SEC Form 4

FORM 4

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

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

1. Name and Address of Reporting Person[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
NICHOLS JOHN DRAKE	RENAISSANCERE HOLDINGS LTD [RNR]	Director 10% Owner
(Last) (First) (Middle)		X Officer (give title below) Other (specify below)
RENAISSANCE HOUSE 8-20 EAST BROADWAY	3. Date of Earliest Transaction (Month/Day/Year) 02/22/2010	EVP, RenRe Holdings
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
PEMBROKE, BERMUDA D0 HM 19		X Form filed by One Reporting Person
(City) (State) (Zip)		Form filed by More than One Reporting Person

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

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 Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/22/2010		S		3,304	D	$54.88[(1)]	181,296	D	
Common Stock	02/23/2010		S		21,800	D	$54.93[(2)]	159,496	D	
Common Stock								6,978	I	By Partnership[(3)]
Common Stock								1,137	I	By Spouse

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)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership 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				

Explanation of Responses:

1. Represents a weighted average sale price; the sales prices ranged from $54.85 to $54.95. Upon request, the full sale information regarding the number of shares sold at each price increment will be provided to the Commission, the Issuer or a security holder of the issuer.

2. Represents a weighted average sale price; the sales prices ranged from $54.90 to $55.01. Upon request, the full sale information regarding the number of shares sold at each price increment will be provided to the Commission, the Issuer or a security holder of the issuer.

3. These securities are owned and controlled by a family limited partnership for the benefit of immediate family members of the Reporting Person and may be deemed to be beneficially owned by the Reporting Person.

/s/ Stephen H. Weinstein, Attorney-in-Fact	02/24/2010
** Signature of Reporting Person	Date