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

June 10, 2014

Date of Report (Date of earliest event reported)

WHITE MOUNTAINS INSURANCE GROUP, LTD.

(Exact name of registrant as specified in its charter)

Bermuda1-899394-2708455(State or other jurisdiction of incorporation or organization)(Commission file number)(I.R.S. Employer identification No.)

80 South Main Street, Hanover, New Hampshire 03755

(Address of principal executive offices)

(603) 640-2200

(Registrant's telephone number, including area code)

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:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 7.01 Regulation FD Disclosure.

The Registrant's executive officers intend to utilize the presentation attached as Exhibit 99.1 to this Form 8-K, in whole or in part, at the Registrant's Annual Investor Information Meeting to be held on June 10, 2014.

ITEM 9.01 Financial Statements and Exhibits.

(d) Exhibits. The following exhibit is furnished herewith:

EXHIBIT INDEX

 $99.1\ Supplemental\ Regulation\ FD\ Disclosure.$

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 thereunto duly authorized.

WHITE MOUNTAINS INSURANCE GROUP, LTD.

DATED: June 10, 2014 By: <u>/s/ J. BRIAN PALMER</u>

J. Brian Palmer Vice President and Chief Accounting Officer

White Mountains Insurance Group, Ltd. Annual Investor Meeting

June 10, 2014



Forward-Looking Statements

This presentation contains, and management may make, certain statements that are not historical facts but that are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. All statements, other than statements of historical facts, included or referenced in this presentation which address activities, events or developments which White Mountains expects or anticipates will or may occur in the future are forward-looking statements. Please see our discussion on page 108 of our 2013 report on Form 10-K and on page 75 of OneBeacon's 2013 report on Form 10-K for a more detailed discussion of the types of expressions that may identify forward-looking statements. Such statements are subject to risks and uncertainties, many of which are difficult to predict and generally beyond our control, that could cause actual results to differ materially from those expressed in, or implied or projected by, the forward-looking information and statements.

In connection with the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995, we provide the following cautionary remarks regarding important risks and uncertainties which, among others, could cause our actual results to differ materially from our expectations, including those reflected in our forward-looking statements. These risks and uncertainties include, but are not limited to: (i) the risks associated with Item 1A of the Company's and OneBeacon's 2013 reports on Form 10-K; (ii) claims arising out of catastrophic events, such as hurricanes, earthquakes, floods, fires, terrorist attacks or severe winter weather; (iii) the continued availability of capital and financing; (iv) general economic, market or business conditions; (v) business opportunities (or lack thereof) that may be presented to us and pursued; (vi) competitive forces, including the conduct of other property and casualty insurers and reinsurers; (vii) changes in domestic or foreign laws or regulations, or their interpretation, applicable to us, our competitors or our clients; (viii) an economic downturn or other economic conditions adversely affecting our financial position; (ix) recorded loss reserves subsequently proving to have been inadequate; (x) actions taken by rating agencies from time to time, such as financial strength or credit ratings downgrades or placing ratings on negative watch; and (xi) other factors, most of which are beyond our control. Consequently, all of the forward-looking statements made in this presentation are qualified by these cautionary statements, and there can be no assurance that the actual results or developments anticipated by us will be realized or, even if substantially realized, they will have the expected consequences to, or effects on our business or operations. Our forward-looking statements speak only as of the date of this presentation and we assume no obligation to update publicly any such forward-looking statements, whether as a result of new information, future events or ot

Non-GAAP Financial Measures

Within this presentation, we use the following non-GAAP financial measures: (i) Adjusted Book Value Per Share (ABVPS); (ii) Sirius Group's Adjusted Book Value (ABV); (iii) Symetra's Operating ROE; (iv) Equity Exposure; (v) Investments Adjusted Shareholders' Equity; (vi) Total Return; (vii) Fixed Income Total Return; (viii) Equity Total Return; and (ix) Adjusted Shareholders' Equity. Please see the appendix at the end of the presentation for an explanation of each such non-GAAP financial measure and a reconciliation of the measure to its most closely comparable GAAP financial measure.

