

EVEREST RE GROUP LTD
Form SC 13D/A
December 28, 2015
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D/A

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 7)*

EVEREST RE GROUP, LTD.
(Name of Issuer)

Common Shares, \$0.01 par value
(Title of Class of Securities)

G3223R108
(CUSIP Number)

Sanjoy Mukherjee
Senior Vice President, General Counsel and Secretary
Everest Re Group, Ltd.
Wessex House – 2nd Floor
45 Reid Street
P.O. Box HM 845
441-295-0006
(Name, Address and Telephone Number of Person Authorized to Receive
Notices and Communications)

December 22, 2015
(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. []

Note. Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. G3223R108

1. Names of Reporting Persons EVEREST
REINSURANCE HOLDINGS, INC.
22-3263609
2. Check the Appropriate Box if a Member of a (a) Group
(See Instructions) (b)
3. SEC Use Only
4. Source of Funds (See Instructions)
5. Check if Disclosure of Legal Proceedings is Required
Pursuant to Item 2(d) or 2(e)
6. Citizenship or Place of Organization United
States of America
7. Sole Voting Power 0 (See Item 5)
- Number of 8. Shared Voting Power 0
Shares 9. Sole Dispositive Power 0 (See Item 5)
Beneficially
Owned by
Each
Reporting 10. Shared Dispositive Power 0
Person With
11. Aggregate Amount Beneficially Owned by
Each Reporting Person 0
12. Check if the Aggregate Amount in Row (11)
Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by Amount in
Row (11) 0%

14 Type of Reporting Person (See Instructions)
CO, OO

Introductory Statement

This Amendment No. 7 (this "Amendment") amends the Schedule 13D initially filed on August 6, 2010 (the "Original; Filing"), relating to the common shares, par value \$0.01, of Everest Re Group, Ltd. ("Group" or the "Issuer"). Information reported in the Original Filing remains in effect except to the extent that it is amended or superseded by information contained in this Amendment.

Item 4. Purpose of Transaction.

The disclosure in Item 4 of this Schedule 13D is hereby amended and supplemented by adding the following statement after the final paragraph thereof:

Everest Reinsurance Holdings, Inc., an indirect wholly-owned subsidiary of Group, has reported the exchange of 9,719,971 Common Shares of Group to Everest Preferred International Holdings, Ltd., a wholly-owned subsidiary of Group, in exchange for Preferred Shares of Everest Preferred International Holdings, Ltd., as of December 22, 2015. After the exchange, Everest Reinsurance Holdings, Inc. no longer holds any shares or has any ownership interest in Group.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: December 28, 2015

EVEREST REINSURANCE
HOLDINGS, INC.

By: /S/ CRAIG HOWIE
Craig Howie
Executive Vice President
and
Chief Financial Officer