FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

3235-0287 OMB Number:

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Form filed by One Reporting Person

Form filed by More than One Reporting Person

Estimated average burden hours per response 0.5

Check this box if no longer subject to	O I/ (I EIII	hours per response:				
Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	F	iled 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>Weinstein Stephen Howard</u> (Last) (First) (Middle RENAISSANCE HOUSE 8-20 EAST BROADWAY	iddle)	2. Issuer Name and Ticker or Trading Symbol <u>RENAISSANCERE HOLDINGS LTD</u> [RNR] 3. Date of Earliest Transaction (Month/Day/Year) 03/02/2009		5. Relationship of Reporting Person(s) to Is (Check all applicable) Director 10 X Officer (give title 00 below) be SVP, General Counsel &		
(Street)		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi	dual or Joint/G	roup Filing (Check Appli	cable Line)

(Street) PEMBROKE, BERMUDA	D0	HM19			
(City)	(State)	(Zip)			

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

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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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	 Transaction(s) (Instr. 3 and 4) 		(Instr. 4)
Common Stock	01/08/2009		G	v	1,028	D	\$0.00	56,311	D	
Common Stock	01/08/2009		G	v	1,028	A	\$0.00	3,436	I	by Trusts ⁽¹⁾
Common Stock	03/02/2009		A		40,881 ⁽²⁾	A	\$0.0	97,192	D	
Common Stock	03/02/2009		F		976 ⁽³⁾	D	\$44.03	96,216	D	
Common Stock	03/03/2009		F		360 ⁽³⁾	D	\$43.01	95,856	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)	Code (I	Transaction Code (Instr. 8)		ber of ive ies ed (A) osed of tr. 3, 4	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)	derivative Securities Beneficially Owned Following Reported	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	Amount or Number of Shares		Transaction(s) (Instr. 4)	

Explanation of Responses:

1. These shares were gifted to and are directly held by two separate trusts for the benefit of each of two minor children of the Reporting Person, respectively, and may be deemed to be beneficially owned by the Reporting Person.

2. These shares will vest in four equal installments beginning on March 2, 2010.

3. Represents exclusively shares withheld by the Registrant in respect of payment of withholding tax liability incurred upon the vesting of restricted shares.

/s/ Anthony E. Szydlowski, Attorney-in-Fact

** Signature of Reporting Person

Date

03/04/2009

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

* 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.

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