

Blue Capital Reinsurance Holdings Ltd.
Form 8-K
July 15, 2015

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): **July 15, 2015**

Blue Capital Reinsurance Holdings Ltd.

(Exact name of registrant as specified in its charter)

Bermuda
(State or other jurisdiction
of incorporation)

001-36169
(Commission File Number)

98-1120002
(IRS Employer
Identification No.)

94 Pitts Bay Road

Pembroke HM 08

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Bermuda

(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: **(441) 278-5004**

(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 4.01 CHANGES IN REGISTRANT S CERTIFYING ACCOUNTANT.

On July 15, 2015, the Board of Directors of Blue Capital Reinsurance Holdings Ltd. (the Registrant), upon recommendation of its Audit Committee, approved the engagement of Ernst & Young Ltd. (E&Y) as the Registrant s independent registered public accounting firm following the resignation of PricewaterhouseCoopers Ltd. (PwC) on June 30, 2015 due to an impending independence conflict.

During the fiscal years ended December 31, 2014, and 2013, and the subsequent interim periods through July 15, 2015, neither the Registrant nor anyone on its behalf has consulted with E&Y regarding (i) the application of accounting principles to a specified transaction, either completed or proposed, or the type of audit opinion that might be rendered on the Registrant s financial statements, and neither a written report nor oral advice was provided to the Registrant that E&Y concluded was an important factor considered by the Registrant in reaching a decision as to the accounting, auditing or financial reporting issue; or (ii) any matter that was either the subject of a disagreement (as defined in Item 304(a)(1)(iv) of Regulation S-K) or a reportable event (as described in Item 304(a)(1)(v) of Regulation S-K).

ITEM 8.01 OTHER EVENTS.

On July 15, 2015, the Board of Directors of the Registrant approved the engagement of E&Y the Registrant s independent registered public accounting firm following the resignation of PwC.

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.

Blue Capital Reinsurance Holdings Ltd. (Registrant)

July 15, 2015
Date

By: /s/ Michael S. Paquette
Name: Michael S. Paquette
Title: Chief Financial Officer