RENAISSANCERE HOLDINGS LTD Form 8-K February 23, 2015

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, 2015

RenaissanceRe Holdings Ltd.

(Exact name of registrant as specified in its charter)

Bermuda 001-14428 98-014-1974 (State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

Renaissance House

12 Crow Lane, Pembroke HM 19

Bermuda

(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))

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

Item 8.01. Other Events.

On February 23, 2015, RenaissanceRe Holdings Ltd. (the "Company") announced (i) that W. James MacGinnitie will retire from the Company's Board of Directors (the "Board") and (ii) the nomination by the Board of William F. Hagerty, IV to fill the vacancy created by the retirement of Mr.MacGinnitie from the Board, each to occur in conjunction with the Company's Annual General Meeting of Shareholders in May 2015 (the "Annual Meeting"). Mr. Hagerty's election is subject to the approval of the Company's shareholders at the Annual Meeting.

The Company's press release, issued February 23, 2015, announcing the retirement of Mr. MacGinnitie and the nomination of Mr. Hagerty, is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

Exhibit # Description

29.1 Copy of the Company's press release, issued February 23, 2015.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

RENAISSANCERE HOLDINGS LTD.

Date: February 23, 2015

By: /s/ Stephen H. Weinstein Name: Stephen H. Weinstein

Title: SVP, General Counsel & Corporate Secretary

INDEX TO EXHIBITS

Exhibit No. Description

99.1 Copy of the Company's press release, issued February 23, 2015.