#### SEELIG ROBERT LAWRENCE

Form 4

January 02, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

**OMB APPROVAL** 

Number:

5. Relationship of Reporting Person(s) to

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

subject to Section 16. Form 4 or Form 5 obligations

Check this box

if no longer

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

2. Issuer Name and Ticker or Trading

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

SEELIG ROBERT LAWRENCE		Symbol WHITE MOUNTAINS					Issuer (Check all applicable)					
			INSURANCE GROUP LTD [WTM]				WTM]	(Check all applicable)				
(Last)	(First) (I	Middle)	3. Date of Earliest Transaction (Month/Day/Year)				Director 10% Owner X Officer (give title Other (specify					
C/O WHITE MOUNTAINS		12/31/2012					below) below) Managing Dir & General Counsel					
	E GROUP, LTD AN STREET	0, 80										
(Street) 4			4. If Amer	ndment, Da	te Origina	l		6. Individual or Joint/Group Filing(Check				
Filed(Month/Day/Yo			th/Day/Year	)			Applicable Line) _X_ Form filed by One Reporting Person					
HANOVER	, NH 03755							Form filed by M. Person				
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed of	, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any	med on Date, if Day/Year)	Code (Instr. 8)	4. Securi or(A) or Do (Instr. 3,	ispose 4 and (A) or	ed of (D)	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)		
Common Shares	12/31/2012			F	500 <u>(1)</u>	,	\$ 512.26	10,120	D			
Common Shares (restricted)								5,050	D			
Common Shares								5	I	by wife and dependent children		

Common Shares

501 (2)

I

By 401(k)

(9-02)

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5)  (A) (D)	Date Exercisable	Expiration Date		Amount or Number of Shares		

### **Reporting Owners**

Relationships

Reporting Owner Name / Address

10% Director Owner

Officer Other

SEELIG ROBERT LAWRENCE C/O WHITE MOUNTAINS INSURANCE GROUP, 80 SOUTH MAIN STREET HANOVER, NH 03755

Managing Dir & General

Counsel

### **Signatures**

Jason R. Lichtenstein, by Power of Attorney

01/02/2013

\*\*Signature of Reporting Person

Date

## **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).
- (1) Reflects payment of tax liability incident to the vesting of restricted shares by withholding of securities.

**(2)** 

Reporting Owners 2

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Reflects accumulation of 46 WTM Common Shares in Reporting Person's Company 401(k) account since his last filed report. WTM Common Shares are purchased at fair market value on the date of purchase. The information in this report is based on a plan statement dated as of December 31, 2012.

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.