

RESEARCH IN MOTION LTD  
Form SC 13D  
July 23, 2012

# **SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

## **SCHEDULE 13D**

**Under the Securities Exchange Act of 1934**

### **Research in Motion Limited**

**(Name of Issuer)**

**Common Shares**

**(Title of Class of Securities)**

**760975102**

**(CUSIP Number)**

**Paul Rivett**

**Vice President**

**Fairfax Financial Holdings Limited**

**95 Wellington Street West, Suite 800**

**Toronto, Ontario, Canada, M5J 2N7**

**Telephone: (416) 367-4941**

Edgar Filing: RESEARCH IN MOTION LTD - Form SC 13D

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

- *With a copy to* -

**Jason R. Lehner**

**Shearman & Sterling LLP**

**Commerce Court West**

**199 Bay Street, Suite 4405**

**Toronto, Ontario M5L 1E8**

**Telephone (416) 360-8484**

**July 4, 2012**

**(Date of Event which Requires Filing of this Statement)**

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box "  .

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

V. PREM WATSA

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

CANADIAN

7 SOLE VOTING POWER

NUMBER OF

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

51,854,700

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

51,854,700

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

51,854,700

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

14 *9.9%*  
TYPE OF REPORTING PERSON

IN

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

1109519 ONTARIO LIMITED

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

ONTARIO, CANADA

7 SOLE VOTING POWER

NUMBER OF

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

51,854,700

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

51,854,700

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

51,854,700

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

14 *9.9%*  
TYPE OF REPORTING PERSON

CO

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

THE SIXTY TWO INVESTMENT COMPANY LIMITED

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

BRITISH COLUMBIA, CANADA

7 SOLE VOTING POWER

NUMBER OF

SHARES 8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 51,854,700

EACH 9 SOLE DISPOSITIVE POWER

REPORTING 10 SHARED DISPOSITIVE POWER

PERSON

WITH 51,854,700

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

51,854,700

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

14 *9.9%*  
TYPE OF REPORTING PERSON

CO

4



1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

810679 ONTARIO LIMITED

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

ONTARIO, CANADA

7 SOLE VOTING POWER

NUMBER OF

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

51,854,700

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

51,854,700

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

51,854,700

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

14 *9.9%*  
TYPE OF REPORTING PERSON

CO

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

FAIRFAX FINANCIAL HOLDINGS LIMITED

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

CANADA

7 SOLE VOTING POWER

NUMBER OF

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

51,854,700

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

51,854,700

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

51,854,700

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

14 *9.9%*  
TYPE OF REPORTING PERSON

CO

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

UNITED STATES FIRE INSURANCE COMPANY

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

7 SOLE VOTING POWER

NUMBER OF

SHARES 8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

5,843,251

EACH 9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

5,843,251

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,843,251

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

14 1.1%  
TYPE OF REPORTING PERSON

CO

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

TIG INSURANCE COMPANY

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

CALIFORNIA

7 SOLE VOTING POWER

NUMBER OF

SHARES 8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

6,523,500

EACH 9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

6,523,500

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6,523,500

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

14 1.2%  
TYPE OF REPORTING PERSON

CO



1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

GENERAL FIDELITY INSURANCE COMPANY

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

SOUTH CAROLINA

7 SOLE VOTING POWER

NUMBER OF

SHARES 8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 1,952,400

EACH 9 SOLE DISPOSITIVE POWER

REPORTING 10 SHARED DISPOSITIVE POWER

PERSON

WITH 1,952,400

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,952,400

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

14 0.4%  
TYPE OF REPORTING PERSON

CO

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

2 NORTHBRIDGE COMMERCIAL INSURANCE CORPORATION  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

5 OO  
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

CANADA

7 SOLE VOTING POWER  
NUMBER OF

SHARES 8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 1,134,800  
EACH 9 SOLE DISPOSITIVE POWER

