

NICHOLS JOHN DRAKE  
 Form 4  
 December 17, 2009

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 NICHOLS JOHN DRAKE

2. Issuer Name and Ticker or Trading Symbol  
 RENAISSANCERE HOLDINGS LTD [RNR]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 President, RenRe Ventures Ltd.

(Last) (First) (Middle)  
 RENAISSANCE HOUSE, 8-24  
 EAST BROADWAY  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/15/2009

PEMBROKE, BERMUDA, D0 HM  
 19

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	12/15/2009		M <sup>(1)</sup>	67,866 A \$ 12.4	201,531	D	
Common Stock	12/15/2009		F	34,068 D \$ 53.03	167,463	D	
Common Stock	12/15/2009		M <sup>(1)</sup>	11,275 A \$ 37.32	178,738	D	
Common Stock	12/15/2009		F	9,104 D \$ 53.03	169,634	D	
	12/15/2009		M <sup>(1)</sup>	15,815 A	185,449	D	

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Common Stock					\$ 39.59				
Common Stock	12/15/2009		F	13,210	D	\$ 53.03	172,239	D	
Common Stock	12/15/2009		M <sup>(1)</sup>	16,134	A	\$ 12.4	188,373	D	
Common Stock	12/15/2009		F	3,773	D	\$ 53.03	184,600	D	
Common Stock							41,242	I <sup>(2)</sup>	by Partnership
Common Stock							1,137	I	by Spouse

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non Qualified Stock Option (right to buy)	\$ 12.4	12/15/2009		M <sup>(1)</sup>	67,866	05/04/2000	05/04/2010	Common Stock	67,866
Non Qualified Stock Option (right to buy)	\$ 37.32	12/15/2009		M <sup>(1)</sup>	11,275	05/23/2002	05/04/2010	Common Stock	11,275
Non Qualified	\$ 39.59	12/15/2009		M <sup>(1)</sup>	15,815	12/23/2002	05/04/2010	Common Stock	15,815

Stock  
Option  
(right to  
buy)

Incentive  
Stock  
Option \$ 12.4 12/15/2009  
(right to  
buy)

M<sup>(1)</sup>

16,134 05/04/2001 05/04/2010

Common  
Stock 16,134

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NICHOLS JOHN DRAKE RENAISSANCE HOUSE 8-24 EAST BROADWAY PEMBROKE, BERMUDA, D0 HM 19			President, RenRe Ventures Ltd.	

## Signatures

/s/ Stephen H. Weinstein,  
Attorney-in-Fact

12/17/2009

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) The option exercise was effected pursuant to a previously disclosed Rule 10b5-1 trading plan adopted by the Reporting Person on August 28, 2009.

(2) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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