

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K/A
Final Amendment

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities
Exchange Act of 1934

MARCH 14, 2000
Date of Report (Date of earliest event reported)

WHITE MOUNTAINS INSURANCE GROUP, LTD.
(Exact name of registrant as specified in its charter)

BERMUDA (State or other jurisdiction of incorporation or organization)	1-8993 (Commission file number)	94-2708455 (I.R.S. Employer Identification No.)
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80 SOUTH MAIN STREET, HANOVER, NEW HAMPSHIRE 03755
(Address of principal executive offices)

(603) 643-1567
(Registrant's telephone number, including area code)

ITEM 2. Disposition of Assets

White Mountains Insurance Group Ltd. (the "Company") has concluded the previously announced sale of its indirect, wholly-owned subsidiary, White Mountains Holdings, Inc. (which controls a substantial amount of its holdings of Financial Security Assurance Holdings Ltd. "FSA") as well as all its other holdings of FSA, to Dexia S.A. ("Dexia") for total proceeds of \$620.4 million. The transaction was consummated in connection with Dexia's merger with FSA in which all other holders of outstanding shares of FSA received \$76.00 cash per share.

The Stock Purchase and Indemnity Agreement, the related Voting Agreement, the Company's press release dated March 14, 2000 and unaudited pro forma condensed consolidated financial statements of the Company were previously filed as Exhibits 99.1, 99.2, 99.3 and 99.4, respectively, and are incorporated by reference in their entirety. The Company's press release dated July 5, 2000 is contained herein and is incorporated by reference in its entirety.

ITEM 7. Financial Statements and Exhibits.

(a) Not applicable.

(b) Pro Forma Financial Information.

Unaudited pro forma condensed consolidated financial statements of the Company consisting of a pro forma balance sheet as of December 31, 1999 and a pro forma income statement for the year ended December 31, 1999, together with the notes thereto.*

(c) Exhibits. The following exhibits are filed herewith:

EXHIBIT NO.	DESCRIPTION
99.1	Stock Purchase and Indemnity Agreement by and among the Company, White Mountains Holdings (Barbados) SRL and Dexia for all the outstanding shares of White Mountains Holdings, Inc. and indirectly for certain of the outstanding capital stock of FSA dated March 14, 2000*
99.2	Voting Agreement, dated as of March 14, 2000, by and between Dexia, the Company, White Mountains Services Corporation and White Mountains Properties (Barbados) SRL*
99.3	Press Release of the Company dated March 14, 2000*
99.4	Unaudited pro forma condensed consolidated financial statements of the Company consisting of a pro forma balance sheet as of December 31, 1999 and a pro forma income statement for the year ended December 31, 1999, together with the notes thereto.*
99.5	Press Release of the Company dated July 5, 2000

* previously filed

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: July 6, 2000

By: /s/_____

Michael S. Paquette
Senior Vice President and
Controller

[GRAPHIC OMITTED]

PRESS
RELEASE

CONTACT: Mike Paquette
(603) 640-2205

WHITE MOUNTAINS CONCLUDES SALE
OF ASSETS TO DEXIA S.A. ("DEXIA")

HAMILTON, Bermuda, July 5, 2000 - White Mountains has concluded the previously announced sale of its indirect, wholly-owned subsidiary, White Mountains Holdings, Inc. (which controls a substantial amount of its holdings of Financial Security Assurance Holdings Ltd. "FSA") as well as all its other holdings of FSA, to Dexia for total proceeds of \$620.4 million.

The transaction was consummated in connection with Dexia's merger with FSA in which all other holders of outstanding shares of FSA will also receive \$76.00 cash per share.

White Mountains estimates that the Dexia transaction has served to increase its March 31, 2000 tangible book value by \$252.1 million, after tax, or \$41.29 per share.

White Mountains is traded on the New York Stock Exchange under the symbol WTM.