

ARCH CAPITAL GROUP LTD.

Form 3

March 24, 2017

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

Â Papadopoulos Nicolas

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

03/24/2017

3. Issuer Name **and** Ticker or Trading Symbol

ARCH CAPITAL GROUP LTD. [ACGL]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☐ Officer ☒ Other

(give title below) (specify below)

CEO of Arch Reinsurance Group

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting PersonC/O ARCH CAPITAL GROUP
LTD,Â 100 PITTS BAY ROAD,
WATERLOO HOUSE

(Street)

PEMBROKE,Â D0Â HM 08

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Shares, \$.0033 par value per share 254,024

D Â

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Share Appreciation Right	Â <u>(1)</u>	05/09/2018	Common Shares, \$.0033 par value per share	25,050	\$ 23.1	D	Â
Share Appreciation Right	Â <u>(2)</u>	05/06/2019	Common Shares, \$.0033 par value per share	17,250	\$ 19.293	D	Â
Share Appreciation Right	Â <u>(3)</u>	05/05/2020	Common Shares, \$.0033 par value per share	17,250	\$ 25.01	D	Â
Share Appreciation Right	Â <u>(4)</u>	05/06/2021	Common Shares, \$.0033 par value per share	14,700	\$ 33.913	D	Â
Share Appreciation Right	Â <u>(5)</u>	05/09/2022	Common Shares, \$.0033 par value per share	15,250	\$ 38.58	D	Â
Share Appreciation Right	11/12/2017	11/12/2022	Common Shares, \$.0033 par value per share	22,410	\$ 42.65	D	Â
Share Appreciation Right	Â <u>(6)</u>	05/09/2023	Common Shares, \$.0033 par value per share	10,770	\$ 53.53	D	Â
Share Appreciation Right	Â <u>(7)</u>	05/13/2024	Common Shares, \$.0033 par value per share	9,000	\$ 57.27	D	Â
Share Appreciation Right	Â <u>(8)</u>	11/06/2024	Common Shares, \$.0033 par	17,417	\$ 57.08	D	Â

Stock Option (right to buy)	Â (9)	05/13/2025	value per share Common Shares, \$.0033 par value per share	9,220	\$ 62.505	D	Â
Stock Option(right to buy)	Â (10)	05/13/2026	Common Shares, \$.0033 par value per share	7,310	\$ 71.7	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Papadopoulos Nicolas C/O ARCH CAPITAL GROUP LTD 100 PITTS BAY ROAD, WATERLOO HOUSE PEMBROKE,Â D0Â HM 08	Â	Â	Â	CEO of Arch Reinsurance Group

Signatures

/s/ Nicolas
Papadopoulos 03/24/2017

__Signature of
Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The Share Appreciation Right became exercisable in three equal annual installments, with the first installment becoming exercisable on May 9, 2009 and the next two installments on May 9, 2010 and May 9, 2011, subject to the applicable award agreement.
 - (2) The Share Appreciation Right became exercisable in three equal annual installments, with the first installment becoming exercisable on May 6, 2010 and the next two installments on May 6, 2011 and May 6, 2012, subject to the applicable award agreement.
 - (3) The Share Appreciation Right became exercisable in three equal annual installments, with the first installment becoming exercisable on May 5, 2011 and the next two installments on May 5, 2012 and May 5, 2013, subject to the applicable award agreement.
 - (4) The Share Appreciation Right became exercisable in three equal annual installments, with the first installment becoming exercisable on May 6, 2012 and the next two installments on May 6, 2013 and May 6, 2014, subject to the applicable award agreement.
 - (5) The Share Appreciation Right became exercisable in three equal annual installments, with the first installment becoming exercisable on May 9, 2013 and the next two installments on May 9, 2014 and May 9, 2015, subject to the applicable award agreement.
 - (6) The Share Appreciation Right becomes exercisable in three equal annual installments, with the first installment becoming exercisable on May 9, 2014 and the next two installments on May 9, 2015 and May 9, 2016, subject to the applicable award agreement.
 - (7) The Share Appreciation Right becomes exercisable in three equal annual installments, with the first installment becoming exercisable on May 13, 2015 and the next two installments on May 13, 2016 and May 13, 2017, subject to the applicable award agreement.
 - (8) The Share Appreciation Right becomes exercisable in three equal annual installments, with the first installment becoming exercisable on November 6, 2015 and the next two installments on November 6, 2016 and November 6, 2017, subject to the applicable award

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agreement.

- (9) The Stock Option becomes exercisable in three equal annual installments, with the first installment becoming exercisable on May 13, 2016 and the next two installments on May 13, 2017 and May 13, 2018, subject to the applicable award agreement.
- (10) The Stock Option becomes exercisable in three equal annual installments, with the first installment becoming exercisable on May 13, 2017 and the next two installments on May 13, 2018 and May 13, 2019, subject to the applicable award agreement.

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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