IPC HOLDINGS LTD Form 425 April 16, 2009

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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 Date of Report (Date of earliest event reported): April 16, 2009

### VALIDUS HOLDINGS, LTD.

(Exact name of registrant as specified in its charter)

Bermuda 001-33606 98-0501001

(State or other jurisdiction of incorporation)

(Commission File Number)

(I.R.S. Employer Identification No.)

19 Par-La-Ville Road, Hamilton, HM 11 Bermuda

(Address of principal executive offices)

Registrant s telephone number, including area code: (441) 278-9000 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:

- b Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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#### Item 8.01 Other Events.

On April 16, 2009, Validus Holdings, Ltd. (Validus) issued a press release. The press release is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

## Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following exhibits are filed herewith:

Exhibit No. Description

99.1 Press Release, dated April 16, 2009, entitled Validus Holdings Files Preliminary Proxy Statement in

connection with Special Meeting of its Shareholders.

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#### **SIGNATURES**

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.

Date: April 16, 2009

VALIDUS HOLDINGS, LTD. (Registrant)

By: /s/ Joseph E. (Jeff) Consolino Name: Joseph E. (Jeff) Consolino

Title: Executive Vice President & Chief

Financial Officer

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## **EXHIBIT INDEX**

Exhibit Description

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connection with Special Meeting of its Shareholders.