REPORTING 10 SHARED DISPOSITIVE POWER  
PERSON

WITH 1,134,800

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12 1,134,800  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

14 *0.2%*  
TYPE OF REPORTING PERSON

CO

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

ODYSSEY REINSURANCE COMPANY

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

CONNECTICUT

7 SOLE VOTING POWER

NUMBER OF

SHARES 8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

19,970,400

EACH 9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

19,970,400

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

19,970,400

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

14 *3.8%*  
TYPE OF REPORTING PERSON

CO

11

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

ZENITH INSURANCE COMPANY

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

CALIFORNIA

7 SOLE VOTING POWER

NUMBER OF

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

4,208,900

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

4,208,900

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,208,900

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14 0.8%  
TYPE OF REPORTING PERSON

CO

12



1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

NORTHBRIDGE GENERAL INSURANCE CORPORATION

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

CANADA

7 SOLE VOTING POWER

NUMBER OF

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

5,634,800

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

5,634,800

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,634,800

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14 1.1%  
TYPE OF REPORTING PERSON

CO

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

FEDERATED INSURANCE COMPANY OF CANADA  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

CANADA

7 SOLE VOTING POWER

NUMBER OF

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

511,800

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

511,800

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

511,800

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14 0.1%  
TYPE OF REPORTING PERSON

CO

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

NORTHBRIDGE INDEMNITY INSURANCE CORPORATION  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

CANADA

7 SOLE VOTING POWER

NUMBER OF

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

1,273,600

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

1,273,600

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,273,600

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14 *0.2%*  
TYPE OF REPORTING PERSON

CO

15

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

2 NORTHBRIDGE PERSONAL INSURANCE CORPORATION  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

CANADA

7 SOLE VOTING POWER

NUMBER OF

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

1,205,600

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

1,205,600

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,205,600

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14 *0.2%*  
TYPE OF REPORTING PERSON

CO

16



1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

CLEARWATER INSURANCE COMPANY

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

7 SOLE VOTING POWER

NUMBER OF

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

3,313,649

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

3,313,649

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,313,649

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14 0.6%  
TYPE OF REPORTING PERSON

CO

17

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

ZENITH INSURANCE COMPANY

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

CANADA

7 SOLE VOTING POWER

NUMBER OF

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

297,700

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

297,700

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

297,700

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14 0.1%  
TYPE OF REPORTING PERSON

CO

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

ADVENT UNDERWRITING LIMITED

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS

OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(D) OR 2(E).

6 CITIZENSHIP OR PLACE OF ORGANIZATION

UNITED KINGDOM

7 SOLE VOTING POWER

NUMBER OF

SHARES

8 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

2,560,000

EACH

9 SOLE DISPOSITIVE POWER

REPORTING

10 SHARED DISPOSITIVE POWER

PERSON

WITH

2,560,000

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,560,000

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

14 *0.5%*  
TYPE OF REPORTING PERSON

CO

**Item 1. Security and Issuer.**

The class of securities to which this statement relates is the Common Shares of Research in Motion Limited ( RIM ), without par value (the Shares ). The address of the principal executive office of RIM is 295 Philip Street, Waterloo, Ontario N2L 3W8.

**Item 2. Identity and Background.**

This statement is being jointly filed by the following persons (collectively, the Reporting Persons ):