An electronic copy of this presentation can be found at our website: www.whitemountains.com

White Mountains Annual Investor Meeting

Ray Barrette:

- Introduction and Highlights
- Allocation of Capital
- HG Global/BAM

Allan Waters:

Sirius Group

Manning Rountree:

- Insurance Services
- Investments

David Foy:

- Share Repurchases
- Capital

Ray Barrette:

Final Comments and Q&A



WTM - Solid Performance in 2013 and So Far in 2014

	2013	1Q14
White Mountains		
Growth in ABVPS	9.5%	2.2%
Investments Total Return	5.2%	1.3%
OneBeacon		
Growth in BVPS	17.3%	4.2%
Combined ratio	92.4%	88.8%
Sirius Group		
Growth in ABV	11.3%	3.8%
Combined ratio	82.1%	73.3%



WTM - Solid Performance in 2013 and So Far in 2014

- HG Global/BAM executed well in tough environment:
 - Cumulative par insured = \$6 billion at 1Q14 (700 members)
 - 54% market share of insured deals in 1Q14 (48% of par insured)
 - Strong trading value
- Insurance Services Businesses:
 - Insurance marketing/technology investments around the world
 - Low capital/high potential opportunities
- Symetra had a good year with 9% Operating ROE; good start to 2014
- Undeployed capital of about \$1 billion/low leverage
- Focused on closing sale of OneBeacon runoff



WTM - Allocation of Equity Capital (\$ in billions)

Sirius Group, excluding Symetra	\$ 1.2
OneBeacon	0.9
HG Global/BAM	0.6
Symetra	0.4
Insurance Services	0.1
Parent/Other	0.9
	\$ 4.0



WTM - Our Track Record

Return Period Ended December 31, 2013

						Since WTM
(growth including dividends)	1-year	3-year	5-year	7-year	10-year	IPO
White Mountains - ABVPS	10%	14%	13%	7%	9%	15%
S&P 500	32%	16%	18%	6%	7%	11%
Berkshire Hathaway - BVPS	18%	12%	14%	10%	10%	17%



HG Global/BAM



HG Global/BAM - Great Execution in a Tough Environment

2012-2013:

- Funded HG Global/BAM in July 2012
- BAM is the leader in its target market:
 - Strong team, systems and risk management
 - Licensed in all 50 states and DC
 - Significant market position with broad range of dealers/issuers

1Q14:

- Cumulative \$6 billion par insured (700 members)
- 54% of insured transactions/48% of par insured
- Strong trading value
- Pricing below target
- Surplus note interest converted to variable rate

2Q14:

Significant price deterioration



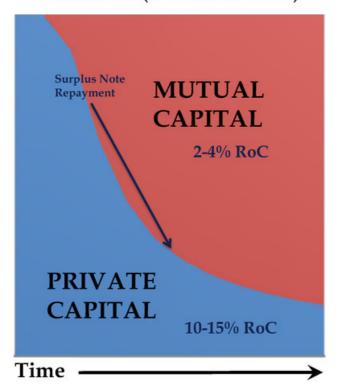
HG Global/BAM - Market Deterioration since 2012

- Lower new issue volume:
 - \$350B **→** \$275B
- Tighter spreads on low interest rates
- Low but improving insured penetration
- Severe price competition



HG Global/BAM - The Capital Advantage

4-6% RoC (5-7% S&P RAP)



WTM economics derived from:

- Interest on surplus notes
- Repayment of surplus notes
- Reinsurance premiums and float
- Long-term franchise value



HG Global/BAM - Pricing

- Competition limits the share of available market spreads captured by bond insurers
- Expect "Capture %" to increase when volume and interest rates increase:

