

Porter Robert S
Form 4
April 29, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Porter Robert S

2. Issuer Name and Ticker or Trading Symbol
PLATINUM UNDERWRITERS HOLDINGS LTD [PTP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/26/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

CEO - Platinum Bermuda

PLATINUM UNDERWRITERS BERMUDA, LTD., 69 PITTS BAY ROAD, 2ND FLOOR

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

PEMBROKE, D0 HM 08

(City) (State) (Zip)

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 (A) 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 |
| Common Shares | 04/26/2013 | | M | | 10,673 | A | \$ 30.75 |
| Common Shares | 04/26/2013 | | S | | 10,673 | D | \$ 56.3998 |
| Common Shares | 04/26/2013 | | M | | 58,253 | A | \$ 30.58 |
| Common Shares | 04/26/2013 | | S | | 58,253 | D | \$ 56.4073 |

Edgar Filing: Porter Robert S - Form 4

| Common Shares | 04/26/2013 | M | 50,596 | A | \$ 34.34 | 211,728 | D | (2) |
|---------------|------------|---|--------|---|------------|---------|---|-----|
| Common Shares | 04/26/2013 | S | 50,596 | D | \$ 56.4062 | 161,132 | D | (2) |
| Common Shares | 04/26/2013 | M | 29,150 | A | \$ 33.92 | 190,282 | D | |
| Common Shares | 04/26/2013 | S | 29,150 | D | \$ 56.4045 | 161,132 | D | (3) |

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.

SEC 1474
(9-02)

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. 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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-qualified Stock Option (Right to Buy) | \$ 30.75 | 04/26/2013 | | M | 10,673 | (4) 02/23/2015 | Common Shares | 10,673 |
| Non-qualified Stock Option (Right to Buy) | \$ 30.58 | 04/26/2013 | | M | 58,253 | (5) 02/27/2016 | Common Shares | 58,253 |
| Non-qualified Stock Option (Right to Buy) | \$ 34.34 | 04/26/2013 | | M | 50,596 | (6) 05/29/2017 | Common Shares | 50,596 |
| Non-qualified Stock Option (Right to Buy) | \$ 33.92 | 04/26/2013 | | M | 29,150 | (7) 02/20/2018 | Common Shares | 29,150 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Porter Robert S PLATINUM UNDERWRITERS BERMUDA, LTD. 69 PITTS BAY ROAD, 2ND FLOOR PEMBROKE, D0 HM 08 | | | CEO - Platinum Bermuda | |

Signatures

/s/ Christina M. Parker, 04/29/2013
 Attorney-in-Fact

**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) This transaction was executed in multiple trades at prices ranging from \$56.11 to \$57.0401. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes, upon request of the staff of the Securities and Exchange Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
 - (2) This transaction was executed in multiple trades at prices ranging from \$56.11 to \$57.17. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes, upon request of the staff of the Securities and Exchange Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
 - (3) This transaction was executed in multiple trades at prices ranging from \$56.10 to \$57.15. The price reported above reflects the weighted average sales price. The reporting person hereby undertakes, upon request of the staff of the Securities and Exchange Commission, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
 - (4) The option vested in four equal annual installments beginning on February 24, 2006.
 - (5) The option vested in four equal annual installments beginning on February 28, 2007.
 - (6) The option vested in four equal annual installments beginning on February 21, 2008.
 - (7) The option vested in four equal annual installments beginning on February 21, 2009.

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.