OMB APPROVAL

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SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

Amendment No. 7

RenaissanceRe Holdings Ltd.

(Name of Issuer)

Common Shares, par value \$1.00 per share

(Title of Class of Securities)

G7496G103

(CUSIP Number)

March 31, 2000

\_\_\_\_\_\_ \_\_\_\_\_

(Date of Event Which Requires Filing of this Statement)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the  $\operatorname{Act}$ but shall be subject to all other provisions of the Act (however, see the Notes).

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SEC 1745 (2-95)

Page 2 of 7 Pages CUSIP No. G7496G103 13G 1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) Warburg, Pincus Investors, L.P. 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware \_ \_\_\_\_\_\_

5 SOLE VOTING POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY		6	SHARED VOTING POWER
			1,693
			· 
	EACH REPORTING		SOLE DISPOSITIVE POWER
PERS WIT			-0-
			SHARED DISPOSITIVE POWER
			1,693
			BENEFICIALLY OWNED BY EACH REPORTING PERSON
9		AMOUNI	DENEFICIALLI OWNED BI BACH REFORTING FERSON
	1,693 		
10	CHECK BOX	IF THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11	PERCENT OF	CLASS	REPRESENTED BY AMOUNT IN ROW 9
	.0086%		
12	TYPE OF RE	SPORTING	G PERSON*
	PN		
		*SEE ]	INSTRUCTION BEFORE FILLING OUT!
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CUSIP No.	G7496G103	_	13G Page 3 of 7 Pages
		-	
		EPORTING	G PERSON
	NAME OF RE		G PERSON DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
		.R.S. II	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
1	S.S. OR I. Warburg, H	R.S. II	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.
1	S.S. OR I. Warburg, H	R.S. II	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
1	S.S. OR I. Warburg, H	R.S. II	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*
1	S.S. OR I. Warburg, H	R.S. II	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]
1	S.S. OR I. Warburg, H	Pincus &	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]
1	S.S. OR I. Warburg, I. CHECK THE	Pincus &	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]
2	S.S. OR I. Warburg, F	Pincus &	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]
2	S.S. OR I. Warburg, F. CHECK THE  SEC USE ON CITIZENSH	Pincus &	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]
2	S.S. OR I. Warburg, F	APPROPE	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]
2	S.S. OR I. Warburg, F. CHECK THE  SEC USE ON CITIZENSH	APPROPE	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]  LACE OF ORGANIZATION
2	S.S. OR I. Warburg, F. CHECK THE  SEC USE ON CITIZENSH	APPROPE	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]  LACE OF ORGANIZATION  SOLE VOTING POWER  315
	S.S. OR I. Warburg, F. CHECK THE  SEC USE ON CITIZENSH	APPROPE	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]  LACE OF ORGANIZATION  SOLE VOTING POWER
1 2 2 3 3 4 4 NUMBE SHAR	S.S. OR I. Warburg, I CHECK THE  SEC USE OR CITIZENSHI New York  R OF ES	APPROPE	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]  LACE OF ORGANIZATION  SOLE VOTING POWER  315  SHARED VOTING POWER
1 2 2 3 3 4 4 4 SHAR BENEFIC OWNED	S.S. OR I. Warburg, F. CHECK THE  SEC USE ON CITIZENSHI  New York  R OF ES IALLY BY	APPROPE	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]  LACE OF ORGANIZATION  SOLE VOTING POWER  315  SHARED VOTING POWER  1,693
1 2 2 3 4 NUMBE SHAR BENEFIC	S.S. OR I. Warburg, F. CHECK THE  SEC USE OF CITIZENSH  New York  R OF ES IALLY BY H	APPROPE	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]  LACE OF ORGANIZATION  SOLE VOTING POWER  315  SHARED VOTING POWER  1,693
1 2 2 3 4 NUMBE SHAR BENEFIC OWNED EAC REPOR PERS	Warburg, FOR THE CHECK THE	APPROPE	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]  LACE OF ORGANIZATION  SOLE VOTING POWER  315  SHARED VOTING POWER  1,693  SOLE DISPOSITIVE POWER
1 2 2 3 3 4 4 4 5 5 HAR BENEFIC OWNED EAC REPOR	Warburg, FOR THE CHECK THE	APPROPE	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]  LACE OF ORGANIZATION  SOLE VOTING POWER  315  SHARED VOTING POWER  1,693
1 2 2 3 4 NUMBE SHAR BENEFIC OWNED EAC REPOR PERS	Warburg, FOR THE CHECK THE	APPROPE	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]  LACE OF ORGANIZATION  SOLE VOTING POWER  315  SHARED VOTING POWER  1,693  SOLE DISPOSITIVE POWER
1 2 2 3 4 NUMBE SHAR BENEFIC OWNED EAC REPOR PERS	Warburg, FOR THE CHECK THE	APPROPE	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]  LACE OF ORGANIZATION  SOLE VOTING POWER  1,693  SOLE DISPOSITIVE POWER  315  SHARED DISPOSITIVE POWER
1 2 2 3 4 NUMBE SHAR BENEFIC OWNED EAC REPOR PERS	Warburg, FOR THE CHECK THE	APPROPE	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]  LACE OF ORGANIZATION  SOLE VOTING POWER  1,693  SOLE DISPOSITIVE POWER  315
1 2 2 3 4 NUMBE SHAR BENEFIC OWNED EAC REPOR PERS WIT	S.S. OR I. Warburg, F. CHECK THE  SEC USE ON CITIZENSHI  New York  R OF ES IALLY BY H TING ON H	APPROPE	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]  LACE OF ORGANIZATION  SOLE VOTING POWER  1,693  SOLE DISPOSITIVE POWER  315  SHARED DISPOSITIVE POWER
1 2 2 3 4 NUMBE SHAR BENEFIC OWNED EAC REPOR PERS WIT	S.S. OR I. Warburg, F. CHECK THE  SEC USE ON CITIZENSHI  New York  R OF ES IALLY BY H TING ON H	APPROPE	DENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)  & Co.  RIATE BOX IF A MEMBER OF A GROUP*  (a) [ ]  (b) [X]  LACE OF ORGANIZATION  SOLE VOTING POWER  1,693  SOLE DISPOSITIVE POWER  315  SHARED DISPOSITIVE POWER  1,693