33	1Q14	Sensitivities				
Credit spread	15 bps	15 bps	22 bps			
Capture %	37%	50 %	50%			
Annual cost	5.6 bps	7.5 bps	11.0 bps			
Upfront premium	0.75%	1.00%	1.47%			
S&P RAP	3.5%	~5%	~7%			



HG Global/BAM - Secondary Market Opportunity

- Secondary market trades demonstrate that BAM adds significantly more value than it currently captures in the primary market:
 - 15-30 bps for "A" rated bonds versus uninsured
 - 25-40 bps for "BBB" rated bonds versus uninsured
- Secondary market offers better insurance pricing:

Secondary premium as a % of total:

 Increasing BAM's market liquidity, name recognition and secondary market trading activity is key to improving trading value in the primary market



HG Global/BAM --- BUILT TO LAST

- Current environment:
 - Credit quality is on target
 - Market share is high
 - Pricing is below target
 - Competition is severe
- Drivers of further success are:
 - Higher interest rates ("magic" 5% muni rate at retail)
 - Higher new issue volume
 - Better insured penetration
 - Pricing discipline among insurance competitors

BAM'S CLEAN BALANCE SHEET

NO DETROIT OR PUERTO RICO

BETTER CAPITAL STRUCTURE

LOWER LEVERAGE

WILL WIN OVER TIME



Sirius Group



Sirius Group - Strong Current Results

2013:

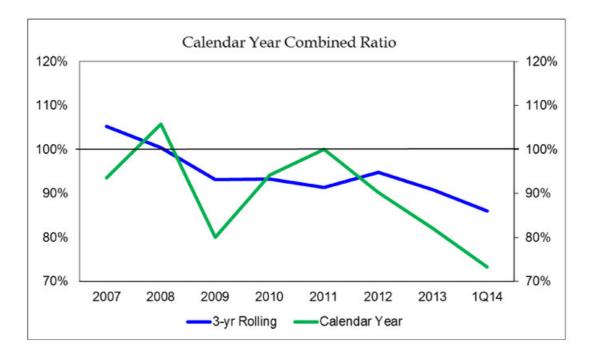
- ABV grew 11.3%, including dividends
- 82% combined ratio:
 - \$85 million (10 pts) of catastrophe losses
- 5% decline in gross written premiums to \$1.1 billion:
 - 19% reduction in A&H writings to \$271 million
 - 4% increase in property premiums to \$637 million
- \$15 million of after-tax gains from WM Solutions

1Q14:

- ABV grew 3.8%
- 73% combined ratio:
 - No significant catastrophes or large losses
- Premiums flat in an increasingly competitive environment:
 - Gross A&H writings up 14%; property premiums flat
- Transition in Sirius International leadership Göran Monica

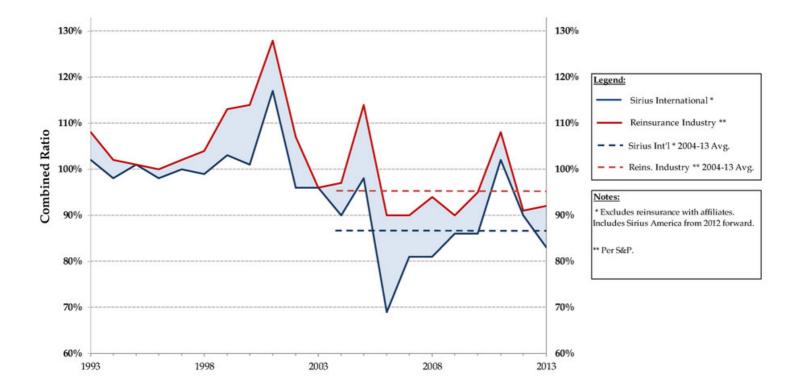


Sirius Group - Long-Term Improvement





Sirius International - Göran Thorstensson's Record





Sirius Group - Why We Are Different

- Focus on local and regional companies:
 - Over 5,000 treaties and over 3,800 direct/facultative
- Long-term partnerships with clients:

