

XL GROUP PLC  
Form 8-K  
May 26, 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): May 23, 2011

XL GROUP

**Public Limited Company**

(Exact name of registrant as specified in its charter)

Ireland 1-10804 98-0665416  
(State or other jurisdiction of (Commission (IRS Employer  
incorporation) File Number) Identification No.)

No. 1 Hatch Street Upper, 4<sup>th</sup> Floor, <sup>2</sup>  
Dublin, Ireland  
(Address of principal executive (Zip Code)  
offices)

Registrant's telephone number, including area code: +353 (1) 405-2033

Not Applicable  
(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 (*see* General Instruction A.2. below):

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

XL Group plc (the “Company”) announced that its Chief Financial Officer, Irene M. Esteves, will be leaving the Company following a transition period to pursue an opportunity with a Fortune 150 Company outside the insurance industry. The Company will initiate a search for Ms. Esteves’ replacement.

On May 23, 2011, the Company issued the press release attached as Exhibit 99.1 and incorporated by reference herein.

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

(d) Exhibits. The following exhibits are filed herewith:

Exhibit No. Description

99.1 Press Release (“XL Group plc Announces Departure of CFO”) dated May 23, 2011.

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**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.

Date: May 26, 2011

XL Group plc

By: /s/ James H. Veghte \_\_\_\_\_

Name: James H. Veghte

Title: Executive Vice President, Chief Executive  
of Reinsurance Operations

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