

RENAISSANCERE HOLDINGS LTD

Form 4

November 08, 2013

**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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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Durhager Peter C

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/06/2013

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
EVP & Chief Admin. Officer

(Street)

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

PEMBROKE, D0 HM 19

(City) (State) (Zip)

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 11/06/2013                              |                                                             | S <sup>(1)</sup>                        | 5,000 D \$ 95                                                       | 61,720                                                                                                             | D                                                                    |                                                                   |
| Common<br>Stock                       | 11/06/2013                              |                                                             | M <sup>(2)</sup>                        | 5,654 A \$ 49.1                                                     | 67,374                                                                                                             | D                                                                    |                                                                   |
| Common<br>Stock                       | 11/06/2013                              |                                                             | F <sup>(2)</sup>                        | 2,921 D \$ 95.07                                                    | 64,453                                                                                                             | D                                                                    |                                                                   |
| Common<br>Stock                       | 11/07/2013                              |                                                             | S <sup>(3)</sup>                        | 2,733 D \$ 95.03                                                    | 61,720 <sup>(4)</sup>                                                                                              | D                                                                    |                                                                   |

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

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SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | 8. Date Exercisable<br>Expiration Date | 9. Title | 10. Amount or<br>Number of<br>Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------|----------|--------------------------------------|
| Non-Qualified<br>Stock Option<br>(Right to Buy)     | \$ 49.1                                                            | 11/06/2013                              |                                                             | M <sup>(2)</sup>                     | 5,654                                                                                                           | 03/21/2006 03/21/2015                                          | RNR<br>Common<br>Stock                                         |                                        |          | 5,654                                |

## Reporting Owners

| Reporting Owner Name / Address                                              | Relationships                    |
|-----------------------------------------------------------------------------|----------------------------------|
|                                                                             | Director 10% Owner Officer Other |
| Durhager Peter C<br>RENAISSANCE HOUSE<br>12 CROW LANE<br>PEMBROKE, D0 HM 19 | EVP & Chief Admin. Officer       |

## Signatures

/S/ Stephen H. Weinstein,  
Attorney-in-Fact  
11/08/2013

\*\*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) This form reflects the sale of shares which may be deemed to be beneficially owned by the Reporting Person on November 6, 2013. The sale was effected pursuant to a previously disclosed Rule 10b5-1 trading plan adopted by the Reporting Person on May 23, 2013.
- (2) The transactions reported hereby relate to the exercise of employee stock options originally granted to the Reporting Person on March 21, 2005 with a ten year term. The exercise was effected pursuant to a previously disclosed Rule 10b5-1 trading plan adopted by the Reporting Person on May 23, 2013.
- (3) This transaction reflects the sale of shares, issued upon exercise of the employee stock options reported above. The exercises and subsequent sales were effected pursuant to a previously disclosed Rule 10b5-1 trading plan adopted by the Reporting Person on May 23,

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2013.

- (4) Includes 7,907 shares from prior awards of Performance Shares which will not be earned as the applicable performance conditions were not met, but will remain outstanding under the terms of the Performance Share Plan until the time vesting requirement is met, at which point the shares will be cancelled.

### Remarks:

See attached footnotes page.

All transactions listed above are pursuant to a previously disclosed Rule 10b5-1 trading plan adopted by the Reporting Person

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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