1. V. Prem Watsa, an individual, is a citizen of Canada and is the Chairman and Chief Executive Officer of Fairfax Financial Holdings Limited. Mr. Watsa's business address is 95 Wellington Street West, Suite 800, Toronto, Ontario, Canada, M5J 2N7;
2. 1109519 Ontario Limited ( 1109519 ), a corporation incorporated under the laws of Ontario, is controlled by V. Prem Watsa. The principal business of 1109519 is as an investment holding company. The principal business and principal office address of 1109519 is 95 Wellington Street West, Suite 800, Toronto, Ontario, Canada, M5J 2N7;
3. The Sixty Two Investment Company Limited ( Sixty Two ), a corporation incorporated under the laws of British Columbia, is controlled by V. Prem Watsa. The principal business of Sixty Two is as an investment holding company. The principal business and principal office address of Sixty Two is 1600 Cathedral Place, 925 West Georgia St., Vancouver, British Columbia, Canada, V6C 3L3;
4. 810679 Ontario Limited ( 810679 ), a corporation incorporated under the laws of Ontario, is controlled by V. Prem Watsa. The principal business of 810679 is as an investment holding company. The principal business and principal office address of 810679 is 95 Wellington Street West, Suite 800, Toronto, Ontario, Canada, M5J 2N7;
5. Fairfax Financial Holdings Limited ( Fairfax and, together with its subsidiaries, the Fairfax Group of Companies ), a corporation incorporated under the laws of Canada, is controlled by V. Prem Watsa. Fairfax is a financial services holding company. The principal business and principal office address of Fairfax is 95 Wellington Street West, Suite 800, Toronto, Ontario, Canada, M5J 2N7;
6. United States Fire Insurance Company ( US Fire ), a corporation incorporated under the laws of Delaware, is a wholly-owned subsidiary of Fairfax. The principal business of US Fire is property/casualty insurance. The principal business and principal office address of US Fire is 305 Madison Ave., Morristown, New Jersey 07962;

7. TIG Insurance Company ( TIG ), a corporation incorporated under the laws of California, is a wholly-owned subsidiary of Fairfax. The principal business of TIG is property/casualty insurance. The principal business and principal office address of TIG is 250 Commercial Street, Suite 5000, Manchester, NH 03101;
8. General Fidelity Insurance Company ( General Fidelity ), a corporation incorporated under the laws of South Carolina, is a wholly-owned subsidiary of TIG. The principal business of General Fidelity is property/casualty insurance. The principal business address and principal office address of General Fidelity is 250 Commercial Street, Suite 5000, Manchester, New Hampshire 03101;
9. Northbridge Commercial Insurance Corporation (formerly Markel Insurance Company of Canada) ( Northbridge Commercial ), a corporation incorporated under the laws of Canada, is a wholly-owned subsidiary of Fairfax. The principal business of Northbridge Commercial is property/casualty insurance. The principal business address and principal office address of Northbridge Commercial is 55 University Avenue, Suite 1500, Toronto, Ontario, Canada, M5J 2H7;
10. Odyssey Reinsurance Company ( Odyssey Reinsurance ), a corporation incorporated under the laws of Connecticut, is a wholly-owned subsidiary of Fairfax. The principal business of ORC is reinsurance. The principal business and principal office address of Odyssey Reinsurance is 300 First Stamford Place, Stamford, Connecticut 06902;
11. Zenith Insurance Company ( Zenith ), a corporation incorporated under the laws of California, is a wholly-owned subsidiary of Fairfax. The principal business of Zenith is workers' compensation insurance. The principal business and principal office address of Zenith is 21255 Califa Street, Woodland Hills, California 91367-5021;
12. Northbridge General Insurance Corporation (formerly Lombard General Insurance Company of Canada) ( Northbridge General ), a corporation incorporated under the laws of Canada, is a wholly-owned subsidiary of Fairfax. The principal business of Northbridge General is property/casualty insurance. The principal business address and principal office address of Northbridge General is 105 Adelaide Street West, 3rd Floor, Toronto, Ontario, Canada M5H 1P9;
13. Federated Insurance Company of Canada ( Federated ), a corporation incorporated under the laws of Canada, is a wholly-owned subsidiary of



Fairfax. The principal business of Federated is property/casualty insurance. The principal business address and principal office address of Federated is 717 Portage Ave., Winnipeg, Manitoba, Canada, R3C 3C9;

