

| OMB APPROVAL                                 |           |
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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).

**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

|   |  |  |
|---|--|--|
| <b>1. Name and Address of Reporting Person*</b><br><u>Packer Nicholas Andrew</u><br>_____<br>(Last) (First) (Middle)<br>P.O. BOX HM 2267, WINDSOR PLACE,<br>3RD FLOOR, 18 QUEEN STREET<br>_____<br>(Street)<br>HAMILTON D0 HM JX<br>_____<br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><u>Enstar Group LTD [ ESGR ]</u> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>Executive Vice President</u> |
|   | <b>3. Date of Earliest Transaction (Month/Day/Year)</b><br><u>08/05/2009</u>           |  |
| <b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>   |  |  |

**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, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |            |                          | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|--------------------------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price                    |   |  |   |
| Ordinary Shares                 | 08/05/2009                           |  | S <sup>(1)</sup>               |   | 2,600   | D          | \$60.243 <sup>(2)</sup>  | 599,844   | I  | By Hove Investments Holding Ltd. <sup>(3)</sup>       |
| Ordinary Shares                 | 08/05/2009                           |  | S <sup>(1)</sup>               |   | 800   | D          | \$61.09                  | 599,044   | I  | By Hove Investments Holding Ltd. <sup>(3)</sup>       |
| Ordinary Shares                 | 08/06/2009                           |  | S <sup>(1)</sup>               |   | 769   | D          | \$60.0585 <sup>(4)</sup> | 598,275   | I  | By Hove Investments Holding Ltd. <sup>(3)</sup>       |
| Ordinary Shares                 | 08/07/2009                           |  | S <sup>(1)</sup>               |   | 700   | D          | \$60.2043 <sup>(5)</sup> | 597,575   | I  | By Hove Investments Holding Ltd. <sup>(3)</sup>       |
| Ordinary Shares                 | 08/07/2009                           |  | S <sup>(1)</sup>               |   | 600   | D          | \$61.3207 <sup>(6)</sup> | 596,975   | I  | By Hove Investments Holding Ltd. <sup>(3)</sup>       |
| Ordinary Shares                 |                                      |  |                                |   |   |            |                          | 9,364   | D  |   |

**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) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|-----------------|---|--|--|---|--|
|  |  |                                      |  | Code                           | V |  | Date Exercisable   | Expiration Date |   |  |  |   |  |

**Explanation of Responses:**

1. Effected pursuant to a Rule 10b5-1(c) sales plan adopted by Hove Investments Holding Ltd. on June 17, 2009.

2. The price in Column 4 is a weighted average price. The prices actually received ranged from \$60.02 to \$60.90. 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.
3. Hove Investments Holding Ltd. is owned by the Hove Trust. The trustee of the Hove Trust is R&H Trust Co. (BVI) Limited. The reporting person and his immediate family are the sole beneficiaries of the Hove Trust.
4. The price in Column 4 is a weighted average price. The prices actually received ranged from \$60.00 to \$60.21. 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.
5. The price in Column 4 is a weighted average price. The prices actually received ranged from \$60.00 to \$60.79. 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.
6. The price in Column 4 is a weighted average price. The prices actually received ranged from \$61.21 to \$61.45. 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:**

/s/ Nicholas A. Packer

08/07/2009

\*\* 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.

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