

ARCH CAPITAL GROUP LTD.

Form 4

August 19, 2013

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
JORDANOU CONSTANTINE

(Last) (First) (Middle)

WESSEX HOUSE, 5TH FLOOR, 45  
REID STREET

(Street)

HAMILTON, D0 HM 12

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
ARCH CAPITAL GROUP LTD.  
[ACGL]3. Date of Earliest Transaction  
(Month/Day/Year)

08/15/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

Chairman, President &amp; CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting Person**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security<br>(Instr. 3)                                  | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) |        |                  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------|------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                                                     |                                         |                                                             | Code                                    | V                                                                       | Amount | (A)<br>or<br>(D) | Price                                                                                                              |                                                                            |                                                                   |
| Series C<br>Non-Cumulative<br>Preferred Shares<br>(non-convertible) | 08/15/2013                              |                                                             | P                                       |                                                                         | 1,000  | A                | \$<br>23.9693<br><u>(1)</u>                                                                                        | 1,000                                                                      | D                                                                 |
| Series C<br>Non-Cumulative<br>Preferred Shares<br>(non-convertible) | 08/15/2013                              |                                                             | P                                       |                                                                         | 1,000  | A                | \$ 23.97                                                                                                           | 1,000                                                                      | I                                                                 |
| Series C<br>Non-Cumulative<br>Preferred Shares                      | 08/16/2013                              |                                                             | P                                       |                                                                         | 1,000  | A                | \$ 23.4                                                                                                            | 2,000                                                                      | D                                                                 |
|                                                                     |                                         |                                                             |                                         |                                                                         |        |                  |                                                                                                                    |                                                                            | By spouse                                                         |

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(non-convertible)

Series C

|                                                   |            |   |       |   |         |       |   |
|---------------------------------------------------|------------|---|-------|---|---------|-------|---|
| Non-Cumulative Preferred Shares (non-convertible) | 08/16/2013 | P | 1,000 | A | \$ 23.7 | 3,000 | D |
|---------------------------------------------------|------------|---|-------|---|---------|-------|---|

|                                            |  |  |  |  |  |         |   |
|--------------------------------------------|--|--|--|--|--|---------|---|
| Common Shares, \$.0033 par value per share |  |  |  |  |  | 455,655 | D |
|--------------------------------------------|--|--|--|--|--|---------|---|

|                                            |  |  |  |  |  |        |   |                              |
|--------------------------------------------|--|--|--|--|--|--------|---|------------------------------|
| Common Shares, \$.0033 par value per share |  |  |  |  |  | 83,333 | I | By Limited Liability Company |
|--------------------------------------------|--|--|--|--|--|--------|---|------------------------------|

|                                            |  |  |  |  |  |         |   |              |
|--------------------------------------------|--|--|--|--|--|---------|---|--------------|
| Common Shares, \$.0033 par value per share |  |  |  |  |  | 276,171 | I | By 2005 GRAT |
|--------------------------------------------|--|--|--|--|--|---------|---|--------------|

|                                            |  |  |  |  |  |         |   |                              |
|--------------------------------------------|--|--|--|--|--|---------|---|------------------------------|
| 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 |
|--------------------------------------------|--|--|--|--|--|--------|---|----------|

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.**

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. 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|----------------------------------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date                                               | Title                                      | Amount or Number of Shares                                                             |

## Reporting Owners

| Reporting Owner Name / Address                                                          | Relationships |           |                           |       |
|-----------------------------------------------------------------------------------------|---------------|-----------|---------------------------|-------|
|                                                                                         | Director      | 10% Owner | Officer                   | Other |
| IORDANOU CONSTANTINE<br>WESSEX HOUSE, 5TH FLOOR<br>45 REID STREET<br>HAMILTON, D0 HM 12 | X             |           | Chairman, President & CEO |       |

## Signatures

/s/ Constantine  
Iordanou

08/19/2013

\_\_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 a weighted average sales price; the sales prices range from \$23.969 to \$23.97. Upon request, the full sale information regarding the number of shares sold at each price increment will be provided to the Commission or to the security holder of the issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
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