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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  
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Report Type (Check only one.):

- [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).)

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	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE [x\$1000]	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVEST DISCRET
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

