

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) October 7, 1998

RENAISSANCE MEDIA GROUP LLC
RENAISSANCE MEDIA (TENNESSEE) LLC
RENAISSANCE MEDIA (LOUISIANA) LLC
RENAISSANCE MEDIA CAPITAL CORPORATION

(Exact Name of Registrants as Specified in Their Charters)

DELAWARE

(State or Other Jurisdiction of Incorporation or Organization)

| | |
|--------------|------------|
| 333-56679 | 14-1803051 |
| 333-56679-01 | 14-1801164 |
| 333-56679-02 | 14-1801165 |
| 333-56679-03 | 14-1803049 |
| ----- | ----- |

(Commission File Numbers) (I.R.S. Employer Identification Numbers)

ONE CABLEVISION CENTER - SUITE 100
FERNDALE, NY

12734

(Address of Principal Executive Offices)

(Zip Code)

(914) 295-2600

(Registrants' telephone number, including area code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events.

In a press release dated October 7, 1998, Renaissance Media (Louisiana) LLC ("Renaissance Louisiana"), Renaissance Media (Tennessee) LLC ("Renaissance Tennessee"), and Renaissance Media Capital Corporation, ("Renaissance Capital" and, together with Renaissance Louisiana and Renaissance Tennessee, the "Issuers"), and Renaissance Media Group LLC, announced the consummation of the Issuers' exchange offer for the Issuers' outstanding 10% Senior Discount Notes due 2008. A copy of the October 7 press release is being filed as exhibit 99.1 to this report.

Item 7. Financial Statements, Pro Forma Financial Statements and Exhibits.

(a) Financial Statements of Business Acquired.

Not applicable.

(b) Pro Forma Financial Information.

Not applicable.

(c) Exhibits.

99.1 Press Release dated October 7, 1998

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrants have duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

RENAISSANCE MEDIA GROUP LLC

Dated October 7, 1998

By: /s/ Mark W. Halpin

Name: Mark W. Halpin
Title: Treasurer and CFO

RENAISSANCE MEDIA (TENNESSEE) LLC

Dated October 7, 1998

By: /s/ Mark W. Halpin

Name: Mark W. Halpin
Title: Treasurer and CFO

RENAISSANCE MEDIA (LOUISIANA) LLC

Dated October 7, 1998

By: /s/ Mark W. Halpin

Name: Mark W. Halpin
Title: Treasurer and CFO

RENAISSANCE MEDIA CAPITAL CORPORATION

Dated October 7, 1998

By: /s/ Mark W. Halpin

Name: Mark W. Halpin
Title: Treasurer and CFO

EXHIBIT INDEX

99.1 Press Release dated October 7, 1998.

Renaissance Media Group LLC, Renaissance Media (Louisiana) LLC, Renaissance Media (Tennessee) LLC, Renaissance Media Capital Corporation

Announce Consummation of Exchange Offer

FERNDALÉ, N.Y., Oct. 7 /PRNewswire/ -- Renaissance Media (Louisiana) LLC, ("Renaissance Louisiana"), Renaissance Media (Tennessee) LLC, ("Renaissance Tennessee") and Renaissance Media Capital Corporation, ("Renaissance Capital" and together with Renaissance Louisiana and Renaissance Tennessee the "Issuers"), and Renaissance Media Group, LLC, announce the consummation of the Issuers' exchange offer for the Issuers' outstanding 10% Senior Discount Notes due 2008.

Pursuant to the exchange offer, \$163,150,000 aggregate principal amount at maturity of the Issuers' 10% Senior Discount Notes due 2008 (the "Old Notes") were tendered prior to the expiration of the exchange offer and exchanged for the same aggregate principal amount at maturity of the Issuers' 10% Senior Discount Notes due 2008, that have been registered under the Securities Act of 1933, as amended (the "Securities Act") (the "Exchange Notes"). The Old Notes were originally issued and sold on April 9, 1998 in a transaction exempt from registration under the Securities Act.

The Exchange Notes issued in the exchange offer have substantially the same terms and conditions as the Old Notes, except that the Exchange Notes are not subject to the restrictions on resale or transfer, which applied to the unregistered Old Notes.

Renaissance Media Group, LLC and its subsidiaries, including the Issuers (the "Company"), were formed in 1998 and own medium sized cable television systems clustered in southern Louisiana, western Mississippi and western Tennessee and, as of June 30, 1998, passed 180,561 homes and served 126,985 subscribers. Based on these numbers of subscribers, and at June 30, 1998, the Company is the 4th largest cable television system operator in Louisiana and the 5th largest cable television system operator in Tennessee.

SOURCE: Renaissance Media Group LLC