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).

(Print or Type Responses)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* BANK OF AMERICA CORP /DE/			2. Issuer Name and Ticker or Trading Symbol VALIDUS HOLDINGS LTD [VR]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director10% Owner					
(Last) (First) BANK OF AMERICA CO CENTER, 100 N TRYON	3. Date of Earliest Transaction (Month/Day/Year) 01/09/2008							r (give title belo	ow)	Other (spec			
(Street) CHARLOTTE, NC 28255	4. If Amendmen	4. If Amendment, Date Original Filed(Month/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 Person					
(City) (State)	(Zip)	,	Table I - Non-Derivative Securities Acq					quired, Disposed of, or Beneficially Owned					
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	A. Deemed Execution Date, if any Month/Day/Year)	Code		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	Indired Benefi Owner	icial rship	
			Code	V	Amount	(A) or (D)	Price			(I) (Instr. 4)	(msu.)	
Common Stock	01/09/2009		P		15,915 (3)	A	\$ 24.4166	5,730,20	00 (4) (5) (6	<u>(7)</u>	I	By Subs:	idiary
Common Stock	01/12/2009		P		100 (3)	A	\$ 23.8	5,730,300 (4) (5) (6) (8)		I By Subsidiary			
Common Stock	01/12/2009		S		15,915 (3)	D	\$ 23.5159	5,714,38	35 (4) (5) (6	<u>(9)</u>	I	By Subs:	idiary
Common Stock	01/15/2009		S		100 (3)	D	\$ 23.75	5,714,28	35 (4) (5) (6	5) (10)	I	By Subs:	idiary
Common Stock	01/23/2009		P		164 (3)	A	\$ 22.4785	5,714,44	49 ^{(4) (5) (6}	<u>6) (11)</u>	I	By Subs: (1) (2)	idiary
Common Stock	01/23/2009		P		90 (3)	A	\$ 22.478	5,714,53	39 (4) (5) (6	5) (12)	I	By Subs: (1) (2)	idiary
Common Stock	02/02/2009		S		254 (3)	D	\$ 23.18	5,714,28	35 (4) (5) (6	<u>5) (10)</u>	I	By Subs: (1) (2)	idiary
Reminder: Report on a separate li	ne for each class of sec	purities beneficially	owned dire	ectly	or indirec	tlv	•	1				-	
Reminder: Report on a separate in	ne for each class of sec	danies senericiany	owned dire	Po	ersons w	ho re	is form are	e not requ	ction of inf ired to res OMB cont	spond ur	nless	EC 1474	1 (9-02)
	Table II	- Derivative Secur (e.g., puts, calls,						•					
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Security Security S	Day/Year) Execution I	<u> </u>	5.	6 a: (I	. Date Exe nd Expirat Month/Da	ercisab	ole 7. T ate Am r) Und Seco	Title and mount of iderlying curities (Instr. 3 and Service of Security (Instr. 5) 8. Price of Derivative Security Securities (Instr. 5) 9. Numb Derivative Securities (Owned Followin Reported Transact (Instr. 4)		ye Own s Forn ally Deri Secu g Dire or In ion(s) (I)	ership of I wative rity: (t (D) direct	11. Naturo of Indirec Beneficia Ownershi (Instr. 4)	

	Code V	(A) (D)	Exercisable	Expiration Date	Title	Amount or Number of Shares			
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Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
BANK OF AMERICA CORP /DE/ BANK OF AMERICA CORPORATE CENTER 100 N TRYON ST CHARLOTTE, NC 28255	X						

Signatures

/s/ Debra I. Cho, Senior Vice President for Bank of America	02/10/2009	
**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).
- This Form 4 is being filed by Bank of America Corporation ("BAC" or the "Reporting Person"), a Delaware corporation and bank holding company registered under the Bank Holding Company Act of 1956, on behalf of its subsidiaries. BAC consummated a merger with Merrill Lynch & Co. Inc. ("ML&Co.") on January 1, 2009, after which ML&Co. became a direct wholly-owned subsidiary of BAC. As a result of such merger, BAC may be deemed to be the beneficial owner of all the securities of the Issuer directly held by ML&Co. and its subsidiaries.
- (2) The Reporting Person may be deemed a director by virtue of the fact that an employee of an affiliate of the Reporting Person, Mandakini Puri, serves as a director of the Issuer.
- (3) Transaction executed by the error correction section of Merrill, Lynch, Pierce, Fenner & Smith Incorporated ("MLPFS"), a broker-dealer and subsidiary of ML&Co., to correct errors made in connection with trades made on behalf of clients of MLPFS.
- In connection with all of the transactions reported on this Form, the Reporting Person has agreed to voluntarily remit appropriate profits, if any, to Validus Holding Ltd. The Reporting Person disclaims that the transactions reported on this Form 4 are subject to reporting under Section 16(a) or disgorgement under Section 16(b), and this report shall not be deemed an admission that those sections apply to these transactions.
- 4,285,714 shares are owned directly by ML Global Private Equity Fund, L.P. ("MLGPE"), a partnership whose general partner is MLGPE LTD., a wholly-owned (5) subsidiary of ML Global Private Equity Partners, L.P., whose general partner is Merrill Lynch GP, Inc., a wholly-owned subsidiary of Merrill Lynch Group, Inc., which is a wholly-owned subsidiary of ML&Co.
- (6) 1,428,571 shares are owned directly by Merrill Lynch Ventures L.P. 2001, a partnership whose general partner is Merrill Lynch Ventures, L.L.C., a wholly-owned subsidiary of Merrill Lynch Group, Inc.
- (7) 15,915 shares are directly owned by MLPFS
- (8) 16,915 shares are directly owned by MLPFS.
- (9) 100 shares are directly owned by MLPFS.
- (10) No shares are directly owned by MLPFS.
- (11) 164 shares are directly owned by MLPFS.
- (12) 254 shares are directly owned by MLPFS.

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.