

PASQUESI JOHN M
Form 4
May 11, 2018

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
PASQUESI JOHN M

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)
05/09/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice Chairman

C/O ARCH CAPITAL GROUP LTD., WATERLOO HOUSE, GROUND FL, 100 PITTS RD

(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

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 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 Ownership (Instr. 4) | | | |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---------|---|---|
| | | | | (A) or (D) | Price | | | | | |
| Common Shares, \$0.033 par value per share | 02/27/2018 | | G ⁽³⁾ | V | 230,000 | D | \$ 0 | 407,231 | I | By Limited Liability Company ⁽¹⁾ |
| Common Shares, \$0.033 par value per share | 02/27/2018 | | G ⁽³⁾ | V | 230,000 | A | \$ 0 | 276,382 | I | By Trust ⁽²⁾ |

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| | | | | | | | | | |
|--|------------|------------------|---|---------|---|------------|-----------------------|---|----------------------------|
| Common Shares, \$.0033 par value per share | 02/27/2018 | G ⁽³⁾ | V | 230,000 | D | \$ 0 | 46,382 | I | By Trust ⁽²⁾ |
| Common Shares, \$.0033 par value per share | 02/27/2018 | G ⁽³⁾ | V | 230,000 | A | \$ 0 | 230,000 | I | By GRAT |
| Common Shares, \$.0033 par value per share | 05/09/2018 | A | | 1,574 | A | <u>(4)</u> | 48,727 ⁽⁶⁾ | I | By Trust ⁽²⁾ |
| Common Shares, \$.0033 par value per share | 05/09/2018 | A | | 1,196 | A | <u>(5)</u> | 1,196 | D | |
| Common Shares, \$.0033 par value per share | | | | | | | 509,227 | I | By Trust ⁽²⁾ |
| Common Shares, \$.0033 par value per share | | | | | | | 477,412 | I | By Trusts |
| Common Shares, \$.0033 par value per share | | | | | | | 52,515 | I | Family limited partnership |

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 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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying | 8. Price of Derivative Security | 9. Number of Derivative Securities |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|------------------------------------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|------------------------------------|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Securities (Instr. 3 and 4) | (Instr. 5) | Bene- Own- Follo- Repo- Trans- (Instr. |
|------------|------------------------------------|------------------|------------|---|--------------------------------|------------|---|
| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

PASQUESI JOHN M
C/O ARCH CAPITAL GROUP LTD.
WATERLOO HOUSE, GROUND FL, 100 PITTS RD
PEMBROKE, D0 HM 08

X

Vice Chairman

Signatures

/s/ Louis T. Petrillo, Attorney
in fact

05/11/2018

__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) The security holder is Otter Capital LLC, for which the reporting person serves as managing member. All indicated securities are included because of his affiliation with Otter Capital LLC.
- (2) The common shares are held by a revocable trust. The reporting person and his spouse are the trustees and the beneficiaries.
On February 27, 2018, Otter Capital LLC contributed 230,000 common shares of the issuer to a revocable trust, for which the reporting person and his spouse are the trustees and the beneficiaries. The revocable trust then contributed the 230,000 common shares to a Grantor Retained Annuity Trust, for which the reporting person is the trustee.
- (3) Represents shares granted as part of the director-elected retainer for serving as a director of the Issuer. Upon grant, the reporting person contributed such shares to a revocable trust. The reporting person and his spouse are the trustees and the beneficiaries.
- (4) Subject to the terms of the restricted share agreement, represents restricted shares that will vest on May 1, 2019.
The common shares are held by a revocable trust. The reporting person and his spouse are the trustees and the beneficiaries. Amount
- (5) includes 771 common shares that were previously reported as directly owned by the reporting person and were contributed to the trust on May 9, 2018.

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.