(\$ in millions)	ium	
20 years or more	\$ 350	31%
10-20 years	322	29%
Less than 10 years	448	40%
Total	\$ 1,120	100%



Sirius Group - 2014 Outlook

- Increasing competition across most territories and lines:
 - Growing excess capacity traditional & capital markets
 - Sirius Group's book is well-positioned relative to peers
 - Maintaining underwriting discipline
 - All writings remain adequately priced or better
- Perception of long-term property price change > true price change
- Expecting significant growth in A&H this year:
 - Further strengthening deep-rooted partnerships
- Expecting final Lloyd's managing agency approval today



Insurance Services



Insurance Services - A Growing Focus

- Pivot from "traditional" balance sheet transactions
- Focus on new / emerging areas:
 - Low capital
 - High potential
- Thematic investments:
 - Price comparison
 - Insurance technology
 - Specialization
 - Global reach
- Progress to date:
 - 8 deals
 - \$150 million capital committed
 - More to come



Insurance Services - Deals to Date

<u>Investment</u>	<u>Domicile</u>	Commitment
		(\$ in millions)
2 70 20	2200 12120 1	12221
Inspop/CompareNow	United States	\$20
TaCerto	Brazil	3
Wobi	Israel	8
QuoteLab	United States	36
PassportCard	Israel/International	21
Valen	United States	2
Star & Shield	United States	33
Enlightenment	United States	25
	Inspop/CompareNow TaCerto Wobi QuoteLab PassportCard Valen Star & Shield	Inspop/CompareNow TaCerto Wobi United States Brazil Israel United States PassportCard Valen United States



QuoteLab - A Game Changing Solution

- Advertising technology business, with focus on insurance:
 - Auto
 - Life & health
 - Expansion to new verticals
- WTM acquired 60% interest in March:
 - Paid cash plus an earn-out tied to gross profit
 - Founders retain 40% interest
- "MediaAlpha Exchange" => superior platform for buying & selling leads
- Small team (3 founders; 9 employees)
- Strong growth; positive free cash flow; low/no capital requirement



Wobi - A Local Market Breakthrough

- Israeli price comparison / online agency business:
 - Auto
 - Homeowners, travel, mortgage
- Small but attractive market:
 - 4 million cars / \$4 billion in addressable premiums
 - High internet penetration & propensity to shop
 - High premium levels & commission rates
 - Concentrated carrier market / fragmented broker market
 - Concentrated media market
- WTM acquired 61% interest in February (common stock & preferred):
 - CEO and one local institutional investor retain 39% interest
- Strong response to advertising campaign => new policy sales up 5x since February
- Wobi "game plan" is replicable => pursuing similar transactions around the world



Investments



WTM Approach to Investments

- Invest for total return
- Policyholder funds invested conservatively:
 - Fixed income portfolio is short, safe and sound
- Shareholder funds invested more aggressively:
 - Equity Exposure is 47% of Adjusted Shareholders' Equity at 1Q14
 - Generally value-oriented
 - Includes common stocks, convertibles, high-yield bonds, alternatives, affiliates
- Non-USD exposures at Sirius Group managed carefully:
 - Assets and liabilities matched by currency
 - Sirius Group's capital invested "neutrally"
 - Current lean toward USD, SEK



