

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Fraser James Christopher</u> <hr/> (Last) (First) (Middle) RENAISSANCE HOUSE 12 CROW LANE <hr/> (Street) PEMBROKE D0 HM 19 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>RENAISSANCE HOLDINGS LTD [RNR]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>SVP, Chief Accounting Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/01/2019</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	03/01/2019		A <sup>(1)</sup>		2,532	A	\$0.00	10,254	D	
Common Stock	03/01/2019		M		557	A	(2)	10,811	D	
Common Stock	03/01/2019		D		557	D	\$146.1 <sup>(2)</sup>	10,254	D	
Common Stock	03/01/2019		M		509	A	(2)	10,763	D	
Common Stock	03/01/2019		D		509	D	\$146.1 <sup>(2)</sup>	10,254	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	(2)	03/01/2019		M			557	(3)	(3)	RNR Common Stock	557	\$0.00	0	D	
Restricted Stock Units	(2)	03/01/2019		M			509	(4)	(4)	RNR Common Stock	509	\$0.00	510	D	

**Explanation of Responses:**

- Grant of restricted common shares of the Issuer pursuant to the RenaissanceRe Holdings Ltd. 2016 Long-Term Incentive Plan. These shares will vest in four equal annual installments beginning on March 1, 2020.
- Each cash-settled restricted stock unit was the economic equivalent of one share of the Issuer's common stock and they were settled in cash upon vesting.
- These cash-settled restricted stock units were granted on March 20, 2015 under the Issuer's 2010 Restricted Stock Unit Plan (the "2010 Plan") and vested in four equal annual installments beginning on March 1, 2016.
- These cash-settled restricted stock units were granted on March 15, 2016 under the Issuer's 2010 Plan and vest in four equal annual installments beginning on March 1, 2017.

**Remarks:**

/s/ Molly E. Gardner 03/05/2019  
Attorney-in-Fact

\*\* Signature of Reporting Person Date

\* 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).

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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