

Resolute Forest Products Inc.  
Form 4  
June 21, 2013

**FORM 4**

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

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 OF SECURITIES**

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 Person \*  
FAIRFAX FINANCIAL HOLDINGS LTD/ CAN

(Last) (First) (Middle)

95 WELLINGTON STREET WEST, SUITE 800

(Street)

TORONTO, ONTARIO, CANADA M5J 2N7

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Resolute Forest Products Inc. [RFP]

3. Date of Earliest Transaction (Month/Day/Year)

05/24/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

\_\_\_ Form filed by One Reporting Person  
\_X\_ Form filed by More than One Reporting Person

**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 Ownership (Instr. 4) |            |   |                  |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|------------|---|------------------|
|   |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |            |   |                  |
| Common Stock, \$0.001 par value ("Common Shares") | 05/24/2013                           |  | J                              |   | 262,394   | A  | Ⓣ                                 | 28,419,213 | I | See Footnote (2) |
| Common Shares                                     | 05/28/2013                           |  | J                              |   | 330,948   | A  | Ⓣ                                 | 28,750,161 | I | See Footnote (2) |
| Common Shares                                     | 05/29/2013                           |  | J                              |   | 6,898   | A  | Ⓣ                                 | 28,757,059 | I | See Footnote     |

|               |            |   |         |   |          |            |   |                         |
|---------------|------------|---|---------|---|----------|------------|---|-------------------------|
| Common Shares | 06/07/2013 | J | 189,664 | A | <u>1</u> | 28,946,723 | I | (2)<br>See Footnote (2) |
| Common Shares | 06/14/2013 | J | 10,604  | A | <u>1</u> | 28,957,327 | I | (2)<br>See Footnote (2) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares   |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| FAIRFAX FINANCIAL HOLDINGS LTD/ CAN<br>95 WELLINGTON STREET WEST<br>SUITE 800<br>TORONTO, ONTARIO, CANADA M5J 2N7 |               | X         |         |       |
| WATSA V PREM ET AL<br>95 WELLINGTON STREET WEST<br>SUITE 800<br>TORONTO, ONTARIO, CANADA M5J 2N7                  |               | X         |         |       |
| 1109519 ONTARIO LTD<br>95 WELLINGTON STREET WEST<br>SUITE 800   |               | X         |         |       |

TORONTO, ONTARIO, CANADA M5J 2N7

SIXTY TWO INVESTMENT CO LTD  
 1600 CATHEDRAL PLACE  
 925 WEST GEORGIA ST.  
 VANCOUVER, BC, CANADA V6C 3L3

X

810679 ONTARIO LTD  
 95 WELLINGTON STREET WEST  
 SUITE 800  
 TORONTO, ONTARIO, CANADA M5J 2N7

X

## Signatures

/s/ V. Prem Watsa, Chairman and Chief Executive Officer

06/21/2013

\_\_Signature of Reporting Person

Date

/s/ V. Prem Watsa

06/21/2013

\_\_Signature of Reporting Person

Date

/s/ V. Prem Watsa, President

06/21/2013

\_\_Signature of Reporting Person

Date

/s/ V. Prem Watsa, President

06/21/2013

\_\_Signature of Reporting Person

Date

/s/ V. Prem Watsa, President

06/21/2013

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

On May 22, 2013, the Issuer distributed Common Shares to its creditors from a disputed claim share reserve established in connection with the Issuer's and its debtor affiliates' December 2010 emergence from creditor protection proceedings (the "Distribution"). Pursuant to

(1) the Distribution, the Reporting Persons received Common Shares over a period of several weeks ending on June 14, 2013. The number of Common Shares to be received pursuant to the Distribution was indeterminable by the Reporting Persons prior to the actual receipt of Shares.

(2) The Common Shares are held by Fairfax Financial Holdings Limited ("Fairfax"), certain of its subsidiaries and the pension plans of certain subsidiaries of Fairfax.

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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