FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* BARRETTE RAYMOND JOSEPH F (Last) (First) (Middle)	WH]	er Name and Ticke ITE MOUNT OUP LTD [W	<u>AINS</u>				Officer (six a title Other (enesity					
C/O WHITE MOUNTAINS INSURANCE G 80 SOUTH MAIN STREET		e of Earliest Transa /2009	ction (M	lonth/[Day/Year)	Ch	Chief Executive Officer / Chairman of the Board					
Street) HANOVER NH 03755 City) (State) (Zip)			nendment, Date of	Original	Filed	(Month/Day/\	6. Indi Line) X	<u> </u>				
Table I - No	n-Deriva	tive S	Securities Acq	uired,	Dis	posed of,	or Ben	eficially	Owned			
1. Title of Security (Instr. 3)	2. Transac Date (Month/Da	Execution Date,		3. Transaction Code (Instr. 8)		4. Securities Disposed Of	Acquired (D) (Instr.	(A) or 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(111341. 4)	
Common Shares	03/18/2	2009		P		45 ⁽¹⁾	A	\$173	24,045	I	By Grantor Retained Annuity Trust	
Common Shares	03/18/2	2009		P		139(1)	A	\$174	24,184	I	By Grantor Retained Annuity Trust	
Common Shares	03/18/3			P		25(1)	A	\$172.98	24,209	I	By Grantor Retained Annuity Trust	
Common Shares	03/18/2	2009		P		25(1)	A	\$174.98	24,234	I	By Grantor Retained Annuity Trust	
Common Shares	03/18/2	2009		P		64 ⁽¹⁾	A	\$180.11	24,298	I	By Grantor Retained Annuity Trust	
Common Shares	03/18/2	2009		P		100(1)	A	\$172.54	24,398	I	By Grantor Retained Annuity Trust	
Common Shares	03/18/2009			P		100(1)	A	\$173.95	24,498	I	By Grantor Retained Annuity Trust	
Common Shares 03/18/20				P		100(1)	A	\$174.25	24,598	I	By Grantor Retained Annuity Trust	

		Tab	le I - Non	-Derivative S	Securities Ac	quired	, Dis	posed o	f, or Ber	neficially	Owned			
1. Title of Security (Instr. 3)			[2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year	Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	es F ally Following (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	Transact (Instr. 3 a	ion(s)		(111301. 4)	
Common	Shares			03/18/2009		P		100(1)	A	\$175	24,	.698	Ι	By Grantor Retained Annuity Trust
Common	ı Shares			03/18/2009		P		70(1)	A	\$180.75	5 24,	768	I	By Grantor Retained Annuity Trust
Common	Shares										26,	295	D	
Common	Shares (res	stricted)									36,	,000	D	
Common	Shares										5	85	I	by daughter
Common Shares										11,	615	I	By wife	
Common Shares										3	00	I	By son	
Common Shares										4,2	230	I	By IRA	
Common Shares										1	12	I	By 401(k)	
		•			curities Acqu Ills, warrants						Owned			
Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) if any		3A. Deemed Execution Day if any (Month/Day/	ate, Transactio	n of E	. Date Ex expiration Month/Da	Date) C	d 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5) Beneficial Owned Following Reported	Following Reported Transaction	Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Benefici Ownersh t (Instr. 4)	
		I									I		1	

Explanation of Responses:

\$650⁽²⁾

- Common Shares acquired in open market transaction.
- 2. On January 20, 2007, the Reporting Person was granted options to purchase 200,000 Common Shares with an initial exercise price of \$650 per share. The exercise price increases on a cumulative basis at an annual rate of 5% less the annualized regular dividend rate.

Date Exercisable

(3)

(A) (D)

Expiration Date

01/19/2014

Title

Common

Shares

3. The options vest in five equal annual installments beginning January 19, 2008.

Remarks:

Common Share

Options

Jason R. Lichtenstein, by Power of Attorney

03/20/2009

200,000

D

** Signature of Reporting Person

Amount or Number of Shares

200,000

Date

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

- * 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).

Code

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

Know all by these presents, that the undersigned hereby constitutes and appoints each of Robert L. Seelig, General Counsel, and Jennifer L. Pitts, Secretary, of White Mountains Insurance Group, Ltd., and Jason R. Lichtenstein, Vice President & Assistant General Counsel, signing singly, the undersigned's true and lawful attorney-in-fact to: (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of White Mountains Insurance Group, Ltd. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder; (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not rendering legal advice of any form, other than satisfying regulatory filing requirements, with respect to any transactions to be reported on Forms 3, 4 and 5 are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934. The undersigned hereby grants this Power of Attorney with the understanding that information provided to each such attorney-in-fact is strictly confidential and will not be disclosed to senior management, directors or other third parties whether affiliated or otherwise and will be used solely to complete and execute any such Form 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact. IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 20th day of June 2008.

/s/ Raymond Barrette