

RENAISSANCERE HOLDINGS LTD

Form 4

March 12, 2007

**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 \*  
**RIKER WILLIAM I**

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, 8-20 EAST BROADWAY**

(Street)

**PEMBROKE HM 19, BERMUDA**

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)  
**03/08/2007**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President**

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  | (A) or (D)   | Price   |
| Common Stock                    | 03/08/2007                           |  | S                              |   | 403   | D  | \$ 51.19  |
| Common Stock                    | 03/08/2007                           |  | S                              |   | 161   | D  | \$ 51.18  |
| Common Stock                    | 03/08/2007                           |  | S                              |   | 81  | D  | \$ 51.17  |
| Common Stock                    | 03/08/2007                           |  | S                              |   | 322   | D  | \$ 51.16  |
| Common Stock                    | 03/08/2007                           |  | S                              |   | 81  | D  | \$ 51.15  |

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|              |            |   |        |   |          |         |   |           |
|--------------|------------|---|--------|---|----------|---------|---|-----------|
| Common Stock | 03/08/2007 | S | 81     | D | \$ 51.13 | 564,306 | D |           |
| Common Stock | 03/08/2007 | S | 81     | D | \$ 51.12 | 564,225 | D |           |
| Common Stock | 03/08/2007 | S | 242    | D | \$ 51.11 | 563,983 | D |           |
| Common Stock | 03/08/2007 | S | 81     | D | \$ 51.1  | 563,902 | D |           |
| Common Stock | 03/08/2007 | S | 81     | D | \$ 51.09 | 563,821 | D |           |
| Common Stock | 03/08/2007 | S | 242    | D | \$ 51.08 | 563,579 | D |           |
| Common Stock | 03/08/2007 | S | 403    | D | \$ 51.06 | 563,176 | D |           |
| Common Stock | 03/08/2007 | S | 2,500  | D | \$ 51.05 | 560,676 | D |           |
| Common Stock | 03/08/2007 | S | 484    | D | \$ 51.04 | 560,192 | D |           |
| Common Stock | 03/08/2007 | S | 968    | D | \$ 51.03 | 559,224 | D |           |
| Common Stock | 03/08/2007 | S | 322    | D | \$ 51.02 | 558,902 | D |           |
| Common Stock | 03/08/2007 | S | 1,048  | D | \$ 51.01 | 557,854 | D |           |
| Common Stock | 03/08/2007 | S | 17,419 | D | \$ 51    | 540,435 | D |           |
| Common Stock | 03/08/2007 | S | 1,300  | D | \$ 51    | 3,368   | I | by Spouse |
| Common Stock | 03/08/2007 | S | 300    | D | \$ 51.01 | 3,068   | I | by Spouse |
| Common Stock | 03/08/2007 | S | 100    | D | \$ 51.02 | 2,968   | I | by Spouse |
| Common Stock | 03/08/2007 | S | 1,400  | D | \$ 51.03 | 1,568   | I | by Spouse |
| Common Stock | 03/08/2007 | S | 100    | D | \$ 51.04 | 1,468   | I | by Spouse |
| Common Stock | 03/08/2007 | S | 500    | D | \$ 51.05 | 968     | I | by Spouse |
| Common Stock | 03/08/2007 | S | 100    | D | \$ 51.06 | 868     | I | by Spouse |
|              | 03/08/2007 | S | 868    | D |          | 0       | I | by Spouse |

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|                  |            |   |    |   |          |        |   |              |
|------------------|------------|---|----|---|----------|--------|---|--------------|
| Common Stock     |            |   |    |   | \$ 51.07 |        |   |              |
| Common Stock     | 03/08/2007 | S | 97 | D | \$ 51.19 | 12,023 | I | by Trust (1) |
| Common Stock (2) | 03/08/2007 | S | 39 | D | \$ 51.18 | 11,984 | I | by Trust (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)

| 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. Nu |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |           |       |
|---|---------------|-----------|-----------|-------|
|   | Director      | 10% Owner | Officer   | Other |
| RIKER WILLIAM I<br>RENAISSANCE HOUSE<br>8-20 EAST BROADWAY<br>PEMBROKE HM 19, BERMUDA | X             |           | President |       |

## Signatures

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

03/12/2007

\_\_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) These securities are owned and controlled by various trusts for the benefit of immediate family members of the reporting person and may be deemed to be beneficially owned by the reporting person.
- (2) Part 1 of 2. See subsequent Form 4 for other entries.

### Remarks:

In addition to the transactions being reported on this Form 4 (and the other Form 4 being filed by the Reporting Person on the date hereof), 302 shares of Common Stock held in a custodial account for the benefit of a niece of the Reporting Person (for which the Reporting Person serves as the custodian) were sold on March 8, 2007 for \$51.05 per share.

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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