

ARCH CAPITAL GROUP LTD.

Form 4

November 12, 2015

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
GRANDISSON MARC

(Last) (First) (Middle)

**C/O ARCH CAPITAL GROUP
LTD., WATERLOO HOUSE, 100
PITTS BAY ROAD**

(Street)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/09/2015

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)
Reinsur. Group Chairman & CEO

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

PEMBROKE, D0 HM 08

(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	11/09/2015		M		10,000	A	\$ 18.3467	562,151	D
Common Shares, \$.0033 par value per share	11/09/2015		S		10,000	D	\$ 74	552,151	D

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Common Shares \$.0033 par value per share	11/10/2015	M	10,000	A	\$ 18.3467	562,151	D	
Common Shares, \$.0033 par value per share	11/10/2015	S	10,000	D	\$ 74.6 (1)	552,151	D	
Common Shares, \$.0033 par value per share	11/11/2015	M	5,700	A	\$ 18.3467	557,851	D	
Common Shares, \$.0033 par value per share	11/11/2015	S	5,700	D	\$ 74.8026 (2)	552,151	D	
Common Shares, \$.0033 par value per share						660	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)

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	\$ 18.3467	11/09/2015		M			10,000	12/31/2008	11/15/2015	Common Shares,	10,000

(right to
buy)

\$.0033
par value
per share

Stock
Option
(right to
buy)

\$ 18.3467

11/10/2015

M

10.000

12/31/2008

11/15/2015

Common
Shares,
\$.0033
par value
per share

10.000

Stock
Option
(right to
buy)

\$ 18.3467

11/11/2015

M

5.700

12/31/2008

11/15/2015

Common
Shares,
\$.0033
par value
per share

5.700

Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

GRANDISSON MARC
C/O ARCH CAPITAL GROUP LTD.
WATERLOO HOUSE, 100 PITTS BAY ROAD
PEMBROKE, D0 HM 08

Reinsur. Group Chairman & CEO

Signatures

/s/ Marc

Grandisson

11/12/2015

****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 \$74.50 to \$74.91. 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.
- (2) Represents a weighted average sales price; the sales prices range from \$74.80 to \$74.83. 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.

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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