

RENAISSANCE CAPITAL GROWTH & INCOME FUND III INC  
Form 8-K  
December 20, 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):

**December 17, 2007**

**RENAISSANCE CAPITAL GROWTH & INCOME FUND III, INC.**

(Exact name of registrant as specified in its charter)

**TX**  
(State or other jurisdiction  
of incorporation)

**33-75758**  
(Commission File Number)

**75-2533518**  
(I.R.S. Employer Identification No.)

**8080 North Central Expressway, Suite 210, LB-59, Dallas, TX**  
(Address of principal executive offices)

**75206**  
(Zip Code)

Registrants telephone number, including area code:

**(214) 891-8294**

**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:

- 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))
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**Item 2.02. Results of Operations and Financial Condition.**

- (a) On December 17, 2007, Renaissance Capital Growth & Income Fund III, Inc. (the Fund) issued a press release:

announcing the adoption of a new deemed dividend policy; and  
describing, in general, deemed dividends and their effect on the Fund and its shareholders.

The press release is included as Exhibit 99.1 hereto.

**Item 7.01. Regulation FD Disclosure.**

Please see the disclosure in Item 2.02 above describing the Funds issuance of a press release regarding deemed dividends and its deemed dividend policy.

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

(d) Exhibits.

Exhibit 99.1      Press Release dated December 17, 2007.

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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.

**RENAISSANCE CAPITAL GROWTH & INCOME FUND III, INC.**

December 19, 2007  
(Date)

/s/ Russell Cleveland  
Russell Cleveland, President

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**Exhibit Index**

Exhibit

Number	Description
99.1	Press Release dated December 17, 2007.

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