
**UNITED STATES
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): May 28, 2013

RenaissanceRe Holdings Ltd.
(Exact name of registrant as specified in its charter)

Bermuda
(State or other jurisdiction
of incorporation)

001-14428
(Commission
File Number)

98-014-1974
(IRS Employer
Identification No.)

Renaissance House
12 Crow Lane, Pembroke
Bermuda
(Address of principal executive offices)

HM 19
(Zip Code)

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

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events

(a) On May 28, 2013, RenaissanceRe Holdings Ltd. (the “Company”) announced that it had issued a notice of mandatory redemption of 5,000,000 of its issued and outstanding 6.08% Series C Preference Shares (the “Series C Shares”) and all 6,000,000 of its issued and outstanding 6.60% Series D Preference Shares (the “Series D Shares”). The redemptions are to take place on June 27, 2013. The redemptions will be conducted pursuant to the terms of the Certificate of Designation, Preferences and Rights of the Series C Shares and the Certificate of Designation, Preferences and Rights of the Series D Shares. The Depository Trust Company (DTC), the securities’ holder of record, will determine by random lottery how the partial redemption of the Series C Shares will be allocated. The redemption price will be \$25 per Series C Share and \$25 per Series D Share, plus accrued and unpaid dividends to the redemption date.

(b) On May 28, 2013, the Company issued a press release, a copy of which is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit #</u>	<u>Description</u>
99.1	Copy of the Company’s press release, issued May 28, 2013

SIGNATURES

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

RENAISSANCERE HOLDINGS LTD.

Date: May 28, 2013

By: /s/ Stephen H. Weinstein

Name: Stephen H. Weinstein

Title: SVP, General Counsel & Corporate Secretary

INDEX TO EXHIBITS

<u>Exhibit No.</u>	<u>Description</u>
99.1	Copy of the Company's press release, issued May 28, 2013



RenaissanceRe Holdings Ltd. Announces Redemption of Remaining 6.60% Series D Preference Shares and Partial Redemption of 6.08% Series C Preference Shares

PEMBROKE, Bermuda, May 28, 2013 — RenaissanceRe Holdings Ltd. (NYSE:RNR) announced today that it has decided to call the remaining 6,000,000 of its outstanding 6.60% Series D Preference Shares (NYSE: RNRPRD; CUSIP: G7498P 40 8) and 5,000,000 of its outstanding 6.08% Series C Preference Shares (NYSE: RNRPRC; CUSIP: G7498P 30 9) for mandatory redemption on June 27, 2013. The redemption price will be \$25 per Series D Preference Share and Series C Preference Share, plus accrued and unpaid dividends to June 27, 2013.

The Depository Trust Company (DTC), the securities' holder of record, will determine by random lottery how the partial redemption of the Series C Preference Shares will be allocated, in accordance with DTC's rules and procedures. All of the outstanding Series D Preference Shares will be called for redemption. On and after the redemption date, the Series C Preference Shares and Series D Preference Shares so redeemed will no longer be deemed to be outstanding, dividends on such Series C Preference Shares and Series D Preference Shares will cease to accrue, and all rights of the holders of such Series C Preference Shares and Series D Preference Shares will cease, except for the right to receive the redemption price, without interest thereon, upon surrender of such Series C Preference Shares or Series D Preference Shares, as applicable.

As of today there are 6,000,000 of the Series D Preference Shares outstanding, all of which are being called for redemption, and 10,000,000 Series C Preference Shares outstanding, of which 5,000,000 are being called for redemption. The notice of redemption has been mailed to registered holders of the Series C Preference Shares and Series D Preference Shares today. Requests for additional copies of the notice of redemption and the related materials should be directed to the redemption agent, Computershare Trust Company, N.A., at 250 Royall Street, Canton, MA 02021.

RenaissanceRe Holdings Ltd. is a global provider of reinsurance and insurance. The Company's business consists of two reportable segments: (i) Reinsurance, which includes catastrophe reinsurance, specialty reinsurance and certain property catastrophe and specialty joint ventures managed by the Company's ventures unit, and (ii) Lloyd's, which includes reinsurance and insurance business written through Syndicate 1458.

Cautionary Statement under "Safe Harbor" Provisions of the Private Securities Litigation Reform Act of 1995: Statements made in this news release contain information about the Company's future business plans. These statements may be considered "forward-looking." These statements are subject to risks and uncertainties that could cause actual results to differ materially from those set forth in or implied by such forward-looking statements. For further information regarding cautionary statements and factors affecting future results, please refer to RenaissanceRe Holdings Ltd.'s filings with the Securities and Exchange Commission, including its Annual Report on Form 10-K for the year ended December 31, 2012 and Quarterly Report on Form 10-Q for the quarter ended March 31, 2013.

Investor Contact:

RenaissanceRe Holdings Ltd.

Rohan Pai, 441-295-4513

Director of Investor Relations

or

Media Contact:

Kekst and Company

Peter Hill or Dawn Dover, 212-521-4800