XL CAPITAL LTD Form 4/A May 31, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

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

See Instruction

1(b).

Class A Common

Shares Class A

Common

05/30/2007

05/30/2007

(Print or Type Responses)

| 1. Name and Address of Reporting Person ESPOSITO MICHAEL P JR | 2. Issuer Name and Ticker or Trading Symbol XL CAPITAL LTD [XL] | 5. Relationship of Reporting Person(s) to Issuer | | |
|--|--|---|--|--|
| (Last) (First) (Middle) 235 L'AMBIANCE DRIVE, SUIT 706, LONGBOAT KEY | 3. Date of Earliest Transaction (Month/Day/Year) E 05/30/2007 | (Check all applicable) _X Director 10% Owner _X Officer (give title Other (specify below) Chairman | | |
| (Street) | 4. If Amendment, Date Original Filed(Month/Day/Year) 05/29/2007 | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | |
| SARASOTA, FL 34228-8909 | | Form filed by More than One Reporting Person | | |
| (City) (State) (Zip) | Table I - Non-Derivative Securities A | cquired, Disposed of, or Beneficially Owned | | |
| (Instr. 3) any | Deemed 3. 4. Securities Acquired ution Date, if Transaction(A) or Disposed of (D Code (Instr. 3, 4 and 5) th/Day/Year) (Instr. 8) (A) or Code V Amount (D) Price | Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4) | | |
| Class A Common 05/30/2007 Shares | S 3,100 D \$ 80.6 | ₅ 220,275.03 D | | |
| Class A Common 05/30/2007 Shares | S 900 D \$ 80.6 | ₆ 219,375.03 D | | |

S

S

1,200

1,500

\$

80.68

D

218,175.03

216,675.03

D

D

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| Shares | | | | | | | |
|-----------------------------|------------|---|-------|---|-------------|------------|---|
| Class A Common Shares | 05/30/2007 | S | 100 | D | \$ 80.69 | 216,575.03 | D |
| Class A Common Shares | 05/30/2007 | S | 400 | D | \$ 80.7 | 216,175.03 | D |
| Class A Common Shares | 05/30/2007 | S | 200 | D | \$ 80.71 | 215,975.03 | D |
| Class A Common Shares | 05/30/2007 | S | 273 | D | \$ 80.72 | 215,702.03 | D |
| Class A Common Shares | 05/30/2007 | S | 200 | D | \$ 80.51 | 215,502.03 | D |
| Class A Common Shares | 05/30/2007 | S | 1,500 | D | \$ 80.52 | 214,002.03 | D |
| Class A Common Shares | 05/30/2007 | S | 200 | D | \$ 80.53 | 213,802.03 | D |
| Class A Common Shares | 05/30/2007 | S | 1,500 | D | \$ 80.54 | 212,302.03 | D |
| Class A Common Shares | 05/30/2007 | S | 1,100 | D | \$ 80.55 | 211,202.03 | D |
| Class A Common Shares | 05/30/2007 | S | 900 | D | \$ 80.56 | 210,302.03 | D |
| Class A Common Shares | 05/30/2007 | S | 1,100 | D | \$ 80.57 | 209,202.03 | D |
| Class A Common Shares | 05/30/2007 | S | 700 | D | \$ 80.58 | 208,502.03 | D |
| Class A Common Shares | 05/30/2007 | S | 100 | D | \$ 80.59 | 208,402.03 | D |
| Class A Common Shares | 05/30/2007 | S | 200 | D | \$ 80.6 | 208,202.03 | D |

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| Class A Common Shares | 05/30/2007 | S | 500 | D | \$ 80.61 | 207,702.03 | D |
|-----------------------------|------------|---|-------|---|-------------|------------|---|
| Class A Common Shares | 05/30/2007 | S | 200 | D | \$ 80.62 | 207,502.03 | D |
| Class A Common Shares | 05/30/2007 | S | 800 | D | \$ 80.64 | 206,702.03 | D |
| Class A Common Shares | 05/30/2007 | S | 100 | D | \$ 80.65 | 206,602.03 | D |
| Class A Common Shares | 05/30/2007 | S | 400 | D | \$ 80.64 | 206,202.03 | D |
| Class A Common Shares | 05/30/2007 | S | 1,400 | D | \$ 80.63 | 204,802.03 | D |
| Class A Common Shares | 05/30/2007 | S | 1,100 | D | \$ 80.62 | 203,702.03 | D |
| Class A Common Shares | 05/30/2007 | S | 300 | D | \$ 80.61 | 203,402.03 | D |
| Class A Common Shares | 05/30/2007 | S | 2,628 | D | \$ 80.66 | 200,774.03 | D |

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 (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. Transactic Code (Instr. 8) | 5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6 | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--------------------------------------|---|--|--|---|---|--|--|
|--|--------------------------------------|---|--|--|---|---|--|--|

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Date Expiration Title Exercisable Date

Code V (A) (D)

Exercisable Date

Amount or Number of Shares

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|----------|-------|--|--|--|
| • | Director | 10% Owner | Officer | Other | | | |
| ESPOSITO MICHAEL P JR 235 L'AMBIANCE DRIVE SUITE 706, LONGBOAT KEY SARASOTA, FL 34228-8909 | X | | Chairman | | | | |

Signatures

Sarah Fox, Attorney-in-fact for Michael P. Esposito, Jr.

05/31/2007

**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. 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.

Reporting Owners 4