

RENAISSANCE CAPITAL GROWTH & INCOME FUND III INC  
Form 8-K  
January 12, 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):

**January 10, 2007**

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

(Exact name of registrant as specified in its charter)

<b>TX</b> (State or other jurisdiction of incorporation)	<b>33-75758</b> (Commission File Number)	<b>75-2533518</b> (I.R.S. Employer Identification No.)
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<b>8080 North Central Expressway, Suite 210, LB-59, Dallas, TX</b> (Address of principal executive offices)	<b>75206</b> (Zip Code)
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Registrant's telephone number, including area (214) 891-8294  
code:

**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))

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

(a) On January 10, 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 Fund’s 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 January 10, 2007.

**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.**

January 12, 2007  
(Date)

/s/ Russell Cleveland  
Russell Cleveland, President

**Exhibit Index**

Exhibit Number	Description
99.1	Press Release dated January 10, 2007.