

Hutchings W Preston
Form 5
January 23, 2012

FORM 5

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).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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
Number: 3235-0362
Expires: January 31,
2005
Estimated average
burden hours per
response... 1.0

1. Name and Address of Reporting Person *
Hutchings W Preston

(Last) (First) (Middle)

WESSEX HOUSE, 5TH
FLOOR, 45 REID STREET

(Street)

2. Issuer Name and Ticker or Trading
Symbol

ARCH CAPITAL GROUP LTD.
[ACGL]

3. Statement of Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2011

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)
SVP & Chief Investment Officer

6. Individual or Joint/Group Reporting

(check applicable line)

HAMILTON, D0 HM 12

(City) (State) (Zip)

☒ 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 (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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Shares, \$.0033 par value per share	05/09/2011	Â	G	10,602 (1) D \$ 0	44,148 (3)	D	Â
Common Shares, \$.0033 par	05/09/2011	Â	G	10,602 (1) A \$ 0	65,769 (3)	I	By Company (2)

Edgar Filing: Hutchings W Preston - Form 5

value per
share

Common

Shares,
\$.0033 par
value per
share

05/11/2011

Â

G

6,000
(1)

D

\$ 0

38,148 (3)

D

Â

Common

Shares,
\$.0033 par
value per
share

05/11/2011

Â

G

6,000
(1)

A

\$ 0

71,769 (3)

I

By
Company
(2)

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 2270
(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. of D S B O E I F (I
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					(A) (D)				

Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

Hutchings W Preston
WESSEX HOUSE, 5TH FLOOR
45 REID STREET
HAMILTON,Â D0Â HM 12

Â

Â

Â SVP & Chief
Investment
Officer

Â

Signatures

/s/ W. Preston
Hutchings

01/12/2012

Date

**Signature of Reporting
Person

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).

On May 9, 2011 and May 11, 2011, the Reporting Person contributed 10,602 and 6,000 respectively, of his directly owned common
(1) shares of the issuer to a company which is owned by a family trust; the beneficiaries of the family trust are the Reporting Person, his spouse and their minor children.
(2) The shares are held by a company which is owned by a family trust; the beneficiaries of the family trust are the Reporting Person, his spouse and their minor children.
(3) The amount of common shares includes common shares acquired in connection with a 3-for-1 share split effectuated on May 11, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.