

RENAISSANCERE HOLDINGS LTD

Form 4

March 03, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Paradine Jonathan

2. Issuer Name **and** Ticker or Trading
Symbol
RENAISSANCERE HOLDINGS
LTD [RNR]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

RENAISSANCE HOUSE, 12
CROW LANE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/01/2017

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
SVP, CUO - Singapore

PEMBROKE, D0 HM 19

(City) (State) (Zip)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/01/2017		M ⁽¹⁾⁽²⁾	5,332 A \$ 50.71	67,748	D	
Common Stock	03/01/2017		F ⁽¹⁾⁽²⁾	1,816 D \$ 148.96	65,932	D	
Common Stock	03/01/2017		M ⁽¹⁾⁽³⁾	23,834 A \$ 53.86	89,766	D	
Common Stock	03/01/2017		F ⁽¹⁾⁽³⁾	8,618 D \$ 148.96	81,148	D	
Common Stock	03/01/2017		S ⁽¹⁾	6,955 D \$ 149.25	74,193	D	

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Common Stock	03/01/2017	S ⁽¹⁾	11,777	D	(4) \$ 149.91	62,416	D
					(5)		
Common Stock	03/01/2017	A ⁽⁶⁾	5,618	A	\$ 0	68,034	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Underlying Security
Non-Qualified Stock Option (Right to Buy)	\$ 50.71	03/01/2017		M ⁽¹⁾⁽²⁾		5,332		⁽⁷⁾	05/05/2018	RNR Common Stock	5,332
Non-Qualified Stock Option (Right to Buy)	\$ 53.86	03/01/2017		M ⁽¹⁾⁽³⁾		23,834		⁽⁸⁾	03/03/2018	RNR Common Stock	23,834

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Paradine Jonathan RENAISSANCE HOUSE 12 CROW LANE PEMBROKE, D0 HM 19	SVP, CUO - Singapore

Signatures

/S/ Molly E. Gardner,
Attorney-in-Fact 03/03/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The transactions reported hereby were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on December 2, 2016.
- (2) Relates to the exercise of employee options originally granted to the Reporting Person on May 5, 2008.
- (3) Relates to the exercise of employee options originally granted to the Reporting Person on March 3, 2008.
- Represents a weighted average price. The shares were sold in multiple transactions at prices ranged from \$148.60 to \$149.60 The
- (4) reporting person undertakes to provide the full information regarding the number of shares sold at each price to the Commission, the issuer or a security holder of the issuer upon request.
- Represents a weighted average price. The shares were sold in multiple transactions at prices ranged from \$149.61 to \$150.19 The
- (5) reporting person undertakes to provide the full information regarding the number of shares sold at each price to the Commission, the issuer or a security holder of the issuer upon request.
- (6) Grant of restricted common shares of the issuer pursuant to the RenaissanceRe Holdings Ltd. 2016 Long-Term Incentive Plan. These shares will vest in four equal annual installments beginning on March 1, 2018.
- (7) Vested in four equal installments beginning on May 5, 2009.
- (8) Vested in four equal installments beginning on March 3, 2009.

Remarks:

Exhibit 24.1 Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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