

ST PAER JERRY DE  
Form 4  
June 09, 2006

**FORM 4**

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

OMB APPROVAL

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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 \*  
ST PAER JERRY DE

(Last) (First) (Middle)

XL HOUSE, ONE BERMUDIANA ROAD

(Street)

HAMILTON, D0 HM 11

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
XL CAPITAL LTD [XL]

3. Date of Earliest Transaction (Month/Day/Year)  
06/09/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

Executive Vice President

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 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 (A) 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   |  |                                   |
| Class A Common Shares           | 06/09/2006                           |  | S                              | 700   | D \$ 63.02  | 40,300   | D                                 |
| Class A Common Shares           | 06/09/2006                           |  | S                              | 1,200   | D \$ 63.03  | 39,100   | D                                 |
| Class A Common Shares           | 06/09/2006                           |  | S                              | 1,500   | D \$ 63.04  | 37,600   | D                                 |
| Class A Common                  | 06/09/2006                           |  | S                              | 500   | D \$ 63.06  | 37,100   | D                                 |

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Shares

|                             |            |   |       |   |             |        |   |
|-----------------------------|------------|---|-------|---|-------------|--------|---|
| Class A<br>Common<br>Shares | 06/09/2006 | S | 700   | D | \$<br>63.09 | 36,400 | D |
| Class A<br>Common<br>Shares | 06/09/2006 | S | 1,000 | D | \$<br>63.12 | 35,400 | D |
| Class A<br>Common<br>Shares | 06/09/2006 | S | 100   | D | \$<br>63.13 | 35,300 | D |
| Class A<br>Common<br>Shares | 06/09/2006 | S | 500   | D | \$<br>63.14 | 34,800 | D |
| Class A<br>Common<br>Shares | 06/09/2006 | S | 2,000 | D | \$<br>63.15 | 32,800 | D |
| Class A<br>Common<br>Shares | 06/09/2006 | S | 300   | D | \$<br>63.18 | 32,500 | D |

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|   |  |   |   |                                      |  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares                                     |
|   |  |   |   |                                      |  | Code   | V   | (A)   | (D)  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                          |       |
|---|---------------|-----------|--------------------------|-------|
|   | Director      | 10% Owner | Officer                  | Other |
| ST PAER JERRY DE<br>XL HOUSE<br>ONE BERMUDIANA ROAD<br>HAMILTON, D0 HM 11 |               |           | Executive Vice President |       |

## Signatures

|  |                     |
|--|---------------------|
| Sarah Fox, Attorney-in-fact for Jerry de<br>St. Paer | 06/09/2006          |
| <small>**Signature of Reporting Person</small>       | <small>Date</small> |

## 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.  
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