FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549	

vvasilington	, D.C.	20349	

OMB APPROVAL								
OMB Number:	3235-0287							
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## 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

RENAISSANCE HOUSE 12 CROW LANE  (Street) PEMBROKE D0 F  (City) (State) (3	HM 19 Zip)	on-Deriva	4. If <i>i</i>	)1/202	1							X	below	,	nanc	Other ( below)	, ,			
PEMBROKE D0 F (City) (State) (3	Zip)	on-Deriva		Amend	ment, I	Oate c	f Origin	al File	d (Month/Da		3. Date of Earliest Transaction (Month/Day/Year) 03/01/2021									
Tahla	l - No	n-Deriva		4. If Amendment, Date of Original Filed (Month/Day/Year)					6. Indi Line) X	Form filed by More than One Reporting Person  Form filed by More than One Reporting Person				on						
Table			tive S	Secui	rities	Acq	uired	, Dis	posed of	, or B	enef	icially	Own	ed						
Date		2. Transact Date (Month/Day	Execu Day/Year) if any		A. Deemed Execution Date, f any Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)		or and	nd Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership				
							Code	v	Amount	(A) or (D)	Pric	ce	Transa	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)			
Common Stock		03/01/2	021			A <sup>(1)</sup> 4,393 A		$\top$	\$0	46	46,817		D	$\neg \neg$						
Common Stock		03/01/2	021				A <sup>(2)</sup>		8,786	A		\$0	55	5,603		D				
Common Stock		03/01/2	021				F <sup>(3)</sup>		502	D	\$1	62.61	55	5,101		D				
Common Stock		03/01/2021		21		F <sup>(4)</sup>		711	D	\$1	62.61	2.61 54,390			D					
Common Stock		03/01/2021		)21		F <sup>(5)</sup>		588	D	\$1	62.61	1 53,802			D					
Common Stock		03/01/2021					F <sup>(6)</sup>		456	D	\$1	62.61	53,346			D				
Та	ble II ·								osed of, convertib				Owne	d						
1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year)	if any		4. Transa	4. Transaction Code (Instr. 8) S. Numbo of Derivativ Securitie Acquirec (A) or Disposec of (D)		5. Number of Unstr. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		_		exercisable and		isable and 7. Title an		and nt of ities lying itive ity (Ins	8. F Der Sec (Ins	Price of ivative curity str. 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	y	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

## **Explanation of Responses:**

1. Grant of restricted common shares of the Issuer pursuant to the RenaissanceRe Holdings Ltd. 2016 Long-Term Incentive Plan (the "2016 Plan"). These shares will vest in four equal annual installments beginning on March 1, 2022.

Expiration Date

- 2. Grant of performance-based restricted common shares of the Issuer pursuant to the 2016 Plan. These shares will vest following the expiration of the service period on December 31, 2023, subject to the satisfaction of service- and performance-based vesting conditions. The amount awarded represents the maximum potential achievable number of shares. The number of shares that ultimately vests is a function of the issuer's average growth in book value per common share plus accumulated dividends and average underwriting expense ratio as compared to peers during the three-year performance period, and is subject to the reporting person's continued employment through the expiration of the service period.
- 3. Shares withheld for payment of withholding taxes upon the vesting of restricted shares granted to the reporting person on March 1, 2017.
- 4. Shares withheld for payment of withholding taxes upon the vesting of restricted shares granted to the reporting person on March 1, 2018.
- 5. Shares withheld for payment of withholding taxes upon the vesting of restricted shares granted to the reporting person on March 1, 2019.
- 6. Shares withheld for payment of withholding taxes upon the vesting of restricted shares granted to the reporting person on March 1, 2020.

## Remarks:

/S/ Molly E. Gardner, Attorney-in-Fact

03/03/2021

\*\* Signature of Reporting Person

Date

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.