

XL CAPITAL LTD
Form 4
November 16, 2006

FORM 4

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

OMB APPROVAL

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

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 *
OHARA BRIAN M

(Last) (First) (Middle)

C/O XL CAPITAL LTD, XL HOUSE

(Street)

HAMILTON, D0 HM 11

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
XL CAPITAL LTD [XL]

3. Date of Earliest Transaction (Month/Day/Year)
11/14/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (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 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A common Shares	11/14/2006		M		164,000	A	\$ 37.875
Class a common shares	11/14/2006		M		10,596	A	\$ 37.75
Class a common shares	11/14/2006		M		1,700	D	\$ 70.6
Class a common	11/14/2006		M		1,300	D	\$ 70.35
							751,295
							761,891
							760,191
							758,891

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shares

Class a common shares	11/14/2006	M	1,300	D	\$ 70.34	757,591	D
Class a common shares	11/14/2006	M	700	D	\$ 70.33	756,891	D
Class a common shares	11/14/2006	M	2,000	D	\$ 70.32	754,891	D
Class a common shares	11/14/2006	M	1,300	D	\$ 70.31	753,591	D
Class a common shares	11/14/2006	M	3,500	D	\$ 70.3	750,091	D
Class a common shares	11/14/2006	M	1,900	D	\$ 70.29	748,191	D
Class a common shares	11/14/2006	M	3,789	D	\$ 70.28	744,402	D
Class a common shares	11/14/2006	M	3,300	D	\$ 70.27	741,102	D
Class a common shares	11/14/2006	M	3,252	D	\$ 70.26	737,850	D
Class a common shares	11/14/2006	M	3,559	D	\$ 70.25	734,291	D
Class a common shares	11/14/2006	M	3,500	D	\$ 70.24	730,791	D
Class a common shares	11/14/2006	M	1,700	D	\$ 70.23	729,091	D
Class a common shares	11/14/2006	M	1,900	D	\$ 70.22	727,191	D
Class a common shares	11/14/2006	M	1,400	D	\$ 70.21	725,791	D

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Class a common shares	11/14/2006	M	600	D	\$ 70.18	725,191	D
Class a common shares	11/14/2006	M	700	D	\$ 70.17	724,491	D
Class a common shares	11/14/2006	M	800	D	\$ 70.16	723,691	D
Class a common shares	11/14/2006	M	1,500	D	\$ 70.15	722,191	D
Class a common shares	11/14/2006	M	2,400	D	\$ 70.14	719,791	D
Class a common shares	11/14/2006	M	3,200	D	\$ 70.13	716,591	D
Class a common shares	11/14/2006	M	3,459	D	\$ 70.12	713,132	D
Class a common shares	11/14/2006	M	700	D	\$ 70.11	712,432	D
Class a common shares	11/14/2006	M	100	D	\$ 70.1	712,332	D
Class a common shares	11/14/2006	M	100	D	\$ 70.09	712,232	D
Class a common shares	11/14/2006	M	1,000	D	\$ 70.08	711,232	D
Class a common shares	11/14/2006	M	100	D	\$ 70.07	711,132	D

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

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

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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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
employee stock options	\$ 37.875	11/14/2006		M		12/01/1996	12/01/2006	Class A common Shares	164,000
employee stock options	\$ 37.75	11/14/2006		M		12/04/1996	12/04/2006	class a common shares	10,596

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OHARA BRIAN M C/O XL CAPITAL LTD XL HOUSE HAMILTON, D0 HM 11	X		President/CEO	

Signatures

Brian O'Hara 11/16/2006

__Signature of
Reporting Person

Date

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).

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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