

XL CAPITAL LTD
Form 8-K
December 31, 2007

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

FORM 8-K
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934
Date of Report (Date of earliest event reported): December 27, 2007

XL CAPITAL LTD
(Exact name of registrant as specified in its charter)

| | | |
|---|-------------------------------------|---|
| Cayman Islands (State or other jurisdiction of incorporation) | 1-10804 (Commission File Number) | 98-0191089 (I.R.S. Employer Identification No.) |
|---|-------------------------------------|---|

XL House, One Bermudiana Road, Hamilton, Bermuda HM 11
(Address of principal executive offices)

Registrant's telephone number, including area code: (441) 292 8515
Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) On December 27, 2007, Michael P. Esposito resigned as a Director of XL Capital Ltd. A press release announcing such resignation is filed as an exhibit to this report.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following exhibits are filed herewith:

| Exhibit No. | Description |
|-------------|---|
| 99.1 | Press Release (“XL Capital Ltd Announces Resignation of Board Chairman Michael P. Esposito”) dated December 28, 2007. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 28, 2007

XL CAPITAL LTD
(Registrant)

By: /s/ Henry C.V.
Keeling

Name: Henry C.V.

Keeling

Title: Chief Operating
Officer