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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
Repor	t 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.
Insti	tutional Investment Manager Filing this Report:
	Fairfax Financial Holdings Limited ess: 95 Wellington Street West Suite 800 Toronto, ON M5J 2N7
Form	13F File Number: 028-12554
it is to su compl	Institutional investment manager filing this report and the person by whom a signed hereby represent that the person signing the report is authorized about it, that all information contained herein is true, correct and lete, and that it is understood that all required items, statements, dules, lists, and tables, are considered integral parts of this form.
Perso	on Signing this Report on Behalf of Reporting Manager:
Name: Title Phone	
Signa	ature, Place, and Date of Signing:
/s/ F	Paul Rivett Toronto, ON February 14, 2013
Repor	t Type (Check one only):
[x]	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).)

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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
NAME OF ISSUER		CUSIP	(X\$1000)	SHRS OR PRN AMT	PRN	CALL	DISCRETI
AURICO GOLD INC	COM	051550105	102	23,600	SH		DEFIN
BALDWIN & LYONS INC		051350103	23 025	969,875	SH		DEFIN
	COM NEW						DEFIN
BERKSHIRE HATHAWAY INC.				200,300			DEFIN
BERKSHIRE HATHAWAY INC.	CL A	084670108	1 905	20 100	SH		DEFIN
BRISTOL MYERS SQUIBB CO	COM	110122108	228	7 000	SH		DEFIN
	COM	125250102	61	7,000 10,000	SH		DEFIN
	COM NEW	172967424		20,000	SH		DEFIN
CNINSURE INC				45,000	SH		DEFIN
CRESUD S A C I F Y A				723,012	SH		DEFIN
DELL INC	COM	24702R101	90 933	8,976,589			DEFIN
EXCO RESOURCES INC	COM	269279402		10,672,200	SH		DEFIN
FRONTIER COMMUNICATIONS CORP	COM	35906A108	,	16,020,000	SH		DEFIN
HEWLETT-PACK CO		428236103		20,400	SH		DEFIN
HOLOGIC INC				20,000	SH		DEFIN
INTEL CORP	SDCV			11,500,000	_		DEFIN
JOHNSON & JOHNSON	COM						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			75,000,000	PRN		DEFIN
	COM	55262C100	•	30,000	SH		DEFIN
MERCK & CO. INC.		58933Y105		8,000	SH		DEFIN
NAM TAI ELECTRS INC	COM PAR \$0.02		484	35,000	SH		DEFIN
NEW ORIENTAL ED & TECH GRP INC	·		431	22,200	SH		DEFIN
NEW YORK COMMUNITY BANCORP INC		649445103		40,000	SH		DEFIN
NEW YORK TIMES CO	CL A				SH		DEFIN
NEXEN INC	COM			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
						DEFIN