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FAIRFAX FINANCIAL HOLDINGS LTD/ CAN

Form 13F-HR

February 14, 2013

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

Form 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: December 31, 2012

Check here if Amendment: ; Amendment Number: \_\_\_\_\_

This Amendment (check only one):  is a restatement.

adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Fairfax Financial Holdings Limited  
Address: 95 Wellington Street West  
Suite 800  
Toronto, ON M5J 2N7

Form 13F File Number: 028-12554

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Paul Rivett  
Title: Vice President, Operations  
Phone: 416-367-4941

Signature, Place, and Date of Signing:

/s/ Paul Rivett Toronto, ON February 14, 2013  
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Report Type (Check one only):

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting 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).)
- 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).)

FORM 13F SUMMARY PAGE

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Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 45

Form 13F Information Table Value Total: \$2,509,670  
(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.

No.	Form 13F File Number	Name
01	028-12555	Hamblin Watsa Investment Counsel Ltd.
02	028-12556	V. Prem Watsa

FAIRFAX FINANCIAL HOLDINGS LIMITED  
FORM 13F INFORMATION TABLE  
December 31, 2012

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTME DISCRETI
AURICO GOLD INC	COM	05155C105	193	23,600	SH		DEFIN
BALDWIN & LYONS INC	CL B	057755209	23,025	969,875	SH		DEFIN
BCE INC.	COM NEW	05534B760	11,479	268,300	SH		DEFIN
BERKSHIRE HATHAWAY INC.	CL A	084670108	807	6	SH		DEFIN
BERKSHIRE HATHAWAY INC.	CL B NEW	084670702	1,805	20,100	SH		DEFIN
BRISTOL MYERS SQUIBB CO	COM	110122108	228	7,000	SH		DEFIN
CFS BANCORP INC.	COM	12525D102	61	10,000	SH		DEFIN
CITIGROUP INC	COM NEW	172967424	792	20,000	SH		DEFIN
CNINSURE INC	SPONSORED ADR	18976M103	294	45,000	SH		DEFIN
CRESUD S A C I F Y A	SPONSORED ADR	226406106	6,015	723,012	SH		DEFIN
DELL INC	COM	24702R101	90,933	8,976,589	SH		DEFIN
EXCO RESOURCES INC	COM	269279402	72,144	10,672,200	SH		DEFIN
FRONTIER COMMUNICATIONS CORP	COM	35906A108	68,726	16,020,000	SH		DEFIN
HEWLETT-PACK CO	COM	428236103	290	20,400	SH		DEFIN
HOLOGIC INC	COM	436440101	401	20,000	SH		DEFIN
INTEL CORP	SDCV	458140AD2	11,924	11,500,000	PRN		DEFIN
JOHNSON & JOHNSON	COM	478160104	416,506	5,941,600	SH		DEFIN
KENNEDY-WILSON	COM	489398107	5,592	400,000	SH		DEFIN
LEVEL 3 COMMUNICATIONS INC	COM NEW	52729N308	298,708	12,931,094	SH		DEFIN
LEVEL 3 COMMUNICATIONS INC	NOTE	52729NBP4	89,203	75,000,000	PRN		DEFIN
MBIA INC	COM	55262C100	236	30,000	SH		DEFIN
MERCK & CO. INC.	COM	58933Y105	328	8,000	SH		DEFIN
NAM TAI ELECTRS INC	COM PAR \$0.02	629865205	484	35,000	SH		DEFIN
NEW ORIENTAL ED & TECH GRP INC	SPON ADR	647581107	431	22,200	SH		DEFIN
NEW YORK COMMUNITY BANCORP INC	COM	649445103	524	40,000	SH		DEFIN
NEW YORK TIMES CO	CL A	650111107	383	45,000	SH		DEFIN
NEXEN INC	COM	65334H102	2,087	77,500	SH		DEFIN

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NOVADAQ TECHNOLOGIES INC	COM	66987G102	17,375	2,000,000	SH	DEFIN
OLD REPUBLIC INTL CORPORATION	COM	680223104	479	45,000	SH	DEFIN
OVERSTOCK.COM INC	COM	690370101	48,493	3,388,774	SH	DEFIN
PATTERSON UTI ENERGY INC	COM	703481101	354	19,000	SH	DEFIN
PFIZER INC	COM	717081103	5,896	235,000	SH	DEFIN
PROVIDENT NEW YORK BANCORP	COM	744028101	233	25,000	SH	DEFIN
RESEARCH IN MOTION LTD	COM	760975102	615,146	51,854,700	SH	DEFIN
RESOLUTE FOREST PRODUCTS	COM	76117W109	327,793	24,776,519	SH	DEFIN
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	6,508	189,900	SH	DEFIN
SANDRIDGE ENERGY INC	COM	80007P307	205,817	32,463,200	SH	DEFIN
SLM CORP	COM	78442P106	429	25,000	SH	DEFIN
SUPERMEDIA INC	COM	868447103	1,230	362,974	SH	DEFIN
TEAVANA HLDGS INC	COM	87819P102	823	53,100	SH	DEFIN
ULTRA PETROLEUM CORP	COM	903914109	288	15,900	SH	DEFIN
US BANCORP DEL	COM NEW	902973304	99,202	3,105,879	SH	DEFIN
USG Corp	COM NEW	903293405	1,201	42,800	SH	DEFIN
WAL-MART STORES INC	COM	931142103	15,017	220,000	SH	DEFIN
WELLS FARGO & CO. NEW	COM	949746101	59,788	1,747,687	SH	DEFIN