

# FORM 4

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

OMB APPROVAL	
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## 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

(Print or Type Responses)

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) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)		
(Last) (First) (Middle) BANK OF AMERICA CORPORATE CENTER, 100 N TRYON ST			3. Date of Earliest Transaction (Month/Day/Year) 07/19/2010					
(Street) CHARLOTTE, NC 28255			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)			<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

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 Stock	07/19/2010		S		2,172 (2)	D	\$ 24.6213	5,712,113 (3) (4) (5) (6)	I	By Subsidiary (1) (13) (14)
Common Stock	07/19/2010		S		583 (2)	D	\$ 24.647	5,711,530 (3) (4) (5) (7)	I	By Subsidiary (1) (13) (14)
Common Stock	07/21/2010		P		100 (2)	A	\$ 24.9465	5,711,630 (3) (4) (5) (8)	I	By Subsidiary (1) (13) (14)
Common Stock	07/21/2010		P		400 (2)	A	\$ 24.9482	5,712,030 (3) (4) (5) (9)	I	By Subsidiary (1) (13) (14)
Common Stock	07/21/2010		P		1,572 (2)	A	\$ 24.9495	5,713,602 (3) (4) (5) (10)	I	By Subsidiary (1) (13) (14)
Common Stock	07/21/2010		P		100 (2)	A	\$ 24.9498	5,713,702 (3) (4) (5) (11)	I	By Subsidiary (1) (13) (14)
Common Stock	07/21/2010		P		583 (2)	A	\$ 24.95	5,714,285 (3) (4) (5) (12)	I	By Subsidiary (1) (13) (14)

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.**

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**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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

