FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* O'Shea Paul James					2. Issuer Name and Ticker or Trading Symbol Enstar Group LTD [ESGR]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
					3. Date of Earliest Transaction (Month/Day/Year) 06/02/2009								X	Officer (give title below)		Other below	(specify
3RD FLOOR, 18 QUEEN STREET				4. If <i>i</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable				
			X										X	Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, r) if any (Month/Day/Year)		,	3. Transaction Code (Instr. 8)					and 5) Securi Benefi Owned		rities ficially d	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
								Code	v	Amount	(A) or (D)	Price	Reported		rted saction(s)	(Instr. 4)	(Instr. 4)
Shares			06/02/200)9				S		21,610	D	\$	660	6	83,775	I	By the Elbow Trust ⁽¹⁾
Shares			06/03/200)9				S		3,300	D	\$60	.487(2)	6	80,475	I	By the Elbow Trust ⁽¹⁾
Ordinary Shares 06/03/2009			9			S		1,900	D	\$6	\$61.29		78,575	I	By the Elbow Trust ⁽¹⁾		
Ordinary Shares			06/04/2009					S		25,000	D	9	\$60		53,575	I	By the Elbow Trust ⁽¹⁾
Ordinary Shares														24,298		D	
	Та	ble												wned			
Derivative Conversion Date Execution Country Or Exercise (Month/Day/Year) if any		cution Date, y	Transaction Code (Instr. 8)		of Deriva Securi Acqui (A) or Dispo of (D) (Instr.	itive ities red sed 3, 4	Expiration le (Month/Day		Date	Amour		of Der Sec (Ins	ivative urity	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	(Fir X HM 2267, OOR, 18 QU FON DO (State	(First) (NX HM 2267, WINDSOR PLADOR, 18 QUEEN STREET FON D0 F (State) (2 Tabl Security (Instr. 3) Shares Shares Shares Shares Ta 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle X HM 2267, WINDSOR PLACE OOR, 18 QUEEN STREET FON D0 HM J (State) (Zip) Table I - Security (Instr. 3) Shares Shares Shares Table 2. Conversion or Exercise Price of Derivative Price of Derivative State (Month/Day/Year) 3. Transaction Date (Month/Day/Year) Exercise Price of Derivative State (Month/Day/Year)	(First) (Middle) X HM 2267, WINDSOR PLACE OOR, 18 QUEEN STREET TON D0 HM JX (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Transaction Date (Month/Day/Y) Shares 06/02/200 Shares 06/03/200 Conversion or Exercise Price of Derivative Price of Derivative (Month/Day/Year) 2. 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Explanation of Responses:

- 1. The trustee of the Elbow Trust is R&H Trust Co. (BVI) Limited. Mr. O'Shea and his immediate family are the sole beneficiaries of the Elbow Trust.
- 2. The price in Column 4 is a weighted average price. The prices actually received ranged from \$60.28 to \$61.25. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.

Remarks:

<u>/s/ Paul J. O'Shea</u> <u>06/04/2009</u>

** Signature of Reporting Person 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).

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.