14. Northbridge Indemnity Insurance Corporation (formerly Commonwealth Insurance Company) ( Northbridge Indemnity ), a corporation incorporated under the laws of Canada, is a wholly-owned subsidiary of Fairfax. The principal business of Northbridge Indemnity is property/casualty insurance. The principal business address and principal office address of Northbridge Indemnity is 595 Burrard Street, Suite 1500, Box 49115 Bentall Tower III, Vancouver, British Columbia, Canada, V7X 1G4;
15. Northbridge Personal Insurance Corporation (formerly Lombard Insurance Company) ( Northbridge Personal ), a corporation incorporated under the laws of Canada, is a wholly-owned subsidiary of Northbridge General. The principal business of Northbridge Personal is property/casualty insurance. The principal business address and principal office address of Northbridge Personal is 105 Adelaide Street West, 3rd Floor, Toronto, Ontario, Canada M5H 1P9;
16. Clearwater Insurance Company ( Clearwater ), a corporation incorporated under the laws of Delaware, is a wholly-owned subsidiary of Fairfax. The principal business of Clearwater is reinsurance. The principal business and principal office address of Clearwater is 300 First Stamford Place, Stamford, Connecticut 06902;
17. Zenith Insurance Company ( ZIC ), a corporation incorporated under the laws of Canada, is a wholly-owned subsidiary of Fairfax. The principal business of ZIC property and casualty insurance. The principal business address and principal office address of ZIC is 105 Adelaide Street West, 3rd Floor, Toronto, Ontario, Canada M5H 1P9; and
18. Advent Underwriting Limited ( Advent ), a corporation incorporated under the laws of the United Kingdom, is a wholly-owned subsidiary of Fairfax. The principal business of Advent is property and casualty insurance. The principal business address and principal office address of Advent is 2 Minster Court, Mincing Lane, London EC3R 7BB.

Neither the filing of this Schedule 13D nor the information contained herein shall be deemed to constitute an affirmation by V. Prem Watsa, 1109519, Sixty Two, 810679, Fairfax, US Fire, TIG, General Fidelity, Northbridge Commercial, Odyssey Reinsurance, Zenith, Northbridge General, Federated, Northbridge Indemnity, Northbridge Personal, Clearwater, ZIC or Advent that it is the beneficial owner of the Shares referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or for any other purpose, and such beneficial ownership is expressly disclaimed.

The name, present principal occupation or employment and name, principal business and address of any corporation or other organization in which such employment is conducted and the citizenship of each director and executive officer of each of the Reporting Persons is set forth in Annex A, B, C, D, E, F, G, H, I, J, K, L, M, N, O, P or Q as the case may be, and such Annexes are incorporated herein by reference.

Pursuant to Rule 13d-1(k) under the Securities Exchange Act of 1934, the Reporting Persons have agreed to file jointly one statement with respect to their ownership of the Shares.

During the last five years, none of the Reporting Persons, and, to the best of each such Reporting Person's knowledge, none of the executive officers or directors of such Reporting Person have been (a) convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (b) a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

**Item 3. Source and Amount of Funds or Other Consideration.**

The source of the funds for the purchase of the Shares beneficially owned by the Reporting Persons was cash on hand from existing investment portfolios.

**Item 4. Purpose of Transaction.**

The Reporting Persons acquired the Shares for investment purposes. One or more entities within the Fairfax Group of Companies, including one or more of the Reporting Persons, may determine to purchase additional securities of RIM in the open market or otherwise, depending upon price, market conditions, availability of funds, evaluation of alternative investments and other factors. While none of the Reporting Persons has any present plans to sell any Shares or other securities of RIM, one or more of them could determine, based upon the same set of factors listed above with respect to purchases, to sell some or all of such securities. The Reporting Persons have no intention to effect any of the transactions specified in Item 4 of Schedule 13D.

**Item 5. Interest in Securities of the Issuer.**

(a) Based on the most recent information available, the aggregate number and percentage of the Shares (the securities identified pursuant to Item 1 of this Schedule 13D) that are beneficially owned by each of the Reporting Persons is set forth in boxes 11 and 13 of the second part of the cover page to this Schedule 13D for each of the Reporting Persons, and such information is incorporated herein by reference.

