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ARCH CAPITAL GROUP LTD

Form 8-K

April 03, 2002

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

Current Report Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934

April 3, 2002

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Date of Report (Date of earliest event reported)

Arch Capital Group Ltd.

-----  
(Exact name of registrant as specified in its charter)

Bermuda

0-26456

N/A

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(State or other  
jurisdiction of  
incorporation or  
organization)

(Commission File Number)

(I.R.S. Employer  
Identification No.)

Wessex House, 45 Reid Street, Hamilton HM 12 Bermuda

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(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code:  
(441) 296-8240

N/A

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(Former name or former address, if changed since last report)

ITEM 5. Other Events.

On April 3, 2002, Arch Capital Group Ltd. (the "Company") entered into a Purchase Agreement covering the issue and sale by the Company of 6,500,000

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common shares (plus an additional 975,000 common shares which may be issued and sold to cover over-allotments) of the Company, par value \$0.01 (the "Shares"), a copy of which is attached to this Current Report on Form 8-K and filed herewith under Item 7 as Exhibit 1. The Shares have been registered under the Securities Act of 1933, as amended, pursuant to the Company's Registration Statement on Form S-3 (No. 333-82612).

ITEM 7. Financial Statements, Pro Forma Financial Information and Exhibits.

EXHIBIT NO.	DESCRIPTION
1	Purchase Agreement, dated April 3, 2002, among the Company and Credit Suisse First Boston Corporation, Merrill Lynch & Co., Merrill Lynch, Pierce, Fenner & Smith Incorporated, Goldman, Sachs & Co. and Salomon Smith Barney Inc., as the Representatives for the Underwriters named therein.

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### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned.

Date: April 3, 2002

ARCH CAPITAL GROUP LTD.

By: /s/ Louis T. Petrillo

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Name: Louis T. Petrillo  
Title: Senior Vice President, General  
Counsel and Secretary