## Edgar Filing: XL CAPITAL LTD - Form 5

XL CAPITA Form 5												
February 14						OMB AF	PROVAL					
				RITIES AND EXCHANGE COMMISSION ashington, D.C. 20549					OMB Number: Expires:	3235-0362 January 31, 2005		
to Sectio Form 4 c 5 obligat may con <i>See</i> Instr	r Form ANN ions inue.	ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Estimated average burden hours per response 1.0			
1(b).	Filed pur <sup>Ioldings</sup> Section 17(	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										
1. Name and OHARA B	S	2. Issuer Name <b>and</b> Ticker or Trading Symbol XL CAPITAL LTD [XL]					5. Relationship of Reporting Person(s) to Issuer					
(Last)	(Last) (First) (Middle) 3. Statem				ement for Issuer's Fiscal Year Ended				(Check all applicable) X_ Director 10% Owner X_ Officer (give title Other (specify			
C/O XL CA HOUSE	APITAL LTD, X	ΚL					b	pelow) Pre	below) sident/CEO			
				nendment, Date Original 6. Ionth/Day/Year)				5. Individual or Joint/Group Reporting (check applicable line)				
HAMILTO	DN, DO HM 11						-	X_ Form Filed by C Form Filed by M Person				
(City)	(State)	(Zip)	Tabl	e I - Non-Der	ivative Sec	curitio	es Acqui	red, Disposed of,	or Beneficiall	y 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)			Beneficially Owned at end of Issuer's	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
					(A) or Amount (D) Pri		Price	Fiscal Year (Instr. 3 and 4)	(Instr. 4)			
Class A Common Shares	12/06/2007	Â		P <u>(1)</u>	123	A	\$ 59.18	659,374	D	Â		
Reminder: Re	port on a separate line	for each clas	s of	Persons wi	no respor	nd to	the col	lection of inform	nation	SEC 2270		

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

Persons who respond to the collection of information SE contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

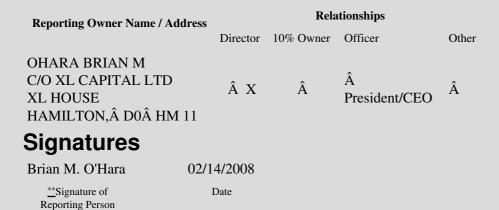
 (e.g., puts, calls, warrants, options, convertible securities)

(9-02)

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)	unt of rlying rities	8. Price of Derivative Security (Instr. 5)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**



## **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).

(1) Mr. O'Hara received the shares in connection with a distribution from an exchange fund

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.