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OneBeacon Insurance Group, Ltd. Form 13F-HR February 13, 2009

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 13F

FORM 13F COVER PAGE

INFORMATION REQUIRED OF INSTITUTIONAL INVESTMENT MANAGERS PURSUANT TO SECTION 13(f) OF THE SECURITIES EXCHANGE ACT OF 1934 AND RULES THEREUNDER

SECTION 13(1) OF THE SECURITIES EXCHA	NGE ACT OF 1934 AND	KOLES INEKEONDEK
Report for the Calendar Year or Quarter E	nded December 31,	2008
Check Here if Amendment / /; Amendment Nu	mber:	
This Amendment (Check only one): /	/ is a restatement / adds new holding	
Institutional Investment Manager Filing t	his Report:	
Name:	OneBeacon Insuranc	e Group, Ltd.
Address of Principal Executive Office:		ıy
	Minnetonka, Minnes	
	U.S.A.	
Form 13F File Number: 028-12951 The institutional investment manager fili it is signed hereby represent that the pe to submit it, that all information contai complete, and that it is understood that schedules, lists, and tables, are conside Person Signing this Report on Behalf of R Name: Ann Marie Andrews	rson signing the re ned therein is true all required items, red integral parts	eport is authorized e, correct and statements,
Title: Chief Accounting Officer		
Phone: (781) 332-7000		-
Signature, Place, and Date of Signing:		
/s/ Ann Marie Andrews Canto		
[Signature] [City, State]	[Date]
Report Type (Check only one):		
// 13F HOLDINGS REPORT. (Check here if a	ll holdings of this	reporting

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manager are reported in this report.)

- / / 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- /X/ 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

No.	Form 13F File Number	Name
1.	028-04685	Prospector Partners, LLC

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 28

Form 13F Information Table Value Total: 23,661

(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

FORM 13F INFORMATION TABLE

					I	NVESTMENT D	ISCRETION
NAME OF ISSUER	CLASS	CUSIP	FAIR MV	SHARES	SOLE	SHARED AS	SHARED-OT
Alcoa	Com	013817101	168,900	15 , 000			X
American INTL Group Inc	Com	026874107	31,400	20,000			X
Automatic Data Proc	Com	053015103	786,800	20,000			X
Bank of America Corp	Com	060505104	140,800	10,000			X
Caterpillar Inc Del	Com	149123101	446,700	10,000			X
Comcast Corp New CL A	Com	20030N101	675 , 200	40,000			X