(b) Except as described below, the numbers of Shares as to which each of the Reporting Persons has sole voting power, shared voting power, sole dispositive power and shared dispositive power is set forth in boxes 7, 8, 9 and 10, respectively, on the second part of the cover page to this Schedule 13D for each of the Reporting Persons, and such information is incorporated herein by reference.

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To the best knowledge of the Reporting Persons, the following persons beneficially own the following amounts of Shares and have sole voting power and sole dispositive power with respect to such Shares.

Trevor Ambridge	9,000
David Bonham	1,000
Nina L. Caroselli	300
Jan Christiansen	3,500
Peter Clarke	436
Jean Cloutier	2,000
Timothy R. Price	4,000
Paul Rivett	2,000
Brandon W. Sweitzer	3,000
Michael G. Wacek	5,600

(c) Except as described herein, none of the Reporting Persons, nor, to the best knowledge of the Reporting Persons, any person listed in Annex A, B, C, D, E, F, G, H, I, J, K, L, M, N, O, P or Q beneficially owns, or has acquired or disposed of, any Shares during the last 60 days.

To the best knowledge of the Reporting Persons, the following Shares were purchased in the open market during the last 60 days:

Name	Date	Amount	Price Per Share
United States Fire Insurance Company	July 4, 2012	250,000	US\$ 7.3460
United States Fire Insurance Company	July 5, 2012	349,100	US\$ 7.6589
United States Fire Insurance Company	July 5, 2012	290,900	US\$ 7.7100
United States Fire Insurance Company	July 5, 2012	673,300	US\$ 7.5657
United States Fire Insurance Company	July 6, 2012	517,300	US\$ 7.9103
United States Fire Insurance Company	July 6, 2012	594,200	US\$ 8.0770
United States Fire Insurance Company	July 6, 2012	325,200	US\$ 8.0003
TIG Insurance Company	July 5, 2012	868,600	US\$ 7.5105
TIG Insurance Company	July 5, 2012	256,000	US\$ 7.6589

TIG Insurance Company	July 5, 2012	213,300	US\$ 7.7100
TIG Insurance Company	July 5, 2012	493,800	US\$ 7.5657
TIG Insurance Company	July 6, 2012	132,600	US\$ 7.9103
TIG Insurance Company	July 6, 2012	152,300	US\$ 8.0770
TIG Insurance Company	July 6, 2012	83,400	US\$ 8.0003
General Fidelity Insurance Company	July 5, 2012	394,800	US\$ 7.5105
General Fidelity Insurance Company	July 5, 2012	116,400	US\$ 7.6589
General Fidelity Insurance Company	July 5, 2012	97,000	US\$ 7.7100
General Fidelity Insurance Company	July 5, 2012	224,400	US\$ 7.5657
General Fidelity Insurance Company	July 6, 2012	60,300	US\$ 7.9103
General Fidelity Insurance Company	July 6, 2012	69,300	US\$ 8.0770
General Fidelity Insurance Company	July 6, 2012	37,800	US\$ 8.0003
Odyssey Reinsurance Company	July 4, 2012	1,118,100	US\$ 7.3460
Odyssey Reinsurance Company	July 5, 2012	1,792,100	US\$ 7.6589
Odyssey Reinsurance Company	July 5, 2012	1,493,400	US\$ 7.7100
Odyssey Reinsurance Company	July 5, 2012	3,456,300	US\$ 7.5657
Odyssey Reinsurance Company	July 6, 2012	2,277,900	US\$ 7.9103
Odyssey Reinsurance Company	July 6, 2012	2,616,600	US\$ 8.0770
Odyssey Reinsurance Company	July 6, 2012	1,431,800	US\$ 8.0003
Zenith Insurance Company, a California corporation	July 4, 2012	243,400	US\$ 7.3460
Zenith Insurance Company, a California corporation	July 5, 2012	151,300	US\$ 7.6589
Zenith Insurance Company, a California corporation	July 5, 2012	126,100	US\$ 7.7100

