### ARCH CAPITAL GROUP LTD.

Form 4

November 12, 2013

#### **OMB APPROVAL** UNITED STATES SECURITIES AND EXCHANGE COMMISSION **OMB** 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 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

ARCH CAPITAL GROUP LTD.

FLOOR, 100 PITTS BAY ROAD

**IORDANOU CONSTANTINE** 

(Street) 4. If Amendment, Date Original

Symbol

[ACGL]

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)\_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting

(Check all applicable)

Issuer

## PEMBROKE, D0 HM 08

\$.0033 par value

Common Shares,

per share

11/08/2013

(City)	(State)	(Zip)	Table I - No	n-Deriv	ativ	ve Securitio	es Aco	quired, Disp	osed of, or Benef	icially Owne	d
1.Title of Security (Instr. 3)		Transaction Date Ionth/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.	8)	onor Dispos (Instr. 3, 4	(A) or	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)
Common Share \$.0033 par valu per share	1	0/12/2013		Code	v V	Amount 100	(D)	Price (1)	455,555	D	
Common Share \$.0033 par valu per share	1	/08/2013		S		15,000	D	\$ 58.3307 (2)	440,555	D	
Common Share	S							\$			

S

26,000 D

58.3114

(3)

250,171

83,333

I

By 2005

**GRAT** 

By

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\$.0033 par value per share			Limited Liability Company
Common Shares, \$.0033 par value per share	116,613	I	By Limited Liability Company
Common Shares, \$.0033 par value per share	11,616	I	By child
Series C Non-Cumulative Preferred Shares (non-convertible)	6,000	D	
Series C Non-Cumulative Preferred Shares (non-convertible)	1,800	I	By spouse

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

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SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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)	Code	TransactionDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and An Underlying Sec (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	A C N
Stock Appreciation Right	\$ 19.293	10/28/2013		G(5)	V		30,962	<u>(4)</u>	05/06/2019	Common Shares, \$.0033 par value per share	
Stock Appreciation Right	\$ 19.293	10/28/2013		G(5)	V	30,962		<u>(4)</u>	05/06/2019	Common Shares, \$.0033 par value per share	

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

IORDANOU CONSTANTINE WATERLOO HOUSE, GROUND FLOOR 100 PITTS BAY ROAD PEMBROKE, D0 HM 08

X Chairman, President & CEO

# **Signatures**

/s/ Constantine 11/11/2013

\*\*Signature of Reporting Date
Person

# **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 a bona fide gift.
- (2) Represents a weighted average sales price; the sales prices range from \$58.30 to \$58.43. Upon request, the full sale information regarding the number of shares sold at each price increment will be provided to the Commission or to a security holder of the issuer.
- (3) Represents a weighted average sales price; the sales prices range from \$58.30 to \$58.422. Upon request, the full sale information regarding the number of shares sold at each price increment will be provided to the Commission or to a security holder of the issuer.
- (4) The share appreciation right became exercisable in three equal annual installments on May 6, 2010, May 6, 2011 and May 6, 201.
- On October 28, 2013, 30,962 share appreciation rights (SARs) were distributed from the GRAT. Such SARs were previously reported as indirectly beneficially held by the GRAT. Following such distribution, the reporting person owns 93,229 SARs and 21,521 SARs are indirectly owned by the GRAT.

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.

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