

AXIS CAPITAL HOLDINGS LTD  
 Form 4  
 February 14, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
 OMB Number: 3235-0287  
 Expires: January 31, 2005  
 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 \*  
 COOK ANDREW

2. Issuer Name and Ticker or Trading Symbol  
 AXIS CAPITAL HOLDINGS LTD  
 [AXS]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 \_\_\_ Director \_\_\_ 10% Owner  
X Officer (give title below) \_\_\_ Other (specify below)  
 Chief Financial Officer

(Last) (First) (Middle)  
 C/O AXIS CAPITAL HOLDINGS LIMITED, 106 PITTS BAY ROAD  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/10/2006

PEMBROKE, D0 HM 08

(City) (State) (Zip)

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

**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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Shares	02/10/2006		S	600	D	\$ 31.04	367,100 D
Common Shares	02/10/2006		S	1,700	D	\$ 31.03	365,400 D
Common Shares	02/10/2006		S	2,800	D	\$ 31.02	362,600 D
Common Shares	02/10/2006		S	2,200	D	\$ 31.01	360,400 D
Common Shares	02/10/2006		S	34,700	D	\$ 31	325,700 D

## Edgar Filing: AXIS CAPITAL HOLDINGS LTD - Form 4

Common Shares	02/10/2006	S	100	D	\$ 30.94	325,600	D
Common Shares	02/10/2006	S	1,600	D	\$ 30.93	324,000	D
Common Shares	02/10/2006	S	3,700	D	\$ 30.92	320,300	D
Common Shares	02/10/2006	S	5,900	D	\$ 30.91	314,400	D
Common Shares	02/10/2006	S	27,800	D	\$ 30.9	286,600	D
Common Shares	02/10/2006	S	3,700	D	\$ 30.89	282,900	D
Common Shares	02/10/2006	S	3,400	D	\$ 30.88	279,500	D
Common Shares	02/10/2006	S	4,400	D	\$ 30.87	275,100	D
Common Shares	02/10/2006	S	300	D	\$ 30.86	274,800	D
Common Shares	02/10/2006	S	4,000	D	\$ 30.8	270,800	D
Common Shares	02/10/2006	S	21,700	D	\$ 30.75	249,100	D
Common Shares	02/13/2006	S	800	D	\$ 30.88	248,300	D
Common Shares	02/13/2006	S	300	D	\$ 30.86	248,000	D
Common Shares	02/13/2006	S	100	D	\$ 30.85	247,900	D
Common Shares	02/13/2006	S	1,100	D	\$ 30.84	246,800	D
Common Shares	02/13/2006	S	500	D	\$ 30.83	246,300	D
Common Shares	02/13/2006	S	1,400	D	\$ 30.82	244,900	D
Common Shares	02/13/2006	S	2,300	D	\$ 30.8	242,600	D
Common Shares	02/13/2006	S	500	D	\$ 30.79	242,100	D
Common Shares	02/13/2006	S	200	D	\$ 30.77	241,900	D
	02/13/2006	S	200	D		241,700	D



## 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).

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.