Edgar Filing: VALIDUS HOLDINGS LTD - Form 4

VALIDUS H Form 4	HOLDINGS L'	ΓD									
July 27, 200 [°]										OMB AF	PROVAL
	UNITE	D STATES		RITIES A shington				GE C	OMMISSION	OMB Number:	3235-0287
Check this box if no longer subject to Section 16. Form 4 or				NGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Expires: January 31 2005 Estimated average burden hours per response 0.5	
Form 5 obligatio may cont <i>See</i> Instru 1(b).	ns Section	7(a) of the		tility Hol	di	ng Comp	any A	Act of	e Act of 1934, 1935 or Sectior 0		
(Print or Type I	Responses)										
Noonan Edward J. Symbol			er Name and Ticker or Trading DUS HOLDINGS LTD [VR]				'R]	5. Relationship of Reporting Person(s) to Issuer			
	(First) DUS RE, SUIT ILLE ROAD	(Middle) E 1790, 48	3. Date of (Month/E 07/25/2	-	'ran	isaction	-	-	X Director X Officer (give below)		Owner er (specify
				endment, Date Original hth/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 		
(City)	(State)	(Zip)	Tabl	e I - Non-l	Dei	rivative Se	curiti	es Acai	Person uired, Disposed of	or Beneficial	lv Owned
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Executio any		3. Transacti Code	ion(4. Securitie (A) or Disp (Instr. 3, 4) Amount	s Acquosed o	uired of (D)	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
Common Shares	07/25/2007			А	1	122,727	А	\$0	505,538	D	

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

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 Acquired, Disposed of, or Beneficially Owned

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

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. Transactic Code (Instr. 8)	5. Number onof 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)		8. De Se (Ir
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Warrants	\$ 22	07/25/2007		J <u>(1)</u>	854.7	(2)	12/12/2015	Common Shares	854.7	

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Reporting Owners

Reporting Owner Name / Address		Relationships						
Topological contraction of the cost	Director	10% Owner	Officer	Other				
Noonan Edward J. C/O VALIDUS RE SUITE 1790, 48 PAR-LA-VILLE ROA HAMILTON, D0 HM11	AD X		Chairman and CEO					
Signatures								
John Schuster, Power-of-Attorney	07/27/2007							
<u>**</u> 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).
- (1) These warrants were issued pursuant to anti-dilution provisions in warrants held by Mr. Noonan.
- (2) Warrants exercisable anytime prior to expiration.

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.