

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2004-05-18** | Period of Report: **2004-05-17**
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ISSUER

RENAISSANCERE HOLDINGS LTD

CIK: **913144** | IRS No.: **980138020** | Fiscal Year End: **1231**
SIC: **6331** Fire, marine & casualty insurance

Mailing Address

RENAISSANCE HOUSE
8-12 EAST BROADWAY
PEMBROKE BERMUDA D0 HM
19

Business Address

RENAISSANCE HOUSE
8-12 EAST BROADWAY
PEMBROKE BERMUDA D0 HM
19
4412954513

REPORTING OWNER

STANARD JAMES N

CIK: **1240038**
Type: **4** | Act: **34** | File No.: **001-14428** | Film No.: **04816873**

Mailing Address

C/O RENAISSANCERE
HOLDINGS LTD.,
RENAISSANCE HOUSE, 8-12
EAST BROADWAY
HAMILTON, BERMUDA D0 HM
19

Business Address

C/O RENAISSANCERE
HOLDINGS LTD.,
RENAISSANCE HOUSE, 8-12
EAST BROADWAY
HAMILTON, BERMUDA D0 HM
19
4412954513

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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. Name and Address of Reporting Person STANARD JAMES N			2. Issuer Name and Ticker or Trading Symbol RENAISSANCERE HOLDINGS LTD [RNR]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chairman of the Board & CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/17/2004			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		
RENAISSANCE HOUSE, 8-12 EAST BROADWAY			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) PEMBROKE HM 19, Bermuda								
(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/17/2004		E		1,018 ⁽¹⁾	D	\$49.84	2,569,601	D	
Common Stock								181,929	I	by Partnership ⁽²⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

Explanation of Responses:

1. Represents exclusively shares withheld by the Issuer in respect of payment of withholding tax liability.

2. These securities are owned and controlled by a family limited partnership for the benefit of immediate family members of the reporting person (the "Partnership") and may be deemed to be beneficially owned by the reporting person.

Signatures

/s/ James N. Stanard

** Signature of Reporting Person

05/18/2004

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.