Knight W. Gordon Form 3 March 03, 2008

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement ALLIED WORLD ASSURANCE CO HOLDINGS LTD Knight W. Gordon (Month/Day/Year) [AWH] 02/28/2008 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) ALLIED WORLD (Check all applicable) ASSURANCE CO HOLDINGS. LTD, 27 RICHMOND ROAD Director 10% Owner X_ Officer (Street) Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) Pres, US Ops, Dst & Mkt, _X_ Form filed by One Reporting **AWNAC** Person PEMBROKE, Form filed by More than One Reporting Person (State) (City) (Zip)

BERMUDA, DOÂ HM 08

1. Title of Security (Instr. 4)

Common Shares (1)

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial 2. Amount of Securities 3. Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â 10,000

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

SEC 1473 (7-02)

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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
Security (Instr. 4)	Expiration Date (Month/Day/Year)	Securities Underlying Derivative Security	Conversion or Exercise	Ownership Form of	Beneficial Ownership
(11311-1)		(Instr. 4)	Price of	Derivative	(Instr. 5)

Edgar Filing: Knight W. Gordon - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Options (right to buy)	02/28/2009(2)	02/28/2018	Common Shares	16,500	\$ 43.27	D	Â

Reporting Owners

	Relationships			
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Knight W. Gordon ALLIED WORLD ASSURANCE CO HOLDINGS, LTD 27 RICHMOND ROAD PEMBROKE, BERMUDA, DO HM 08	Â	Â	Pres, US Ops, Dst & Mkt, AWNAC	Â

Signatures

/s/ Wesley D. Dupont, by Power of Attorney 03/03/2008

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Represents Restricted Stock Units which convert into Common Shares upon the vesting of such units on a one-for-one basis.
- (2) These securities vest in four equal annual installments with the first installment vesting on the date shown.

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

Reporting Owners 2