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Zenith Insurance Company, a California corporation	July 5, 2012	291,800	US\$ 7.5657
Zenith Insurance Company, a California corporation	July 6, 2012	175,500	US\$ 7.9103
Zenith Insurance Company, a California corporation	July 6, 2012	201,600	US\$ 8.0770
Zenith Insurance Company, a California corporation	July 6, 2012	110,300	US\$ 8.0003
Clearwater Insurance Company	July 4, 2012	179,700	US\$ 7.3460
Clearwater Insurance Company	July 5, 2012	186,200	US\$ 7.6589
Clearwater Insurance Company	July 5, 2012	155,200	US\$ 7.7100
Clearwater Insurance Company	July 5, 2012	359,100	US\$ 7.5657
Clearwater Insurance Company	July 6, 2012	259,200	US\$ 7.9103
Clearwater Insurance Company	July 6, 2012	297,700	US\$ 8.0770
Clearwater Insurance Company	July 6, 2012	162,900	US\$ 8.0003
Advent Underwriting Limited	July 5, 2012	118,500	US\$ 7.5105
Advent Underwriting Limited	July 5, 2012	34,900	US\$ 7.6589
Advent Underwriting Limited	July 5, 2012	29,100	US\$ 7.7100
Advent Underwriting Limited	July 5, 2012	67,300	US\$ 7.5657
Advent Underwriting Limited	July 6, 2012	18,100	US\$ 7.9103
Advent Underwriting Limited	July 6, 2012	20,700	US\$ 8.0770
Advent Underwriting Limited	July 6, 2012	11,400	US\$ 8.0003
Advent Underwriting Limited	July 5, 2012	386,900	US\$ 7.5105
Advent Underwriting Limited	July 5, 2012	114,000	US\$ 7.6589
Advent Underwriting Limited	July 5, 2012	95,000	US\$ 7.7100
Advent Underwriting Limited	July 5, 2012	219,900	US\$ 7.5657

Advent Underwriting Limited	July 6, 2012	59,100	US\$ 7.9103
Advent Underwriting Limited	July 6, 2012	67,900	US\$ 8.0770
Advent Underwriting Limited	July 6, 2012	37,200	US\$ 8.0003
Fairfax Financial Holdings Limited	July 4, 2012	50,000	C\$ 7.3369
Fairfax Financial Holdings Limited	July 5, 2012	390,000	C\$ 7.4947
Trevor Ambridge	July 9, 2012	1,000	C\$ 7.84
Trevor Ambridge	July 9, 2012	1,000	C\$ 8.149
Trevor Ambridge	July 9, 2012	2,000	C\$ 8.4121
Jean Cloutier	July 9, 2012	1,000	C\$ 7.989

To the best knowledge of the Reporting Persons, the following Shares were sold in the open market during the last 60 days:

Jane Gardner	July 4, 2012	65	C\$ 7.441
Jane Gardner	July 5, 2012	204	C\$ 7.561
Michael G. Wacek	June 12, 2012	1,000	US\$ 10.40

(d) No person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of Shares held by the Reporting Persons other than each of the Reporting Persons.

(e) Not applicable.

**Item 6. Contracts, Arrangements, Understandings or Relationships with respect to Securities of the Issuer**

Item 4 is hereby incorporated by reference into this Item 6.

