

IORDANOU CONSTANTINE  
Form 4  
January 03, 2012

**FORM 4**

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
IORDANOU CONSTANTINE

2. Issuer Name and Ticker or Trading Symbol  
ARCH CAPITAL GROUP LTD.  
[ACGL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman, President & CEO

WESSEX HOUSE, 5TH FLOOR, 45 REID STREET

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(Street)

HAMILTON, D0 HM 12

(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 Shares, \$.0033 par value per share | 01/01/2012                           |  | M                              |   | 719,615   | A  | \$ 7.8333   |
| Common Shares, \$.0033 par value per share | 01/01/2012                           |  | F                              |   | 151,403<br>(3)  | D  | \$ 37.23  |
| Common Shares, \$.0033 par value per share | 01/01/2012                           |  | M                              |   | 480,385   | A  | \$ 7.8333   |
| Common Shares, \$.0033 par value per share | 01/01/2012                           |  | F                              |   | 101,071   | D  | \$ 37.23  |
|  |                                      |  |                                |   |   |  | 1,091,660   |
|  |                                      |  |                                |   |   |  | 940,257   |
|  |                                      |  |                                |   |   |  | 480,385   |
|  |                                      |  |                                |   |   |  | 379,314   |
|  |                                      |  |                                |   |   |  | D   |
|  |                                      |  |                                |   |   |  | D   |
|  |                                      |  |                                |   |   |  | I   |
|  |                                      |  |                                |   |   |  | I   |
|  |                                      |  |                                |   |   |  | By 2005 GRAT  |
|  |                                      |  |                                |   |   |  | By 2005   |

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|  |            |             |   |                              |
|--|------------|-------------|---|------------------------------|
| \$.0033 par value per share                                | <u>(4)</u> |             |   | GRAT                         |
| Common Shares, \$.0033 par value per share                 |            | 116,613     | I | By Limited Liability Company |
| Series B Non-Cumulative Preferred Shares (non-convertible) |            | 67,273.3862 | I | By 2010 GRAT                 |
| Series A Non-Cumulative Preferred Shares (non-convertible) |            | 11,224.4855 | I | By 2010 GRAT                 |
| Series B Non-Cumulative Preferred Shares (non-convertible) |            | 1,400       | I | By spouse                    |
| Common Shares, \$.0033 par value per share                 |            | 11,616      | I | By child                     |

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

**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 control number.**

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**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 Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Stock Option (right to buy)                | \$ 7.8333  |                                      |  |                                |   | (1) 01/01/2012   | Common Shares, \$0.0033 par value per share 719,615 (2)       |
| Stock Option                               | \$ 7.8333  |                                      |  |                                |   | (1) 01/01/2012   | Common Shares, 480,385  |