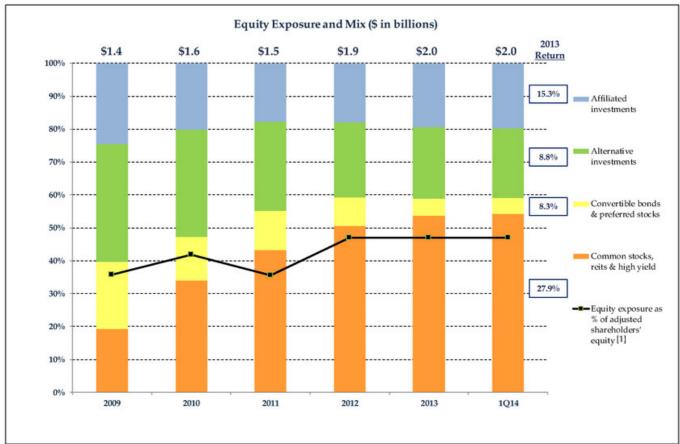
Good Long-Term Track Record

Total Return (periods ending 12/31/13)

		(perio	(perious enumg 12/31/13)					
	<u>1Q14</u>	1-year	<u>5-year</u>	13-year				
fixed income, ex currency	0.8%	0.6%	3.9%	4.6%				
equity, ex currency	2.7%	19.6%	9.9%	9.2%				
currency	0.0%	-0.1%	0.4%	0.1%				
total portfolio	1.3%	5.2%	5.6%	5.5%				
benchmarks:								
barclays intermediate aggregate	1.2%	-1.0%	4.2%	5.0%				
s&p 500	1.8%	32.4%	17.9%	4.6%				
BAML 10Y US treasury	3.4%	-7.8%	1.8%	5.0%				
conventional wisdom	1.9%	2.6%	6.5%	5.3%				



Equity Exposure at Comfortable Levels





[1] Defined as common shareholders' equity excluding equity in net urg(l) on Symetra's fixed maturity portfolio plus One Beacon & HG Global non-controlling interests.

Fixed Income Playbook for 2014

- We face an asymmetric market landscape:
 - Low rates
 - Tight spreads
 - More downside than upside
- We are positioned for this market:
 - Short duration (2.0 2.5 years)
 - High credit quality (AA- weighted average)
 - Corporate debt focus (roughly 35% of the bond portfolio)
 - Ample liquidity
- Playbook going forward:
 - More of the same => stay patient
 - Buy and sell on volatility
 - Rotate sectors on relative value
 - Dollar cost average on rising rates



Capital



Share Repurchases (2007-2013)

 Repurchased 4.9 million shares (45% of the Company) for \$2.2 billion at an average of \$458 per share (71% of 2013 ABVPS)

		Repu	rchases	Beginning		
	Shares		\$	Average	Shares O/S	
	(000)	millions per s		per share	millions	
2007	291	\$	145	\$ 499	10.8	
2008	1,765		851	482	10.6	
2009	-		-	-	8.8	
2010	688		226	328	8.9	
2011	647		253	391	8.2	
2012	1,330		669	503	7.6	
2013	142		80	564	6.3	
Total	4,861	\$	2,224	458		



Consolidated Capitalization

(\$ in millions)		2012		2013	[1Q14
Debt	\$	751	\$	676	\$	678
Non-controlling interest - SIG preference shares	Ψ	250	Ψ	250	Ψ	250
Non-controlling interest - OneBeacon		251		274		279
Non-controlling interest - HG Global		17		17		18
Adjusted shareholders' equity		3,674		3,946		4,018
Total adjusted capital	\$	4,943	\$	5,163	\$	5,243
Debt to total adjusted capital		15%		13%		13%
Debt and preferred to total adjusted capital		20%		18%		18%



What to Expect

- Growth in adjusted book value per share
- Commitment to our operating principles:
 - Underwriting comes first
 - Maintain a disciplined balance sheet
 - Invest for total return
 - Think like owners
- Capital management
- Opportunistic approach to the business



Wise Words...



"In the short run, the market is a voting machine, but in the long run it is a weighing machine."

Benjamin Graham



Q&A



Appendix



Non-GAAP Measure: WTM Adjusted Book Value per Share (ABVPS)

White Mountains Insurance Group, Ltd.

