

FAIRFAX FINANCIAL HOLDINGS LTD/ CAN
Form 13F-HR
November 01, 2007

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

Form 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: September 30, 2007

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: V. Prem Watsa
Title: Chairman and Chief Executive Officer
Phone: 416-367-4941

Signature, Place, and Date of Signing:

/s/ V. Prem Watsa Toronto, ON October 30, 2007

Report Type (Check only one.):

- 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

Report Summary:

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Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 28

Form 13F Information Table Value Total: \$3,068,133
(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
SEPTEMBER 30, 2007

| COLUMN 1 NAME OF ISSUER | COLUMN 2 TITLE OF CLASS | COLUMN 3 CUSIP | COLUMN 4 VALUE [x\$1000] | COLUMN 5 SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | COLUMN 7 INVEST DISCRE |
|-------------------------------|-------------------------------|-------------------|--------------------------------|--------------------------------|------------|--------------|------------------------------|
| ABBOTT LABS | COM | 002824100 | 2,413 | 45,000 | SH | | DEFINE |
| BALDWIN & LYONS INC | CL B | 057755209 | 26,487 | 969,875 | SH | | DEFINE |
| BERKSHIRE HATHAWAY INC DEL | CL A | 084670108 | 474 | 4 | SH | | DEFINE |
| BERKSHIRE HATHAWAY INC DEL | CL B | 084670207 | 395 | 100 | SH | | DEFINE |
| CFS BANCORP INC | COM | 12525D102 | 141 | 10,000 | SH | | DEFINE |
| CITIZENS COMMUNICATIONS CO | COM | 17453B101 | 143,200 | 10,000,000 | SH | | DEFINE |
| DELL INC | COM | 24702R101 | 235,260 | 8,523,900 | SH | | DEFINE |
| DOW JONES & CO INC | COM | 260561105 | 59,700 | 1,000,000 | SH | | DEFINE |
| EASTMAN CHEM CO | COM | 277432100 | 3,337 | 50,000 | SH | | DEFINE |
| FIRST PL FINL CORP | COM | 33610T109 | 177 | 10,000 | SH | | DEFINE |
| IDT CORP | COM | 448947101 | 119 | 15,000 | SH | | DEFINE |
| INTERNATIONAL COAL GRP INC N | COM | 45928H106 | 93,484 | 21,055,000 | SH | | DEFINE |
| JOHNSON & JOHNSON | COM | 478160104 | 284,829 | 4,335,300 | SH | | DEFINE |
| KING PHARMACEUTICALS INC | COM | 495582108 | 12,095 | 1,032,000 | SH | | DEFINE |
| MARSH & MCLENNAN COS INC | COM | 571748102 | 61,279 | 2,403,100 | SH | | DEFINE |
| NEW YORK CMNTY BANCORP INC | COM | 649445103 | 381 | 20,000 | SH | | DEFINE |
| OLD REP INTL CORP | COM | 680223104 | 211 | 11,250 | SH | | DEFINE |
| OVERSTOCK COM INC DEL | COM | 690370101 | 97,597 | 3,388,774 | SH | | DEFINE |
| PFIZER INC | COM | 717081103 | 404,710 | 16,566,100 | SH | | DEFINE |
| STEWART ENTERPRISES INC | CL A | 860370105 | 24,317 | 3,191,146 | SH | | DEFINE |
| US BANCORP DEL | COM NEW | 902973304 | 221 | 6,800 | SH | | DEFINE |
| U S G CORP | COM NEW | 903293405 | 357 | 9,500 | SH | | DEFINE |
| WAL MART STORES INC | COM | 931142103 | 9,895 | 226,700 | SH | | DEFINE |
| GLAXOSMITHKLINE PLC | SPONSORED ADR | 37733W105 | 468 | 8,800 | SH | | DEFINE |
| SANOFI AVENTIS | SPONSORED ADR | 80105N105 | 484 | 11,400 | SH | | DEFINE |
| ODYSSEY RE HLDGS CORP | COM | 67612W108 | 1,573,442 | 42,399,400 | SH | | DEFINE |
| OVERSTOCK COM INC DEL | NOTE 3.750% 12/0 | 690370AB7 | 30,651 | 36,873,000 | PRN | | DEFINE |
| PIER 1 IMPORTS INC | NOTE 6.375% 2/1 | 720279AH1 | 2,009 | 2,500,000 | PRN | | DEFINE |

