

IPC HOLDINGS LTD
Form 425
May 06, 2009

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**FORM 8-K/A
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 5, 2009**

VALIDUS HOLDINGS, LTD.
(Exact name of registrant as specified in its charter)

| | | |
|---|--|---|
| Bermuda (State or other jurisdiction of incorporation) | 001-33606 (Commission File Number) | 98-0501001 (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:

- 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 8.01 Other Events.

This Current Report on Form 8-K/A amends our Current Report on Form 8-K filed with the Securities and Exchange Commission on May 5, 2009. This amendment is being filed to amend and restate Exhibit 99.1 under Item 9.01 to add Max Capital Group Ltd. s (Max) 1st Quarter 2009 ROAE of 13.1% to the chart on page 3 and to remove Max s name from the footnote on that same page describing the companies whose information was not included.

Item 9.01. Financial Statements and Exhibits.

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

| Exhibit No. | Description |
|-------------|---------------------------------------|
| 99.1 | Investor Presentation dated May 2009. |

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: May 6, 2009

VALIDUS HOLDINGS, LTD.

(Registrant)

By: /s/ C. Jerome Dill

Name: C. Jerome Dill

Title: Executive Vice President & General
Counsel