

ARCH CAPITAL GROUP LTD.  
Form 3  
March 24, 2017

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

OMB APPROVAL

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**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)

|   |   |  |  |   |  |
|---|---|--|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Papadopoulo Nicolas</p> <p>(Last) (First) (Middle)</p> <p>C/O ARCH CAPITAL GROUP LTD,Â 100 PITTS BAY ROAD, WATERLOO HOUSE</p> <p>(Street)</p> <p>PEMBROKE,Â D0Â HM 08</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>03/24/2017</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>ARCH CAPITAL GROUP LTD. [ACGL]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (specify below)</p> <p>CEO of Arch Reinsurance Group</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|--|---|--|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4)         | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(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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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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

|                             |        |            | value per share                             |       |           |   |   |
|-----------------------------|--------|------------|---|-------|-----------|---|---|
| Stock Option (right to buy) | Â (9)  | 05/13/2025 | 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<br>C/O ARCH CAPITAL GROUP LTD<br>100 PITTS BAY ROAD, WATERLOO HOUSE<br>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 agreement.

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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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