

RENAISSANCERE HOLDINGS LTD
Form 4
December 09, 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 *
Wilcox Mark Alexander

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)
12/07/2015

____ Director
 Officer (give title below) SVP, Chief Accounting Officer / Corporate Controller
____ 10% Owner
 Other (specify below)

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)
 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)
			Code	V	Amount	(D)	Price
Common Stock	12/07/2015		S		30,366	D	\$ 113.21
							47,029
							(1)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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

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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 Owned Following Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wilcox Mark Alexander RENAISSANCE HOUSE 12 CROW LANE PEMBROKE, D0 HM 19			SVP, Chief Accounting Officer	Corporate Controller

Signatures

s/ Stephen H. Weinstein,
Attorney-in-Fact

12/08/2015

**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).
Represents a weighted average price. The shares were sold in multiple transactions at prices ranged from \$113.04 to \$113.37. The (1) 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.

Remarks:

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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Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. **826,942** **10** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) **11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) **2.4%** **12** TYPE OF REPORTING PERSON (See Instructions) **IN**

CUSIP No. 904 311 107

SCHEDULE 13G

Page 3 of 5 Pages

Item 1 (a) Name of Issuer:

The name of the issuer is Under Armour, Inc., a Maryland corporation (the Issuer).

(b) Address of Issuer's Principal Executive Offices:

The principal executive office and mailing address of the Issuer is 1020 Hull Street, 3rd Floor, Baltimore, MD 21230.

Item 2 (a) Name of Person Filing:

The name of the person filing this statement is Ryan S. Wood (the Reporting Person).

(b) Address of Principal Business Office:

The Reporting Person's principal business address is c/o Under Armour, Inc, 1020 Hull Street, 3rd Floor, Baltimore, MD 21230.

(c) Citizenship:

The Reporting Person is a United States citizen.

(d) Title of Class of Securities:

This Schedule 13G relates to the Class A Common Stock, par value \$0.0003 1/3 (the Common Stock).

(e) CUSIP Number:

The CUSIP Number of the Common Stock is 904 311 107.

Item 3 If This Statement is Filed Pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), Check Whether the Person Filing is a:

N/A

Item 4 Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

826,942.²

(b) Percent of class:

2.4%.³

² Includes 50 shares of restricted stock as to which the Reporting Person has the right to vote and receive dividends but which cannot be sold and are subject to forfeiture during a restricted period, which ends on November 17, 2007.

- (c) Number of shares as to which the person has:
- (i) Sole power to vote or to direct the vote:
826,942.
 - (ii) Shared power to vote or to direct the vote:
0.
 - (iii) Sole power to dispose or to direct the disposition of:
826,942.
 - (iv) Shared power to dispose or to direct the disposition of:
0.

Item 5 Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Item 6 Ownership of More than Five Percent on Behalf of Another Person.

N/A

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

N/A

Item 8 Identification and Classification of Members of the Group.

N/A

Item 9 Notice of Dissolution of Group.

N/A

Item 10 Certifications.

N/A

³ The percent of class figure does not take into account 13,250,000 shares of outstanding Class B Common Stock of the Issuer, currently beneficially owned by Kevin A. Plank, the Issuer's Chairman, Chief Executive Officer and President. These shares of Class B Common Stock may be converted at the option of the holder of those shares into shares of the Issuer's Class A Common Stock. Assuming such a conversion, the Reporting Person's holdings would represent approximately 1.7% of the Issuer's Class A Common Stock.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 14, 2007
(Date)

/s/ Ryan S. Wood
(Signature)

Ryan S. Wood
(Name/Title)