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

SCHEDULE 13G

AMENDMENT NO. 3

UNDER THE SECURITIES EXCHANGE ACT OF 1934

RenaissanceRe Holdings Ltd.

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(Name of Issuer)

Common Stock, par value \$1 per share

## (Title of Class of Securities)

G7496G103

(CUSIP Number)

December 31, 2008

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(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[] Rule 13d-1(c) [] Rule 13d-1(d) [X] Rule 13d-1(b)

\* 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 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 Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1.	NAME OF I NO. OF A		PERSON/S.S. OR I.R.S. IDENT ON	IFICATION
	PZENA IN	VESTMENT	MANAGEMENT, LLC	
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (A) [ ] (B) [ ]			
3.	SEC USE	ONLY		
4.	CITIZENS	HIP OR PL	ACE OF ORGANIZATION	
	DELAWARE			
		5.	SOLE VOTING POWER	
			2,350,023	
NUMBER OF SHARES		6.	SHARED VOTING POWER	
BENEFICIALLY OWNED BY			0	
EACH REPORTING PERSON		7.	SOLE DISPOSITIVE POWER	
WITH:			3,046,428	

	 8.	SHARED DISPOSITIVE	E POWER
		0	
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		BINITICIALLI OWNED DI	
	3,046,428		
•	CERTAIN SHARES*	E AGGREGATE AMOUNT IN F	[]
•	PERCENT OF CLASS	S REPRESENTED BY AMOUNT	IN ROW (9)
	4.96%		
· · ·	TYPE OF REPORTIN		
	IA		
SIP NO. G7496G	103	SCHEDULE 13G	PAGE 3 OF 6 PAGES
EM 1.			
(a) Name of		sanceRe Holdings Ltd.	
(b) Addres	s of Issuer's Prir	ncipal Executive Office	es:
Renaiss	ance House, 8-20 F	Last Broadway, Pembroke	HM 19. Bermuda
EM 2.			
(a) Name o	f Person Filing: P	2 zena Investment Manage	
(b) Addres	 s of Principal Bus	siness Office or, if no	one, Residence:
12	0 West 45th Street	, 20th Floor, New Yor}	. NY 10036
(c) Citizer	nship: Delaware		
(d) Title of	t Class of Securit	cies: Common Stock	
(-) 00075	Number: G7496G10	)3	
(e) CUSIP i			
(e) CUSIP ]			
EM 3. IF THIS	STATEMENT IS FILED THE PERSON FILING		-1(B), OR 13D-2(B), CHECK
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ITEM 4. OWNERSHIP

If the percent of the class owned, as of December 31 of the year covered by this statement, or as of the last day of any month described in Rule  $13d-1\,(b)\,(2)\,,$  if

applicable, exceeds five percent, provide the following information as of that date and identify those shares which there is a right to acquire.

(a)	Amount Beneficially Ow	ned: 3,046,428		
(b)	Percent of Class:	4.96%		
(c)	Number of shares as to	which such person has:		
	(i)sole power to vote	or to direct the vote:	2,350,023	
	(ii)shared power to vo	te or to direct the vote:	0	
	(iii)sole power to disp	ose or to direct the dispos	sition of:	3,046,428
	(iv) shared power to d	ispose or to direct the dis	position of:	0
ITEI	4 5. OWNERSHIP OF FIV	E PERCENT OR LESS OF A CLAS	S	

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [ X ].

#### ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than five percent of the class, such person should be identified. A listing of the shareholders of an investment company registered under the Investment Company Act of 1940 or the beneficiaries of employees benefit plan, pension fund or endowment fund is not required.

CLIENTS OF THE FILING INVESTMENT MANAGER HAVE THE RIGHT TO RECEIVE AND THE ULTIMATE POWER TO DIRECT THE RECEIPT OF DIVIDENDS FROM, OR THE PROCEEDS OF SALE OF THE SECURITIES REPORTED ON HEREINABOVE. NO INTEREST OF ANY ONE OF SUCH CLIENTS RELATES TO MORE THAN FIVE PERCENT OF THE CLASS.

# ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

If a parent holding company has filed this schedule, pursuant to Rule 13d-1(b)(ii)(G), so indicate under Item 3(g) and attach an exhibit stating the identity and the Item 3 classification of the relevant subsidiary. If a parent holding company has filed this schedule pursuant to Rule 13d-1(c), attach an exhibit stating the identification of the relevant subsidiary. NOT APPLICABLE.

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## ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

If a group has filed this schedule pursuant to Rule 13d-1 (b) (ii) (J), so indicate under Item 3(h) and attach an exhibit stating the identity and Item 3 classification of each member of the group. If a group has filed this schedule pursuant to Rule 13d-1 (d), attach an exhibit stating the identity of each member of the group. NOT APPLICABLE.

#### ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Notice of dissolution of a group may be furnished as an exhibit stating the date of the dissolution and that all further filings with respect to transactions in the security report on will be filed, if required, by members of the group, in their individual capacity. NOT APPLICABLE.

### ITEM 10. CERTIFICATION

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

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

Dated as of January 9, 2009

Joan Berger, General Counsel & Chief Compliance Officer - -----

NAME/TITLE