

Edgar Filing: XL CAPITAL LTD - Form 4

XL CAPITAL LTD
 Form 4
 March 11, 2003

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
 Nicholas Brown
 297 Smith Ridge Road
 CT, New Canaan 06840
2. Issuer Name and Ticker or Trading Symbol
 XL Capital Ltd (XL)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
 3/10/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Executive Vice President
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) 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	2. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	3A. Deemed Execu- tion Date	4. Securities Acquired (A) or Disposed of (D) Amount	4A. A/ D	5. Amount of Securities Beneficially Owned Following Reported Trans(s)	5A. Price
Class A Common Shares	3/7/2003		A		4000	A	30869	

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

1. Title of Derivative Security	2. Conversion Price of Derivative Security	3. Trans- action (Month/Day/Year)	3A. Deemed Execu- tion (Month/Day/Year)	4. Trans- action Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) Amount	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities Title and Number of Shares	8. Price of Underlying Securities Price
Employee Stock	\$68.62	3/7/2003		A	40000	3/7/2003/3/7/2003	Class A Comm 40000	\$68.62

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k Option (Right to buy)	103						1004	1013	on Shares		

Explanation of Responses:

1. Exercisable in four annual installments commencing on first anniversary of the grant
SIGNATURE OF REPORTING PERSON
Nicholas Brown