

ARCH CAPITAL GROUP LTD.
Form 4
May 15, 2007

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

OMB APPROVAL

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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 *
BUNCE JOHN L JR

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)
05/11/2007

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

HELLMAN & FRIEDMAN
LLC, ONE MARITIME PLAZA
12TH FLOOR

(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

SAN FRANCISCO, CA 94111

(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 (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)
Common Shares, \$.01 par value per share	05/11/2007		A	492 ⁽¹⁾	A <u>(1)</u> 146,576 ⁽²⁾ ⁽³⁾ ₍₄₎	D	
Common Shares, \$.01 par value per share	05/15/2007		J	82,932	A <u>(5)</u> 229,508 ⁽³⁾ ⁽⁴⁾ ₍₆₎	D	

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("H&F Investors IV") is the sole general partner of the Partnerships. H&F Corporate Investors IV (Bermuda), Ltd. ("H&F Corporate Investors") is the sole general partner of the H&F Investors IV. A five member investment Committee of H&F Corporate Investors has investment discretion over the securities.

- (4) Mr. Bunce serves as a senior advisor to Hellman & Friedman LLC, an affiliate of H&F Corporate Investors, and is a 9.9% shareholder of H&F Corporate Investors.

- (5) On May 15, 2007, the Partnerships distributed 4,674,022 Common Shares to their respective limited partners in accordance with the applicable partnership agreements of the Partnerships. In connection with this distribution, Mr. Bunce received 82,932 Common Shares which are owned directly by Mr. Bunce.

- (6) Includes 222,015 common shares owned directly by Mr. Bunce. Amount also includes 7,493 common shares, which are held by Mr. Bunce proportionately for the benefit of the entities listed in footnote 3.

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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