

GREENLIGHT CAPITAL RE, LTD.

Form 8-K

February 22, 2011

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934

February 22, 2011  
Date of report (Date of earliest event reported)

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GREENLIGHT CAPITAL RE, LTD.  
(Exact name of registrant as specified in charter)

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| Cayman Islands<br>(State or other<br>jurisdiction of<br>incorporation) | 001-33493<br>(Commission file<br>number) | N/A<br>(IRS employer<br>identification no.) |
|--|--|---|

65 Market Street, Suite  
1207  
Jasmine Court  
Camana Bay  
P.O. Box 31110  
Grand Cayman  
Cayman Islands  
(Address of principal  
executive offices)

KY1-1205  
(Zip code)

(345) 943-4573

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(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

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 (see General Instruction A.2. below):

- 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 2.02 Results of Operations and Financial Condition

On February 22, 2011, Greenlight Capital Re, Ltd. issued a press release announcing its financial results for the fourth quarter and year ended December 31, 2010. A copy of the press release is attached hereto as Exhibit 99.1 to this Form 8-K and incorporated herein by reference.

In accordance with general instruction B.2 to Form 8-K, the information set forth in this Item 2.02 (including Exhibit 99.1) shall be deemed "furnished" and not "filed" with the Securities and Exchange Commission for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended, (the "Exchange Act"), or otherwise subject to the liabilities of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

99.1 Press release, dated February 22, 2011, issued by Greenlight Capital Re, Ltd.

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.

Dated: February 22, 2011, GREENLIGHT CAPITAL RE, LTD.

By: /s/ Tim Courtis  
Tim Courtis  
Chief Financial Officer

EXHIBIT INDEX

| Exhibit Number | Description of Document  |
|----------------|--|
| 99.1           | <u>Press release, dated February 22, 2011, issued by Greenlight Capital Re. Ltd.</u> |

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