#### Edgar Filing: IORDANOU CONSTANTINE - Form 4/A

IORDANOU CONSTANTINE Form 4/A December 02, 2011 OMB APPROVAL FORM 4 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 **IORDANOU CONSTANTINE** Issuer Symbol ARCH CAPITAL GROUP LTD. (Check all applicable) [ACGL] 3. Date of Earliest Transaction (Last) (First) (Middle) \_X\_ Director 10% Owner X\_Officer (give title Other (specify (Month/Day/Year) below) below) WESSEX HOUSE, 5TH FLOOR, 45 12/05/2007 Chairman, President & CEO **REID STREET** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person 03/07/2008 \_ Form filed by More than One Reporting HAMILTON, D0 HM 12 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) or 5. Amount of 6. 7. Nature of (Instr. 3) (Month/Day/Year) Execution Date, if TransactionDisposed of (D) Securities Ownership Indirect any Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) Owned Direct (D) Ownership (Instr. 8) Following or Indirect (Instr. 4) Reported  $(\mathbf{I})$ (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount (D) Price By Common Shares, Limited \$.0033 par value 343,245 I Liability per share Company (1) By Common Shares. Limited \$.0033 par value 05/23/2008 J 339.947 D (2)343.245 I Liability per share Company <u>(3)</u> Common Shares. I 05/23/2008 G 3.298 D 343.245 Bv \$.0033 par value Limited

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per share								Liability Company
Common Shares, \$.0033 par value per share	05/27/2009	G	2,356	A	<u>(4)</u>	343,245	I	By Limited Liability Company
Common Shares, \$.0033 par value per share	06/07/2010	G	942	A	<u>(5)</u>	116,613	Ι	By Limited Liability Company
Common Shares, \$.0033 par value per share	11/30/2011	S	50,000 (7)	D	\$ 37.1735 <u>(6)</u>	372,045	D	
Series B Non-Cumulative Preferred Shares (non-convertible)						67,273.3862	I	By GRAT
Series A Non-Cumulative Preferred Shares (non-convertible)						11,224.4855	I	By GRAT
Series B Non-Cumulative Preferred Shares (non-convertible)						1,400	I	By spouse
Common Shares, \$.0033 par value per share						11,616 <u>(8)</u>	Ι	By child $(8)$

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.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	3	(Instr. 3 and 4)		Owne
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr
					(Instr. 3,				
					4, and 5)				

					Amount
Code V	(A) (D)	Date Exercisable	Expiration Date	Title	or Number of Shares

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
Reporting Owner Fund, Fuddess	Director	10% Owner	Officer	Other		
IORDANOU CONSTANTINE WESSEX HOUSE, 5TH FLOOR 45 REID STREET HAMILTON, D0 HM 12	Х		Chairman, President & CEO			
Signatures						
/s/ Constantine	0.0011					

 
 Iordanou
 12/02/2011

 \*\*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).

The reporting person owns a 99% membership interest in Mathiatis LLC, a limited liability company of which he is the sole managing
 (1) member. Prior ownership reports incorrectly reported that the reporting person owned 100% of the membership interests. Each of the reporting person's three children's irrevocable trusts own the remaining interest of approximately 1% in Mathiatis LLC.

On May 23, 2008, the reporting person assigned an approximately 32.7% membership interest in Mathiatis LLC to each of his three (2) children's irrevocable trusts. The trusts provided promissory notes in exchange for the assignment. On that date, the three irrevocable trusts held approximately 339,947 common shares.

(3) On May 23, 2008, the reporting person gifted an approximately 0.32% membership interest in Mathiatis LLC to the reporting person's 2008 GRAT.

(4) On May 27, 2009, the 2008 GRAT distributed an approximately 0.69% membership interest in Mathiatis LLC to the reporting person.
 (4) The 2008 GRAT retained an approximate 0.27% membership interest in Mathiatis LLC.

On June 7, 2010, the 2008 GRAT assigned to the reporting person its remaining membership interest in Mathiatis LLC. In addition, the
 (5) reporting person no longer has a pecuniary interest in 226,632 common shares because the interest is owned by the reporting person's adult daughters who resides outside of his household.

(6) Represents a weighted average sale price; the sales prices range from \$37.1735 to \$37.2601. 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.

- (7) The shares were sold in order to satisfy state and federal income tax obligations.
- (8) The reporting person no longer has a reportable beneficial ownership interest in 11,616 common shares owned by one of his adult daughters.

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.