| SEC | Form | 4 |
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Section 16. Form 4 or Form 5<br>obligations may continue. See |
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| nstruction 1(b).  |
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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

| OWR APPRC               | IVAL      |
|-------------------------|-----------|
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| hours per response:     | 0.5       |

| LUMMIS  |  |                  | 2. Issuer Name and Ticker or Trading Symbol<br><u>RENAISSANCERE HOLDINGS LTD</u> [<br>RNR ] |                        | tionship of Reporting Pe<br>( all applicable)<br>Director<br>Officer (give title<br>below) | erson(s) to Issuer<br>10% Owner<br>Other (specify<br>below) |  |
|---|--|------------------|---|------------------------|--|---|--|
| (Last) (First)<br>RENAISSANCE HOUSE<br>8-12 EAST BROADWAY |  | (Middle)         | 3. Date of Earliest Transaction (Month/Day/Year)<br>02/04/2004                              |                        | Exec. Vice President & CFO   |   |  |
| (Street)<br>PEMBROKE<br>HM 19<br>(City) (State) (Zip)     |  | BERMUDA<br>(Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                    | 6. Indiv<br>Line)<br>X | vidual or Joint/Group Fili<br>Form filed by One Re<br>Form filed by More th<br>Person      | porting Person  |  |

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |               | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                                  |
|---------------------------------|--|---|------------------------------|---|---|---------------|---|---|---|----------------------------------|
|                                 |  |   | Code                         | v | Amount  | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)                                |   | (insu. 4)                        |
| Common Stock                    |  |   |                              |   |   |               |   | 115,480   | D   |                                  |
| Common Stock <sup>(2)</sup>     | 02/04/2004                                 |   | F                            |   | 8,129   | D             | \$51.53   | 70,602  | Ι   | by<br>Partnership <sup>(1)</sup> |
| Common Stock                    |  |   |                              |   |   |               |   | 4,500   | Ι   | by Mother                        |

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

|  |  | (e.g., p  | outs, c                      | ans, | warr   | ants,  | options,                                       | convertio          | le sec   | curities)                                      |   |  |  |  |
|--|--|---|------------------------------|------|--|--|--|--------------------|--|--|---|--|--|--|
| 1. Title of<br>Derivativ<br>Security<br>(Instr. 3) | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |      | 5. Nu<br>of<br>Deriv<br>Secu<br>Acqu<br>(A) of<br>Dispo<br>of (D)<br>(Instr<br>and 5 | rative<br>rities<br>ired<br>r<br>osed<br>)<br>. 3, 4 | 6. Date Exerc<br>Expiration Da<br>(Month/Day/) | ate                | 7. Title<br>Amouri<br>Securi<br>Underi<br>Deriva<br>Securi<br>and 4) | nt of<br>ties<br>lying<br>tive<br>ty (Instr. 3 | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |  |   | Code                         | v    | (A)  | (D)  | Date<br>Exercisable                            | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares         |   |  |  |  |

Explanation of Responses:

1. These securities are owned and controlled by a family limited partnership for the benefit of immediate family members of the reporting person (the "Partnership") and may be deemed to be beneficially owned by the reporting person.

2. Represents exclusively shares withheld by the Issuer in respect of payment of withholding tax liability.

<u>/s/ John M. Lummis</u>

<u>02/06/2004</u> Date

\*\* Signature of Reporting Person

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

 $^{\ast}$  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.

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 Number.

Partnership") and may