### Edgar Filing: RENAISSANCERE HOLDINGS LTD - Form 4

#### RENAISSANCERE HOLDINGS LTD

Form 4

March 04, 2014

## FORM 4

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

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obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **Curtis Ross** Issuer Symbol RENAISSANCERE HOLDINGS (Check all applicable) LTD [RNR] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner Other (specify \_X\_\_ Officer (give title (Month/Day/Year) below) RENAISSANCE HOUSE, 12 03/01/2014 SVP, CUO - European Operations **CROW LANE** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

#### PEMBROKE, D0 HM 19

(State)

(Zip)

(City)

Table I - Non-Derivative Securities Acquired Disposed of an Ranaficially On

(- '5)	(/	1 abi	e I - Non-D	erivative	Secur	ities Acqi	uirea, Disposea oi	i, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	03/01/2014		M(1)	1,790	A	<u>(2)</u>	73,998	D	
Common Stock	03/01/2014		D <u>(1)</u>	1,790	D	\$ 95.51	72,208	D	
Common Stock	03/03/2014		A(3)	9,145	A	\$ 0	81,353	D	
Common Stock	03/03/2014		A(4)	6,016	A	\$0	87,369 (5)	D	

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

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SEC 1474 (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. Transacti Code (Instr. 8)	5. Number omf 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)		8. P Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (6)	\$ 0 (2) (6)	03/01/2014		M <u>(1)</u>	1,790	<u>(6)</u>	<u>(6)</u>	Common Stock	1,790 (1)	<u>(</u> :

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Curtis Ross

RENAISSANCE HOUSE 12 CROW LANE PEMBROKE, D0 HM 19

SVP, CUO - European Operations

### **Signatures**

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

03/04/2014

\*\*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) Represents the full value, gross of applicable withholdings, of one quarter of the cash-settled restricted stock units originally granted March 1, 2010 pursuant to the 2010 Restricted Stock Unit Plan ("2010 Plan").
- (2) Each restricted stock unit is the economic equivalent of one of the Issuer's common shares. On March 1, 2014, 1,790 of the Reporting Person's Restricted Stock Units were settled for cash.
- (3) Grant of restricted common shares of the Issuer pursuant to the Amended and Restated 2001 Stock Incentive Plan ("2001 Plan"). These shares will vest in four equal annual installments beginning on March 3, 2015.

Reporting Owners 2

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- Grant of restricted common shares of the Issuer, pursuant to its 2010 Performance-based Equity Incentive Plan ("Performance Share Plan"). Vesting of these shares is subject to the satisfaction of both certain service- and performance-based vesting conditions. The amount granted represents the maximum potential achievable award. If minimal performance conditions are not met, all shares will be returned to the Performance Share Plan. The grant consists of three substantially equal performance measurement periods, and the number of shares in each tranche that ultimately vest is a function of the Issuer's Total Shareholder Return during a given calendar-year period relative to the members of a predetermined peer group of companies, and the satisfaction of applicable service conditions.
- Includes 7,074 shares from prior awards of Performance Shares which will not be earned as the applicable performance conditions were not met, but will remain outstanding under the terms of the Performance Share Plan until the time vesting requirement is met, at which point the shares will be cancelled.
- The Reporting Person received a grant of restricted stock units on March 1, 2010 under the 2010 Plan which vest in four equal annual (6) installments. Each restricted stock unit represents a contingent right to receive, upon settlement, cash equal to the closing fair market value of one common share of the Issuer on the date of vesting.

#### **Remarks:**

See attached footnotes page.

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.