

AXIS CAPITAL HOLDINGS LTD
Form 8-K
September 18, 2007

**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): **August 31, 2007**

AXIS CAPITAL HOLDINGS LIMITED

(Exact Name Of Registrant As Specified In Charter)

Bermuda
(State of Incorporation)

001-31721
(Commission File No.)

98-0395986
(I.R.S. Employer
Identification No.)

92 Pitts Bay Road

Pembroke, Bermuda HM 08

(Address of principal executive offices, including zip code)

(441) 405-2600

(Registrant's telephone number, including area code)

Not applicable

(Former name or 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):

- o 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))
-

Item 8.01

Other Events.

During August 2007, AXIS Capital Holdings Limited (the Company) repurchased 2,224,833 of its common shares in the open market at an average price per share of \$35.74 or approximately \$79.5 million in the aggregate. The repurchases were made pursuant to a \$400 million share repurchase plan previously authorized by the Company's Board of Directors. Following the August repurchases, the Company had approximately \$219.9 million remaining available for future repurchases under the current authorization. Any additional share repurchases under the current authorization may be effected from time to time in open market or privately negotiated transactions at times and in amounts that management deems appropriate through December 2008.

2

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.

Dated: September 17, 2007

AXIS CAPITAL HOLDINGS LIMITED

By: */s/ Richard T. Gieryn, Jr.*
Richard T. Gieryn, Jr.
General Counsel