
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):

February 19, 2016

RenaissanceRe Holdings Ltd.

(Exact name of registrant as specified in its charter)

Bermuda

001-14428

98-0141974

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

Renaissance House, 12 Crow Lane, Pembroke, Bermuda

HM 19

(Address of principal executive offices)

(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))
-

Item 5.02. Departure of Directors or Certain Officers; Election of Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) On February 19, 2016, RenaissanceRe Holdings Ltd. (the “Company”) announced that (i) Nicholas L. Trivisonno will retire from the Company’s Board of Directors (the “Board”) in conjunction with the Company’s Annual General Meeting of Shareholders in May 2016 (the “Annual Meeting”) and (ii) that Carol P. Sanders has been nominated by the Board to fill the vacancy created by Mr. Trivisonno’s retirement. Ms. Sanders’s election is subject to the approval of the Company’s shareholders at the Annual Meeting.

The Company’s press release, issued February 19, 2016, announcing the retirement of Mr. Trivisonno and the nomination of Ms. Sanders, is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 8.01. Other Events.

The disclosure set forth in Item 5.02 above is hereby incorporated by reference.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

99.1 Copy of the Company’s press release issued February 19, 2016

SIGNATURES

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.

February 23, 2016

By: /s/ Stephen H. Weinstein

Name: Stephen H. Weinstein

Title: SVP, Group General Counsel and Corporate Secretary

Exhibit Index

Exhibit No.	Description
99.1	Press release dated February 19, 2016

Carol Sanders to Join RenaissanceRe Board of Directors

PEMBROKE, Bermuda — February 19, 2016 — RenaissanceRe Holdings Ltd. (NYSE:RNR) announced today that Nicholas L. Trivisonno, 68, who has served as a member of the Board since 2004, will retire as a Director, and that Carol P. Sanders, 49, has been nominated to join the Board, each to occur in conjunction with the Company's Annual General Meeting of Shareholders in May 2016. Ms. Sanders most recently served as Executive Vice President, Chief Financial Officer and Treasurer of Sentry Insurance a Mutual Company, a property and casualty mutual insurance carrier with over \$14.0B in assets and \$4.2B in policyholder surplus.

Kevin J. O'Donnell, President and Chief Executive Officer, said, "On behalf of my fellow directors and management team, I am pleased to recognize Nick's service. Nick's wise counsel during his 12 years as a director helped RenaissanceRe to navigate through market cycles, important regulatory developments and organizational changes, and we thank him for his service. We look forward to welcoming Carol and drawing from her years of experience in senior roles at U.S. insurance companies. Her insights and expertise will be invaluable as we advance our worldwide strategy, deploy capital efficiently across an expanding suite of risks, and, above all, provide best-in-class service to our clients."

Ralph B. Levy, non-Executive Chairman of RenaissanceRe added, "The entire RenaissanceRe Board is grateful for Nick's service and leadership as a director. Nick served ably as Audit Committee Chair during a momentous time in our history, and as a key member of our Corporate Governance and Compensation Committee in recent years. We are confident that Carol's expertise in insurance operations and finance will help ensure that the perspectives of our clients are well represented in our deliberations during this period of accelerating change in our industry, and we welcome her to our Board."

Ms. Sanders joined Sentry Insurance in June 2013. Previously, Ms. Sanders served as Executive Vice President and Chief Operating Officer of Jewelers Mutual Insurance Company from November 2012 until July 2013, as Senior Vice President, Chief Financial Officer and Treasurer from May 2011 until November 2012 and as Chief Financial Officer from 2004 until May 2011, after holding a series of positions of increasing responsibility in finance, accounting, treasury and tax. Ms. Sanders has served on the Board of Directors of Alliant Energy (NYSE: LNT) since 2005, where she currently chairs the Compensation and Personnel Committee.

RenaissanceRe Holdings Ltd. is a global provider of reinsurance and insurance. The Company's business consists of three reportable segments: (1) Catastrophe Reinsurance, which includes catastrophe reinsurance and certain property catastrophe joint ventures managed by the Company's ventures unit; (2) Specialty Reinsurance, which includes specialty reinsurance and certain specialty joint ventures managed by the Company's ventures unit; and (3) Lloyd's, which includes reinsurance and insurance business written through RenaissanceRe Syndicate 1458.

Source: RenaissanceRe Holdings Ltd.

Investor Contact:
RenaissanceRe Holdings Ltd.
Rohan Pai, 441-295-4513
Director of Investor Relations

Media Contact:
Kekst and Company
Peter Hill or Dawn Dover, 212-521-4800