**Item 7. Material to be Filed as Exhibits.**

The following is filed herewith as an exhibit:

- Ex. 1: Joint filing agreement dated as of July 17, 2012 among V. Prem Watsa, 1109519 Ontario Limited, The Sixty Two Investment Company Limited, 810679 Ontario Limited, Fairfax Financial Holdings Limited, United States Fire Insurance Company, TIG Insurance Company, General Fidelity Insurance Company, Northbridge Commercial Insurance Corporation, Odyssey Reinsurance Company, Zenith Insurance Company, a California corporation, Northbridge General Insurance Corporation, Federated Insurance Company of Canada, Northbridge Indemnity Insurance Company, Northbridge Personal Insurance Corporation, Clearwater Insurance Company, Zenith Insurance Company, a Canadian corporation and Advent Underwriting Limited.

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

V. Prem Watsa

/s/ V. Prem Watsa

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

1109519 Ontario Limited

By: /s/ V. Prem Watsa  
Name: V. Prem Watsa  
Title: President



**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

The Sixty Two Investment Company Limited

By: /s/ V. Prem Watsa  
Name: V. Prem Watsa  
Title: President

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

810679 Ontario Limited

By: /s/ V. Prem Watsa  
Name: V. Prem Watsa  
Title: President

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

Fairfax Financial Holdings Limited

By: /s/ John Varnell

Name: John Varnell

Title: Vice President and Chief Financial Officer

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

United States Fire Insurance Company

By: /s/ Paul Bassaline

Name: Paul Bassaline

Title: VP and Controller

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

TIG Insurance Company

By: /s/ Nicholas C. Bentley

Name: Nicholas C. Bentley

Title: Chairman, President and

Chief Executive Officer

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

General Fidelity Insurance Company

By: /s/ Nicholas C. Bentley

Name: Nicholas C. Bentley

Title: Chairman, President and

Chief Executive Officer

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

Northbridge Commercial Insurance Corporation

By: /s/ Craig Pinnock  
Name: Craig Pinnock  
Title: CFO

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

Odyssey Reinsurance Company

By: /s/ Kirk M. Reische  
Name: Kirk M. Reische  
Title: Vice President



**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

Zenith Insurance Company, a Canadian corporation

By: /s/ Craig Pinnock  
Name: Craig Pinnock  
Title: CFO

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

Northbridge General Insurance Corporation

By: /s/ Craig Pinnock  
Name: Craig Pinnock  
Title: CFO

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

Federated Insurance Company of Canada

By: /s/ Craig Pinnock  
Name: Craig Pinnock  
Title: CFO

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

Northbridge Indemnity Insurance Corporation

By: /s/ Craig Pinnock  
Name: Craig Pinnock  
Title: CFO

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

Northbridge Personal Insurance Corporation

By: /s/ Craig Pinnock  
Name: Craig Pinnock  
Title: CFO

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

Clearwater Insurance Company

By: /s/ Kirk M. Reische  
Name: Kirk M. Reische  
Title: Vice President

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

Zenith Insurance Company, a California corporation

By: /s/ Michael Jansen

Name: Michael Jansen

Title: EVP and General Counsel

**SIGNATURE**

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: July 17, 2012

Advent Underwriting Limited

By: /s/ Neil Ewing  
Name: Neil Ewing  
Title: Company Secretary

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Annex Index

<b>Annex</b>	<b>Description</b>
A	Directors and Executive Officers of 1109519 Ontario Limited
B	Directors and Executive Officers of The Sixty Two Investment Company Limited
C	Directors and Executive Officers of 810679 Ontario Limited
D	Directors and Executive Officers of Fairfax Financial Holdings Limited
E	Directors and Executive Officers of United States Fire Insurance Company
F	Directors and Executive Officers of TIG Insurance Company
G	Directors and Executive Officers of General Fidelity Insurance Company
H	Directors and Executive Officers of Northbridge Commercial Insurance Corporation
I	Directors and Executive Officers of Odyssey Reinsurance Company
J	Directors and Executive Officers of Zenith Insurance Company, a California corporation
K	Directors and Executive Officers of Northbridge General Insurance Corporation
L	Directors and Executive Officers of Federated Insurance Company of Canada
M	Directors and Executive Officers of Northbridge Indemnity Insurance Corporation
N	Directors and Executive Officers of Northbridge Personal Insurance Corporation
O	Directors and Executive Officers of Clearwater Insurance Company
P	Directors and Executive Officers of Zenith Insurance Company, a Canadian corporation
Q	Directors and Executive Officers of Advent Underwriting Limited

**DIRECTORS AND EXECUTIVE OFFICERS OF  
1109519 ONTARIO LIMITED**

The following table sets forth certain information with respect to the directors and executive officers of 1109519 Ontario Limited.

