

GREENLIGHT CAPITAL RE, LTD.

Form 8-K

February 21, 2012

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 21, 2012

Date of report (Date of earliest event reported)

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

Cayman Islands
(State or other
jurisdiction of
incorporation)

001-33493
(Commission
file number)

N/A
(IRS employer
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
(Registrant's telephone number, including area code)

Not Applicable

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(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))

Item 2.02 Results of Operations and Financial Condition

On February 21, 2012, Greenlight Capital Re, Ltd. (the "Registrant") issued a press release announcing its financial results for the fourth quarter and year ended December 31, 2011. 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 (the "SEC") 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 Earnings press release, "Greenlight Re Announces Fourth Quarter and Year End 2011 Financial Results", dated February 21, 2012, issued by the Registrant.

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, thereunto duly authorized.

GREENLIGHT CAPITAL RE, LTD.
(Registrant)

| | |
|--------|-------------------------|
| By: | /s/ Tim Courtis |
| Name: | Tim Courtis |
| Title: | Chief Financial Officer |
| Date: | February 21, 2012 |