

Blue Capital Reinsurance Holdings Ltd.  
Form 8-K  
May 17, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 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): May 16, 2016**

**BLUE CAPITAL REINSURANCE HOLDINGS LTD.**

**(Exact Name of Registrant as Specified in Its Charter)**

**Bermuda**  
**(State or Other Jurisdiction**  
**of Incorporation or Organization)**

**001-36169**  
**(Commission**  
**File Number)**  
**Waterloo House**

**98-1120002**  
**(I.R.S. Employer**  
**Identification No.)**

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**100 Pitts Bay Road**

**Pembroke HM 08**

**Bermuda**

**(Address of Principal Executive Offices)**

**Registrant's telephone number, including area code: (441) 278-0400**

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))

**ITEM 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.**

The Company's 2016 Annual General Meeting of Shareholders (the "2016 Annual Meeting") was held on May 16, 2016. The following summarizes each of the 2016 Annual Meeting proposals and the voting results thereon:

**I. Approval of Five Member Board and Election of Directors**

The Company's Bye-Laws provide for a classified Board, divided into three classes of approximately equal size. At the 2016 Annual Meeting, Company shareholders (the "Shareholders") voted to fix the number of directors at five and to elect three director nominees to the Company's Board, one as a Class A Director, one as a Class B Director and one as a Class C Director, for terms ending at the Annual General Meeting of Shareholders held in 2017, 2018 and 2019, respectively.

The table below details the voting results for this proposal.

Nominee	Votes For	Votes Against	Abstain	Non-Votes
Michael J. McGuire	5,344,868	76,618	7,678	2,425,242
Adam G. Szakmary	5,346,823	75,663	6,678	2,425,242
Eric Lemieux	5,358,123	64,363	6,678	2,425,242

**II. Appointment of Independent Auditor**

At the 2016 Annual Meeting, Shareholders voted to approve the appointment of Ernst & Young Ltd., an independent registered public accounting firm, as the Company's independent auditor for 2016, and authorized the Board, acting by the Company's Audit Committee, to set their remuneration. The table below details the voting results for this proposal.

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Votes For	Votes Against	Abstain	Non-Votes
7,825,927	22,707	5,772	0

**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)

May 17, 2016

Date

By: /s/ John V. Del Col

Name: John V. Del Col

Title: Secretary