

Curtis Ross
 Form 4
 February 09, 2018

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

OMB APPROVAL

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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 *
 Curtis Ross

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 SVP, Chief Underwriting Officer

(Last) (First) (Middle)
 RENAISSANCE HOUSE, 12 CROW LANE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/07/2018

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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	02/07/2018		D(1)(2)		2,841	D	\$ 131.92 95,423 D
Common Stock	02/07/2018		D(2)(3)		2,866	D	\$ 131.92 92,557 D
Common Stock	02/07/2018		D(2)(4)		3,124	D	\$ 131.92 89,433 D
Common Stock	02/07/2018		D(2)(5)		419	D	\$ 131.92 89,014 D
Common Stock	02/07/2018		D(2)(6)		3,128	D	\$ 131.92 85,886 D

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performance period are immediately forfeited.

- (3) Represents the forfeiture, following the Compensation Committee's determination of total shareholder return for 2017, of a portion of the third tranche of performance-based restricted shares granted to the reporting person on November 10, 2014 pursuant to the 2010 Plan.
Represents the forfeiture, following the Compensation Committee's determination of total shareholder return for 2017, of the full amount of the second tranche of performance-based restricted shares granted to the reporting person on January 12, 2016 pursuant to the Issuer's 2001 Stock Incentive Plan, as amended and restated.
- (5) Represents the forfeiture, following the Compensation Committee's determination of total shareholder return for 2017, of the full amount of the second tranche of performance-based restricted shares granted to the reporting person on May 16, 2016 pursuant to the Issuer's 2016 Long-Term Incentive Plan (the "2016 LTI Plan").
- (6) Represents the forfeiture, following the Compensation Committee's determination of total shareholder return for 2017, of the full amount of the first tranche of performance-based restricted shares granted to the reporting person on March 1, 2017 pursuant to the 2016 LTI Plan.

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