

RENAISSANCERE HOLDINGS LTD

Form 4

July 23, 2015

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Dutt Aditya

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)

3. Date of Earliest Transaction (Month/Day/Year)
10/04/2011

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
President, Ventures

RENAISSANCE HOUSE, 12 CROW LANE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 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)
			Code	V	Amount or Price (A) or (D)		
Common Stock	10/04/2011		P		41.9224 ⁽¹⁾ A \$ 60.34 ₍₂₎	D	
Common Stock	01/04/2012		P		34.8235 ⁽¹⁾ A \$ 72.93 ₍₂₎	D	
Common Stock	04/03/2012		P		34.9229 ⁽¹⁾ A \$ 75.79 ₍₂₎	D	
Common Stock	07/03/2012		P		53.6495 ⁽¹⁾ A \$ 76.27 ₍₂₎	D	
Common Stock	07/21/2015		S ⁽³⁾		9,792.3183 D \$ 107 45,215	D	

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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)

Table with 10 columns: 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 of Underlying Securities (Instr. 3 and 4), 8. Price of Derivative Security (Instr. 5), 9. Number of Derivative Securities Beneficially Owned (Instr. 5).

Reporting Owners

Table with 2 columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry for Dutt Aditya, RENAISSANCE HOUSE, 12 CROW LANE, PEMBROKE, D0 HM 19, President, Ventures.

Signatures

/S/ Stephen H. Weinstein, Attorney-in-Fact, 07/23/2015. Legend: __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) Represents shares acquired under a dividend reinvestment plan which, due to a clerical error, were not previously reported by the Reporting Person.
(2) Amounts represent the number of shares beneficially owned by the Reporting Person as if the Reporting Person acquired such shares immediately prior to the transaction that occurred on 07/21/2015 reported herein.
(3) The sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on December 4, 2014.

Remarks:

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Transactions pursuant to the dividend reinvestment plan reported herein inadvertently resulted in a short swing profit of approximately \$100,000. The Issuer will make arrangements with the Reporting Person to disgorge short swing profits realized to the Issuer, and upon satisfaction of the disbursement. The Reporting Person terminated his dividend reinvestment plan transactions following the July 3, 2012 transaction reported herein.

Exhibit List

Exhibit 24 - 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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