Symetra Financial CORP Form 3/A January 22, 2010

### FORM 3

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

OMB APPROVAL

OMB Number:

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response...

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

January 31, 2005

Estimated average burden hours per

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

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement Symetra Financial CORP [SYA]  **WHITE MOUNTAINS** (Month/Day/Year) INSURANCE GROUP LTD 01/21/2010 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 80 SOUTH MAIN ST. 01/21/2010 (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) Director \_\_X\_\_ 10% Owner X\_ Form filed by One Reporting Officer Other (give title below) (specify below) HANOVER. NHÂ 03755 Form filed by More than One Reporting Person (City) (Zip) (State) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Ownership (Instr. 4) Beneficially Owned Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) By: White Mountains Holdings Common Stock 17,400,000 Ι (NL) B.V. (1) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

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

currently valid OMB control number.

1. Title of Derivative	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
Security	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial
(Instr. 4)	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Ownership
		(Instr. 4)	Price of	Derivative	(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Warrants to Purchase Common Stock	08/02/2004	08/02/2014	Common Stock	9,487,872	\$ 11.49	I	By: White Mountains Re (NL) B.V. (2)

# **Reporting Owners**

	Relationships				
Reporting Owner Name / Address	Director	10% Owner	Officer	Other	
WHITE MOUNTAINS INSURANCE GROUP LTD					
80 SOUTH MAIN ST.	Â	ÂΧ	Â	Â	
HANOVER. NH 03755					

# **Signatures**

Jason R. Lichtenstein, by Power of Attorney 01/22/2010

\*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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) White Mountains Holdings (NL) B.V. is an indirect wholly owned subsidiary of the Reporting Person.
- (2) White Mountains Re (NL) B.V. is an indirect wholly owned subsidiary of the Reporting Person.

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.

Reporting Owners 2