. (	01%					
12 TY	TYPE OF REPORTING PERSON*					
P1	N 					
	*SEE ]	INSTRUCTION BEFORE FILLING OUT!				
CUSIP No. G74	 496G103 	13G Page 4 c	f 7 Pages			
S.	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON E.M. Warburg, Pincus & Co., LLC					
2 CF	HECK THE APPROPE	RIATE BOX IF A MEMBER OF A GROUP*	(a) [ ] (b) [X]			
3 SE	SEC USE ONLY					
4 C1	ITIZENSHIP OR PI	LACE OF ORGANIZATION				
Ne	New York					
	5	SOLE VOTING POWER				
		-0-				
NUMBER ( SHARES		SHARED VOTING POWER				
BENEFICIAI OWNED BY		1,693				
EACH REPORTIN	 NG 7	SOLE DISPOSITIVE POWER				
PERSON WITH		-0-				
		SHARED DISPOSITIVE POWER				
		1,693				
9 AC		BENEFICIALLY OWNED BY EACH REPORTING PERSON				
1,	, 693 					
10 CF	HECK BOX IF THE	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAI	N SHARES*			
	ERCENT OF CLASS	REPRESENTED BY AMOUNT IN ROW 9				
12 TY	TYPE OF REPORTING PERSON*					
00	)					

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

\*SEE INSTRUCTION BEFORE FILLING OUT!

This Amendment No. 7 amends the Schedule 13G initially filed by the Reporting Entities on February 8, 1996 (as amended, the "Schedule 13G"), relating to the Common Shares, par value \$1.00 per share (the "Common Shares"), of RenaissanceRe Holdings Ltd., a Bermuda company, and is being filed pursuant to Rule 13d-2 of the General Rules and Regulations under the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Unless otherwise indicated, all capitalized terms used but not defined herein shall have the same meaning as set forth in the Schedule 13G.

The Reporting Entities are hereby reporting a change in their beneficial ownership of the Common Shares caused by the distribution on March 31, 2000, by Warburg, Pincus Investors, L.P. ("WPI") of an aggregate of 1,542,025 Common Shares to the partners of WPI. The sole general partner of WPI, Warburg, Pincus & Co., a New York general partnership ("WP"), in turn distributed a portion of the shares of Common Stock it received to its partners (collectively, the "Distribution"). E.M. Warburg, Pincus & Co., LLC, a New York limited liability company ("EMW LLC"), manages WPI. As a result of the Distribution, WPI directly owns 1,693 Common Shares and WP directly owns 315 Common Shares. With respect to such Common Shares now owned directly by WP, this Amendment is being filed solely to reflect a change in ownership from indirect to direct.

As a result of such transactions, the percentage of Common Stock that may be deemed to be beneficially owned by the Reporting Entities has decreased from 7.8% to .0086% in the case of WPI and EMW LLC, and from 8.0% to .01% in the case of WP.

Item 4. Ownership

Item 4 of the Schedule 13G is hereby amended by deleting such item in its entirety and replacing it with the following:

Item 4. Ownership of WP:

- (a) 2,008 Common Shares, as of March 31, 2000.
- (b) .01%
- (c) (i) 315
  - (ii) 1,693
  - (iii) 315 (iv) 1,693

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## Ownership of WPI and EMW LLC:

- (a) 1,693 Common Shares, as of March 31, 2000.
- (b) .0086%
- (c) (i) -0-
  - (ii) 1,693
  - (iii) -0-(iv) 1,693

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## SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: April 7, 2000

WARBURG, PINCUS INVESTORS, L.P.

By: Warburg, Pincus & Co., General Partner

By: /s/ Stephen Distler

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Name: Stephen Distler Title: Partner

WARBURG, PINCUS & CO.

By: /s/ Stephen Distler

Name: Stephen Distler

Title: Partner

E.M. WARBURG, PINCUS & CO., LLC

By: /s/ Stephen Distler

\_\_\_\_\_

Name: Stephen Distler Title: Member

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