

TRANSATLANTIC HOLDINGS INC  
Form 425  
July 28, 2011

**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 28, 2011**

**ALLIED WORLD ASSURANCE COMPANY HOLDINGS, AG**

(Exact Name of Registrant as Specified in Charter)

**Switzerland**

**001-32938**

**98-0681223**

(State or Other Jurisdiction  
of Incorporation)

(Commission File Number)

(I.R.S. Employer  
Identification No.)

**Lindenstrasse 8  
6340 Baar  
Zug, Switzerland**

(Address of Principal Executive Offices and Zip Code)

**Registrant's telephone number, including area code: 41-41-768-1080**

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 8.01. Other Events.**

On July 28, 2011, Allied World Assurance Company Holdings, AG ( Allied World ) issued a press release in response to the decision by the board of directors of Transatlantic Holdings, Inc. ( Transatlantic ) to reaffirm its recommendation for Allied World's merger of equals with Transatlantic. Allied World, GO Sub, LLC and Transatlantic entered into a previously announced Agreement and Plan of Merger, dated as of June 12, 2011. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits.**

*(d) Exhibits*

Exhibit	
Number	Description
99.1	Press release, dated July 28, 2011.

---

**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.

**ALLIED WORLD ASSURANCE COMPANY HOLDINGS,  
AG**

Dated: July 28, 2011

By: /s/ Wesley D. Dupont

Name: Wesley D. Dupont

Title: Executive Vice President, General  
Counsel and Corporate Secretary

---

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press release, dated July 28, 2011.