Reconciliation of GAAP book value per share to adjusted book value per share (\$ in millions, except per share amounts; shares in thousands)

Numerator	2012		·	2013	 1Q14
GAAP common shareholders' equity (GAAP book value per share numerator)	\$	3,732	\$	3,906	\$ 4,015
equity in net unrealized (gains) losses from Symetra's fixed maturity portfolio, net of applicable taxes		(58)	79	40_	 4
adjusted book value per share numerator	\$	3,674	\$	3,946	\$ 4,018
Denominator					
common shares outstanding (GAAP book value per share denominator)		6,291		6,177	6,174
unearned restricted shares		(39)	_	(33)	 (46)
adjusted book value per share denominator		6,252		6,144	6,129
GAAP book value per share (BVPS)	\$	593	\$	632	\$ 650
adjusted book value per share (ABVPS)	\$	588	\$	642	\$ 656
growth in GAAP BVPS, including dividends [1]				6.8%	3.0%
growth in ABVPS, including dividends [1]				9.5%	2.2%

^[1] White Mountains declared \$1.00 per share dividend in the first quarter of each period shown.



Non-GAAP Measure: Sirius Group's Adjusted Book Value (ABV)

White Mountains Insurance Group, Ltd.

Reconciliation of Sirius Group's GAAP book value to adjusted book value (\$ in millions)

		2012	2013	<u> </u>	1Q14
GAAP common shareholder's equity	\$	1,713	\$ 1,627	\$	1,721
equity in net unrealized (gains) losses from Symetra's fixed maturity portfolio, net of applicable taxes	<u></u>	(58)	36		5
adjusted book value	\$	1,655	\$ 1,663	\$	1,726
growth in GAAP BV, including dividends [1] growth in ABV, including dividends [1]			5.2% 11.3%		5.8% 3.8%

^[1] Sirius Group declared \$175 million of dividends in 2013; no dividends were declared in 1Q14.



Non-GAAP Measure: Symetra's Operating ROE

White Mountains Insurance Group, Ltd.

Reconciliation of Symetra's GAAP ROE to operating ROE (\$ in millions)

	 2013
GAAP net income	\$ 221
certain net realized gains	(20)
adjusted operating income	\$ 201
GAAP average common shareholders' equity	\$ 3,246
less: average AOCI	(952)
average adjusted book value	\$ 2,294
	12000
GAAP ROE	7%
operating ROE	9%



Non-GAAP Measure: Equity Exposure and Investments Adjusted Shareholders' Equity

White Mountains Insurance Group, Ltd.

Reconciliation of GAAP equity investments to equity exposure (\$ in millions)

	_	2009	_	2010		2011		2012		2013		1Q14
AAP common, convertible and alternative investments	\$	1,033	\$	1,246	\$	1,200	\$	1,451	\$	1,526	\$	1,551
AAP investments in unconsolidated affiliates	95	345	92	390	33	275	77.5	388	82	321	703	373
Total GAAP equity investments		1,378		1,636		1,475		1,839		1,848		1,92
OneBeacon pension equity investments		112		131		127		128		150		15
unwind consolidation of certain limited partnerships		(29)		(67)		(48)		(50)		(53)		(6
investment reclassifications & valuations		(31)		(12)		(5)		(7)		(12)		(1
affiliate investment adjustments	_	9		(64)		-		(56)		66		2
equity exposure	\$	1,439	\$	1,624	\$	1,549	\$	1,854	\$	1,998	\$	2,02
AAP common shareholders' equity											\$	4,01
equity in net unrealized losses from Symetra's												
fixed maturity portfolio, net of applicable taxes											_	
adjusted shareholders' equity											\$	4,01
non-controlling interest - OneBeacon												27
non-controlling interest - HG Global											e -	1
0												
investments adjusted shareholders' equity											\$	4,31
	olders' e	equity									\$	4,31

Non-GAAP Measure: 1Q14 Total Return, Fixed Income Total Return and Equity Total Return

White Mountains Insurance Group, Ltd.

