

IORDANOU CONSTANTINE  
 Form 4  
 March 02, 2012

**FORM 4**

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

OMB APPROVAL

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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 \*  
 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) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
|  |                                      |  |                                | (A) or (D) Code V Amount (D) Price                                |   |  |   |
| Common Shares, \$0033 par value per share  |                                      |  |                                |   | 824,257   | D  |   |
| Common Shares, \$.0033 par value per share |                                      |  |                                |   | 379,314   | I  | By 2005 GRAT  |
| Common Shares, \$.0033 par value per share |                                      |  |                                |   | 116,613   | I  | By Limited Liability Company                          |

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

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

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(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |
|---|--|---|---|--------------------------------------|---|--|--|
|   |  |   |   | Code V (A) (D)                       |   | Date<br>Exercisable Expiration<br>Date                         | Title Am<br>Nun<br>Sha   |
| Stock<br>Appreciation<br>Right                      | \$ 37.05   | 02/29/2012                              |   | A                                    | 161,636   | 02/29/2012 02/28/2022  | Common<br>Shares,<br>\$.0033<br>par value<br>per share         |

## Reporting Owners

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

45 REID STREET  
HAMILTON, D0 HM 12

## Signatures

/s/ Louis T. Petrillo, Attorney

in fact

03/02/2012

\*\*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).

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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