GROUP, INC  
 Form 4  
 December 04, 2006

**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 \*  
 ZECH JAMES L

2. Issuer Name and Ticker or Trading Symbol  
 JAMES RIVER GROUP, INC  
 [JRVR]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 300 MEADOWMONT VILLAGE  
 CIRCLE, SUITE 333  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/30/2006

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

CHAPEL HILL, NC 27517

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 Ownership (Instr. 4)		
				(A) or (D)	Price				
				Code	V	Amount			
Common Stock, par value \$0.01 per share	11/30/2006		S	1,530	D	\$ 34 (1)	153,470	I	By Northaven Management, Inc. (1)
Common Stock, par value \$0.01 per share	11/30/2006		S	541	D	\$ 33.95 (1)	152,929	I	By Northaven Management, Inc. (1)
	11/30/2006		S	2,100	D		150,829	I	

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Common Stock, par value \$0.01 per share					\$ 33.9 <u>(1)</u>				By Northaven Management, Inc. <u>(1)</u>
Common Stock, par value \$0.01 per share	11/30/2006	S	100	D	\$ 33.88 <u>(1)</u>	150,729	I		By Northaven Management, Inc. <u>(1)</u>
Common Stock, par value \$0.01 per share	11/30/2006	S	543	D	\$ 33.86 <u>(1)</u>	150,186	I		By Northaven Management, Inc. <u>(1)</u>
Common Stock, par value \$0.01 per share	11/30/2006	S	8,163	D	\$ 33.85 <u>(1)</u>	142,023	I		By Northaven Management, Inc. <u>(1)</u>
Common Stock, par value \$0.01 per share	11/30/2006	S	500	D	\$ 33.83 <u>(1)</u>	141,523	I		By Northaven Management, Inc. <u>(1)</u>
Common Stock, par value \$0.01 per share	11/30/2006	S	5,557	D	\$ 33.82 <u>(1)</u>	135,966	I		By Northaven Management, Inc. <u>(1)</u>
Common Stock, par value \$0.01 per share	11/30/2006	S	150	D	\$ 33.81 <u>(1)</u>	135,816	I		By Northaven Management, Inc. <u>(1)</u>
Common Stock, par value \$0.01 per share	11/30/2006	S	1,762	D	\$ 33.8 <u>(1)</u>	134,054	I		By Northaven Management, Inc. <u>(1)</u>
Common Stock, par value \$0.01 per share	11/30/2006	S	43	D	\$ 33.75 <u>(1)</u>	134,011	I		By Northaven Management, Inc. <u>(1)</u>
	11/30/2006	S	50	D		133,961	I		

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Common Stock, par value \$0.01 per share					\$ 33.69 <u>(1)</u>				By Northaven Management, Inc. <u>(1)</u>
Common Stock, par value \$0.01 per share	11/30/2006	S	299	D	\$ 33.65 <u>(1)</u>	133,662	I		By Northaven Management, Inc. <u>(1)</u>
Common Stock, par value \$0.01 per share	11/30/2006	S	100	D	\$ 33.64 <u>(1)</u>	133,562	I		By Northaven Management, Inc. <u>(1)</u>
Common Stock, par value \$0.01 per share	11/30/2006	S	912	D	\$ 33.6 <u>(1)</u>	132,650	I		By Northaven Management, Inc. <u>(1)</u>
Common Stock, par value \$0.01 per share	11/30/2006	S	350	D	\$ 33.59 <u>(1)</u>	132,300	I		By Northaven Management, Inc. <u>(1)</u>
Common Stock, par value \$0.01 per share						129,960	D		
Common Stock, par value \$0.01 per share						276,753	I		By High Ridge Capital Partners II, L.P.
Common Stock, par value \$0.01 per share						1,883,590	I		By HRWCP I, L.P.

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

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(9-02)

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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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V (A) (D)		Date Exercisable Expiration Date	Title Number of Shares		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZECH JAMES L 300 MEADOWMONT VILLAGE CIRCLE SUITE 333 CHAPEL HILL, NC 27517	X	X		

## Signatures

/s/ E. Caperton Lauver,  
Attorney-in-Fact  
 12/04/2006  
 \*\*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).
- The shares of common stock are held for the accounts of four private investment funds for which Northaven Management, Inc. acts as the (1) investment manager. Mr. Zech is an executive employee of Northaven Management, Inc. and acquired a profit participation interest in Northaven Management, Inc. commencing on January 1, 2006.
- 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.