Reconciliation of GAAP investment returns to total return, fixed income total return and equity total return

Investment Return Reconciliation - 1Q14

	GAAP Return	Adjusting Items	Total Return	Total Return ex-currency
fixed income total return	0.8%	0.0% [1]	0.8%	0.8%
equity total return	2.4%	0.3% [2]	2.7%	2.7%
total return	1.1%	0.2%	1.3%	1.3%

- [1] Difference primarily attributable to consolidation under GAAP of fixed income investments held by HG Global and BAM, exclusion of interest earned on funds held by ceding companies, the inclusion of OneBeacon's pension plan fixed income investments, and the impact of time value weighting of capital flows.
- [2] Difference primarily attributable to consolidation under GAAP of investments held by certain limited parterships, the inclusion of OneBeacon's pension plan equity investments, the inclusion of Symetra common stock, and the impact of time value weighting of capital flows.



Non-GAAP Measure: 2013 Total Return, Fixed Income Total Return and Equity Total Return

White Mountains Insurance Group, Ltd.

Reconciliation of GAAP investment returns to total return, fixed income total return and equity total return

Investment Return Reconciliation - 2013

	GAAP Return	Adjusting Items	Total Return	Total Return ex-currency
fixed income total return	0.4%	0.1% [1]	0.5%	0.6%
equity total return	18.9%	0.5% [2]	19.4%	19.6%
total return	4.1%	1.1%	5.2%	5.3%

- [1] Difference primarily attributable to consolidation under GAAP of fixed income investments held by HG Global and BAM, exclusion of interest earned on funds held by ceding companies, the inclusion of OneBeacon's pension plan fixed income investments, and the impact of time value weighting of capital flows.
- [2] Difference primarily attributable to consolidation under GAAP of investments held by certain limited parterships, the inclusion of OneBeacon's pension plan equity investments, the inclusion of Symetra common stock, and the impact of time value weighting of capital flows.



Non-GAAP Measure: 5-Year and 13-Year Periods Total Return, Fixed Income Total Return and Equity Total Return

White Mountains Insurance Group, Ltd.

Reconciliation of GAAP investment returns over 5-year and 13-year periods to total return, fixed income total return and equity total return

	GAAP	Adjusting	Total
Total	Return	Items [1]	Return
5-year	5.2%	0.4%	5.6%
13-year	5.1%	0.4%	5.5%
	GAAP	Adjusting	Fixed Income
Fixed Income	Return	Items [1]	Total Return
5-year	4.1%	-0.2%	3.9%
13-year	4.6%	0.0%	4.6%
	GAAP	Adjusting	Equity
Equity	Return	Items [1]	Total Return
5-year	10.3%	-0.4%	9.9%
13-year	8.0%	1.2%	9.2%

[1] Difference primarily attributable to the (i) inclusion of investment results of OneBeacon's pension plan and certain investments that under GAAP are accounted for as investments in unconsolidated affiliates, (ii) exclusion of investment results of reciprocal insurance exchanges, HG Global and BAM, (iii) impact of consolidation of certain entities consolidated under GAAP, (iv) inclusion of investment income resulting from interest credited on funds withheld by ceding companies, and (v) impact of time value weighting of capital flows and certain intra-portfolio reclassifications when calculating investment returns.



Non-GAAP Measure: Adjusted Shareholders' Equity

White Mountains Insurance Group, Ltd.

Reconciliation of GAAP common shareholders' equity to adjusted shareholders' equity (\$ in millions)

	 2012	B	2013	-	1Q14
GAAP common shareholders' equity	\$ 3,732	\$	3,906	\$	4,015
equity in net unrealized (gains) losses from Symetra's fixed maturity portfolio, net of applicable taxes	 (58)	% <u></u>	40	W- <u></u>	4
adjusted shareholders' equity	\$ 3,674	\$	3,946	\$	4,018

