

Paradine Jonathan
Form 3
May 28, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Paradine Jonathan | | (Month/Day/Year) | RENAISSANCERE HOLDINGS LTD [RNR] | |
| (Last) | (First) | (Middle) | 05/18/2010 | |
| RENAISSANCE HOUSE, 12 CROW LANE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| PEMBROKE, MA 019 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | CUO - Renaissance Reins. Ltd. | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 54,692 ⁽¹⁾ | D | MA |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Title | | | |

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| | | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|---|---------------|-----------------|--------------|----------------------------|----------|----------------------------|---|
| Restricted Stock Units | Â (2) | Â (2) | Common Stock | 7,163 | \$ (3) | D | Â |
| Non-Qualified Stock Option (right to buy) | 05/05/2009(4) | 05/05/2018 | Common Stock | 5,332 | \$ 50.71 | D | Â |
| Non-Qualified Stock Option (right to buy) | 03/03/2009(4) | 03/03/2018 | Common Stock | 23,834 | \$ 53.86 | D | Â |
| Non-Qualified Stock Option (right to buy) | 03/01/2008(4) | 03/01/2017 | Common Stock | 28,043 | \$ 51.13 | D | Â |
| Non-Qualified Stock Option (right to buy) | 03/21/2007(4) | 03/21/2016 | Common Stock | 13,535 | \$ 42.66 | D | Â |
| Non-Qualified Stock Option (right to buy) | 11/04/2006(4) | 11/04/2015 | Common Stock | 24,793 | \$ 37.51 | D | Â |
| Non-Qualified Stock Option (right to buy) | 03/21/2006(4) | 03/21/2015 | Common Stock | 8,239 | \$ 49.1 | D | Â |
| Non-Qualified Stock Option (right to buy) | 03/12/2005(4) | 03/12/2014 | Common Stock | 12,948 | \$ 53.96 | D | Â |
| Non-Qualified Stock Option (right to buy) | 05/16/2004(4) | 05/16/2013 | Common Stock | 5,448 | \$ 45.43 | D | Â |
| Non-Qualified Stock Option (right to buy) | 11/19/2003(4) | 11/19/2012 | Common Stock | 8,000 | \$ 39.07 | D | Â |
| Non-Qualified Stock Option (right to buy) | 08/31/2009(5) | 08/31/2014 | Common Stock | 87,500 | \$ 74.24 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Paradine Jonathan RENAISSANCE HOUSE 12 CROW LANE PEMBROKE,Â D0Â HM 19 | Â | Â | Â CUO - Renaissance Reins. Ltd. | Â |

Signatures

Jonathan Paradine 05/28/2010

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Comprised of 9,613 Common Shares which have vested and 45,079 Common Shares which have not vested. All such shares vest ratably in four equal annual installments from the respective grant dates.
- (2) Each restricted stock unit vests in four equal annual installments beginning on March 1, 2011. Vested units will be settled solely in cash immediately after the vesting date.
- (3) Each restricted stock unit represents a contingent right to receive cash upon settlement equal to the share price of one Common Share of the Issuer.
- (4) All such options vest ratably in four equal annual installments from the respective grant dates. The Date Exercisable is the first vesting date of each individual option.
- (5) Such options vested in their entirety on the fifth anniversary of the grant date.

Â

Remarks:

ExhibitÂ List

ExhibitÂ 24.1Â -Â PowerÂ ofÂ Attorney

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.