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Colgate Palmolive	Com	194162103	1,713,500	25,000		Х
CVS Caremark Corp	Com	126650100	1,724,400	60,000		Х
Honda Motor ADR New	AMERN SHS	438128308	853 , 600	40,000		Х
Honeywell Intl Inc Del	Com	438516106	1,707,160	52,000		Х
Illinois Tool Works Inc	Com	452308109	1,402,000	40,000		Х
Kraft Foods Inc VA CL A	CL A	50075N104	671 , 250	25,000		Х
L-3 Communications Hldgs	Com	502424104	1,844,500	25,000		Х
Marathon Oil Corp	Com	565849106	820,800	30,000		Х
Monsanto Co New Del Com	Com	61166W101	703,500	10,000		Х
Nucor Corporation	Com	670346105	1,386,000	30,000		Х
Patriot Coal Corp	Com	70336T104	6,250	1,000		Х
Peabody Energy Corp Com	Com	704549104	341,250	15,000		Х
${\tt Petrleo\ Bras\ VTG\ SPD\ ADR}$	ADR	71654V408	244,900	10,000		Х
Plum Creek Timber Co Inc	Com	729251108	868,500	25,000		Х
Staples Inc	Com	855030102	358,400	20,000		Х
TJX Cos Inc New	Com	872540109	1,028,500	50,000		Х
Toronto Dominion Bank	Com	891160509	358 , 700	10,000		Х
United Techs Corp Com	Com	913017109	1,608,000	30,000		Х
Wellpoint Inc	Com	94973V107	1,053,250	25,000		Х
Weyerhaeuser Co	Com	962166104	306,100	10,000		Х
Yum Brands Inc	Com	988498101	1,260,000	40,000		Х
3M Company	Com	88579Y101	1,150,800	20,000		Х
	CVS Caremark Corp Honda Motor ADR New Honeywell Intl Inc Del Illinois Tool Works Inc Kraft Foods Inc VA CL A L-3 Communications Hldgs Marathon Oil Corp Monsanto Co New Del Com Nucor Corporation Patriot Coal Corp Peabody Energy Corp Com Petrleo Bras VTG SPD ADR Plum Creek Timber Co Inc Staples Inc TJX Cos Inc New Toronto Dominion Bank United Techs Corp Com Wellpoint Inc Weyerhaeuser Co Yum Brands Inc	CVS Caremark Corp Honda Motor ADR New AMERN SHS Honeywell Intl Inc Del Com Illinois Tool Works Inc Kraft Foods Inc VA CL A L-3 Communications Hldgs Marathon Oil Corp Monsanto Co New Del Com Nucor Corporation Patriot Coal Corp Peabody Energy Corp Com Petrleo Bras VTG SPD ADR Plum Creek Timber Co Inc Staples Inc TJX Cos Inc New Toronto Dominion Bank United Techs Corp Com Weyerhaeuser Co Yum Brands Inc Com AMERN SHS Com	CVS Caremark Corp Com 126650100 Honda Motor ADR New AMERN SHS 438128308 Honeywell Intl Inc Del Com 438516106 Illinois Tool Works Inc Com 452308109 Kraft Foods Inc VA CL A CL A 50075N104 L-3 Communications Hldgs Com 502424104 Marathon Oil Corp Com 565849106 Monsanto Co New Del Com Com 670346105 Nucor Corporation Com 670346105 Patriot Coal Corp Com 704549104 Peabody Energy Corp Com Com 704549104 Petrleo Bras VTG SPD ADR ADR 71654V408 Plum Creek Timber Co Inc Com 729251108 Staples Inc Com 855030102 TJX Cos Inc New Com 872540109 Toronto Dominion Bank Com 913017109 Wellpoint Inc Com 94973V107 Weyerhaeuser Co Com 962166104 Yum Brands Inc Com 988498101	CVS Caremark Corp Com 126650100 1,724,400 Honda Motor ADR New AMERN SHS 438128308 853,600 Honeywell Intl Inc Del Com 438516106 1,707,160 Illinois Tool Works Inc Com 452308109 1,402,000 Kraft Foods Inc VA CL A CL A 50075N104 671,250 L-3 Communications Hldgs Com 502424104 1,844,500 Marathon Oil Corp Com 565849106 820,800 Monsanto Co New Del Com Com 61166W101 703,500 Nucor Corporation Com 670346105 1,386,000 Patriot Coal Corp Com 70336T104 6,250 Peabody Energy Corp Com Com 704549104 341,250 Petrleo Bras VTG SPD ADR ADR 71654V408 244,900 Plum Creek Timber Co Inc Com 729251108 868,500 Staples Inc Com 872540109 1,028,500 Toronto Dominion Bank Com 913017109 1,608,000 Wellpoint Inc Com <	CVS Caremark Corp Com 126650100 1,724,400 60,000 Honda Motor ADR New AMERN SHS 438128308 853,600 40,000 Honeywell Intl Inc Del Com 438516106 1,707,160 52,000 Illinois Tool Works Inc Com 452308109 1,402,000 40,000 Kraft Foods Inc VA CL A CL A 50075N104 671,250 25,000 L-3 Communications Hldgs Com 502424104 1,844,500 25,000 Marathon Oil Corp Com 565849106 820,800 30,000 Monsanto Co New Del Com Com 61166W101 703,500 10,000 Nucor Corporation Com 670346105 1,386,000 30,000 Patriot Coal Corp Com 70336T104 6,250 1,000 Peabody Energy Corp Com Com 704549104 341,250 15,000 Petrleo Bras VTG SPD ADR ADR 71654V408 244,900 10,000 Plum Creek Timber Co Inc Com 855030102 358,400 20,000	CVS Caremark Corp Com 126650100 1,724,400 60,000 Honda Motor ADR New AMERN SHS 438128308 853,600 40,000 Honeywell Intl Inc Del Com 438516106 1,707,160 52,000 Illinois Tool Works Inc Com 452308109 1,402,000 40,000 Kraft Foods Inc VA CL A CL A 50075N104 671,250 25,000 L-3 Communications Hldgs Com 502424104 1,844,500 25,000 Marathon Oil Corp Com 565849106 820,800 30,000 Monsanto Co New Del Com Com 67166W101 703,500 10,000 Nucor Corporation Com 670346105 1,386,000 30,000 Patriot Coal Corp Com 70336T104 6,250 1,000 Peabody Energy Corp Com Com 704549104 341,250 15,000 Petrleo Bras VTG SPD ADR ADR 71654V408 244,900 10,000 Staples Inc Com 855030102 358,400 20,000 TJX Cos