

ARCH CAPITAL GROUP LTD.

Form 3/A

March 30, 2005

**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 GRANDISSON MARC

(Last) (First) (Middle)

WESSEX HOUSE, 45 REID  
STREET

(Street)

HAMILTON,Â D0Â HM 12

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)

04/05/2004

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

ARCH CAPITAL GROUP LTD. [ACGL]

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Officer of subsidiary

5. If Amendment, Date Original  
Filed(Month/Day/Year)

04/05/2004

6. Individual or Joint/Group  
Filing(Check Applicable Line)☒ Form filed by One Reporting  
Person☐ Form filed by More than One  
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. 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, par value \$.01 per share

22,453 <sup>(1)</sup>

D Â

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

SEC 1473 (7-02)

**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 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)  
Title4. Conversion  
or Exercise  
Price of  
Derivative  
Security5. Ownership  
Form of  
Derivative  
Security:  
Direct (D)6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â (2)	10/23/2011	Common Shares	37,500	\$ 20	D	Â
Series A Convertible Preference Shares (3)	Â (3)	Â (3)	Common Shares	12,905	\$ (3)	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRANDISSON MARC WESSEX HOUSE, 45 REID STREET HAMILTON,Â D0Â HM 12	Â	Â	Â Officer of subsidiary	Â

## Signatures

/s/ Marc  
Grandisson 03/29/2005

\_\_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).

12,500 of such shares are restricted and subject to vesting on October 23, 2006; 1,926 of such shares are restricted and subject to vesting  
(1) in two equal annual installments on February 20, 2005 and 2006; 2,148 of such shares are restricted and subject to vesting in three equal annual installments on February 26, 2005, 2006 and 2007.

(2) The stock option became exercisable in three equal annual installments commencing October 23, 2001.

Subject to certain restrictions on conversion, the Series A Convertible Preference Shares are convertible on a one-for-one basis into

(3) Common Shares at the option of the holder and are manditorily convertible into Common Shares upon the occurrence of certain events.  
The conversion ratio is subject to antidilution and other adjustments.

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.