

Sennott John Langton JR
 Form 3
 October 09, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Sennott John Langton JR

(Last) (First) (Middle)

ALLIED WORLD
 ASSURANCE CO. HOLDINGS
 LTD, Â 27 RICHMOND ROAD

(Street)

PEMBROKE, Â D0 Â HM 08

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
 09/29/2009

3. Issuer Name and Ticker or Trading Symbol

ALLIED WORLD ASSURANCE CO HOLDINGS LTD
 [AWH]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 EVP, Chief Corp. Strat Officer

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

Common Shares

2. Amount of Securities Beneficially Owned (Instr. 4)

12,452 ⁽¹⁾

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

D Â

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)
Restricted Stock Units	Â (2)	Â (2)	Common Shares	1,500 (3)	\$ (3)	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sennott John Langton JR ALLIED WORLD ASSURANCE CO. HOLDINGS LTD 27 RICHMOND ROAD PEMBROKE,Â D0Â HM 08	Â	Â	Â EVP, Chief Corp. Strat Officer	Â

Signatures

/s/ John L. Sennott, Jr. 10/09/2009

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 10,000 Restricted Stock Units which convert into Common Shares upon the vesting of such units on a one-for-one basis and 452 Common Shares of the Company acquired on June 30, 2009 pursuant to the Company's Employee Share Purchase Plan.
- (2) The Restricted Stock Units vest in four equal annual installments with the first installment vesting on February 26, 2010.
- (3) Grant of Restricted Stock Units for no monetary consideration. 3,000 Restricted Stock Units convert into (i) 1,500 Common Shares of the Company and (ii) cash equal to the market value of 1,500 Common Shares (measured at the date of vesting) upon the vesting of such Restricted Stock Units.

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.