SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 8-K

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 5, 1997

RENAISSANCERE HOLDINGS LTD. (Exact name of registrant as specified in charter)

Bermuda 34-0-26512 98-013-8020 (State or other jurisdiction (Commission (IRS Employer of incorporation) File Number) Identification No.)

Renaissance House, 8-12 East Broadway HM 19
Pembroke, Bermuda (Zip Code)
(Address of principal executive offices)

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

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

Item 5. Other Events

On February 5, 1997, RenaissanceRe Holdings Ltd. issued a press release announcing that the Board of Directors had voted to increase the Company's quarterly cash dividend by 25 percent to \$0.25 per share from \$0.20 per share. The Company also announced that Scott E. Pardee, Senior Advisor to, and the former Chairman of, Yamaichi International (America), Inc., was appointed a director of the Company.

A copy of such Press Release is included herewith as Exhibit 99.1 and incorporated by reference herein.

Item 7. Financial Statements and Exhibits

- (c) Exhibit:
 - 99.1 Press Release issued by the Company, dated February 5, 1997.

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

RENAISSANCERE HOLDINGS LTD.

/s/ Keith S. Hynes Name: Keith S. Hynes Title: Senior Vice President

Title: Senior Vice President and Chief Financial Officer

February 20, 1997

EXHIBIT INDEX

Exhibit

99.1 Press Release of the Company, dated February 5, 1997.

RENAISSANCERE HOLDINGS LTD. INCREASES DIVIDEND AND APPOINTS DIRECTOR

Bermuda--February 5, 1997--The Board of Directors of RenaissanceRe Holdings Ltd. (NYSE: RNR) today voted to increase the Company's quarterly cash dividend by 25 percent to \$0.25 per share from \$0.20 per share. The dividend will be paid on March 5, 1997 to shareholders of record on February 19, 1997.

The Board of Directors also announced that Scott E. Pardee, Senior Advisor to Yamaichi International (America), Inc., was appointed a director to serve until the 1997 Annual General Meeting of Shareholders. Mr. Pardee was Chairman of Yamaichi International (America), Inc. from March 1989 to December 1994. Mr. Pardee has also served as Executive Vice President and a member of the Board of Directors of Discount Corporation of New York, a primary dealer in U.S. government securities and Senior Vice President and Manager of the Federal Reserve Bank of New York, responsible for foreign exchange activities of the Federal Open Market Committee. Mr. Pardee is currently Chairman of the MIT Council for Economics, a Trustee of the Woodrow Wilson National Fellowship Foundation, and a Trustee of the Geonomics Institute.

RenaissanceRe Holdings Ltd., through its subsidiaries RenaissanceReinsurance Ltd. and Glencoe Insurance Ltd., is a global provider of reinsurance and insurance. The Company's principal product is property catastrophe reinsurance.

* * * * *

CONTACT: Keith S. Hynes

Senior Vice President and Chief Financial Officer (441) 295-4513

(441) 295-4513

John D. Nichols, Jr. Vice President

#