

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

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 20, 2013

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**RenaissanceRe Holdings Ltd.**  
(Exact name of registrant as specified in its charter)

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Bermuda  
(State or other jurisdiction  
of incorporation)

001-14428  
(Commission File Number)

98-014-1974  
(IRS Employer  
Identification No.)

Renaissance House  
12 Crow Lane, Pembroke  
Bermuda  
(Address of principal executive offices)

HM 19  
(Zip Code)

Registrant's telephone number, including area code: (441) 295-4513

Not Applicable  
(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02(b).**        **Departure of Directors or Certain Officers; Election of Certain Officers;  
Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of  
Certain Officers.**

**Item 8.01.**        **Other Events.**

On February 20, 2013, the Board of Directors (the "Board") of RenaissanceRe Holdings Ltd. (the "Company") announced (i) that Thomas A. Cooper will retire from the Board and (ii) the nomination of Brian G.J. Gray to fill the vacancy created by the retirement of Mr. Cooper from the Board, each to occur in conjunction with the Company's Annual General Meeting of Shareholders in May 2013.

The Company's press release, issued February 20, 2013, announcing the retirement of Mr. Cooper and the nomination of Mr. Gray, is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01.**        **Financial Statements and Exhibits.**

(c) Exhibits.

<u><b>Exhibit #</b></u>	<u><b>Description</b></u>
99.1	Copy of the Company's press release, issued February 20, 2013.

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 26, 2013

RENAISSANCERE HOLDINGS LTD.

By:	<u>/s/ Stephen H. Weinstein</u>
Name:	Stephen H. Weinstein
Title:	SVP, General Counsel & Corporate Secretary

## INDEX TO EXHIBITS

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## **Brian Gray to Join RenaissanceRe Board of Directors**

PEMBROKE, Bermuda -- February 20, 2013 -- RenaissanceRe Holdings Ltd. (NYSE:RNR) announced today that Thomas A. Cooper, 76, who has served as a member of the Board since 1996, will retire as a Director, and that Brian G. J. Gray, the recently retired Group Chief Underwriting Officer of Swiss Re, will join the Board, each to occur in conjunction with the Company's Annual General Meeting of Shareholders in May 2013.

Neill A. Currie, Chief Executive Officer, said, "As RenaissanceRe celebrates its twentieth year, it is fitting that we honor Tom, who has served our company since just after our initial public offering. At the same time, we look forward to the knowledge and insight that Brian will bring to the boardroom, drawing from the depth of his underwriting experience and his record of achievement in our industry. As RenaissanceRe's operations and underwriting activities continue to expand both geographically and in terms of our coverages, Brian's contributions will be timely and valuable."

Ralph B. Levy, Chairman, added, "On behalf of the entire Board of Directors of RenaissanceRe, I thank Tom for his many years of service. We are truly in his debt. On behalf of my fellow directors, I am also pleased to welcome Brian, whose industry knowledge will contribute to our stewardship of the organization on behalf of all of its shareholders."

Brian Gray, 50, served in a variety of capacities at Swiss Re, including Group Chief Underwriting Officer from 2008 to 2012, and was a member of Swiss Re's Group Executive Committee. Mr. Gray joined Swiss Re's Canadian operations in 1985, serving in a number of underwriting positions before being selected for a rotational leadership program in 1994. Mr. Gray was appointed to a series of increasingly senior positions before being promoted to President and CEO for Swiss Re Canada in 2001, and assuming global responsibility for property and specialty lines in 2005. Mr. Gray obtained his B.A. in Economics from Sir Wilfrid Laurier University in Ontario, and his M.B.A. from the University of Toronto.

RenaissanceRe Holdings Ltd. is a global provider of reinsurance and insurance. The Company's business consists of two reportable segments: (1) Reinsurance, which includes catastrophe reinsurance, specialty reinsurance and certain property catastrophe and specialty joint ventures, managed by the Company's ventures unit, and (2) Lloyd's, which includes reinsurance and insurance business written through RenaissanceRe Syndicate 1458.

Source: RenaissanceRe Holdings Ltd.

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