<b>Name</b>	<b>Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted</b>	<b>Citizenship</b>
V. Prem Watsa  (President and Director)	Chairman and Chief Executive Officer,  Fairfax Financial Holdings Limited  95 Wellington Street West  Suite 800  Toronto, Ontario M5J 2N7	Canadian
Eric P. Salsberg  (Assistant Secretary)	Vice President, Corporate Affairs,  Fairfax Financial Holdings Limited	Canadian

**DIRECTORS AND EXECUTIVE OFFICERS OF  
THE SIXTY TWO INVESTMENT COMPANY LIMITED**

The following table sets forth certain information with respect to the directors and executive officers of The Sixty Two Investment Company Limited.

<b>Name</b>	<b>Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted</b>	<b>Citizenship</b>
V. Prem Watsa  (President and Director)	Chairman and Chief Executive Officer,  Fairfax Financial Holdings Limited  95 Wellington Street West  Suite 800  Toronto, Ontario M5J 2N7	Canadian
Eric P. Salsberg  (Assistant Secretary and Director)	Vice President, Corporate Affairs,  Fairfax Financial Holdings Limited	Canadian

**DIRECTORS AND EXECUTIVE OFFICERS OF  
810679 ONTARIO LIMITED**

The following table sets forth certain information with respect to the directors and executive officers of 810679 Ontario Limited.

<b>Name</b>	<b>Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted</b>	<b>Citizenship</b>
V. Prem Watsa  (President and Director)	Chairman and Chief Executive Officer,  Fairfax Financial Holdings Limited  95 Wellington Street West  Suite 800  Toronto, Ontario M5J 2N7	Canadian
Eric P. Salsberg  (Assistant Secretary)	Vice President, Corporate Affairs,  Fairfax Financial Holdings Limited	Canadian

**DIRECTORS AND EXECUTIVE OFFICERS OF  
FAIRFAX FINANCIAL HOLDINGS LIMITED**

The following table sets forth certain information with respect to the directors and executive officers of Fairfax Financial Holdings Limited.

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
V. Prem Watsa  (Chairman and Chief Executive Officer)	Chairman and Chief Executive Officer,  Fairfax Financial Holdings Limited  95 Wellington Street West  Suite 800  Toronto, Ontario M5J 2N7	Canadian
Anthony Griffiths  (Director)	Independent Business Consultant  Toronto, Ontario, Canada	Canadian
Robert Gunn  (Director)	Independent Business Consultant  Toronto, Ontario, Canada	Canadian
Brandon W. Sweitzer  (Director)	Senior Advisor to the President of the  Chamber of Commerce of The United States  1615 H Street, NW  Washington, DC 20062	United States
Alan D. Horn  (Director)	Chairman, Rogers Communications Inc. and  President and Chief Executive Officer, Rogers Telecommunications Limited  Toronto, Ontario, Canada	Canadian
John R. V. Palmer  (Director)	Chairman of the Toronto Leadership Centre  65 Queen Street West, Suite 1240  Toronto, ON M5H 2M5	Canadian

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Timothy R. Price (Director)	Chairman of Brookfield Funds Brookfield Asset Management Inc. Brookfield Place, Suite 300 181 Bay Street Toronto, ON M5J 2T3	Canadian
John Varnell (Vice President and Chief Financial Officer)	Vice President and Chief Financial Officer, Fairfax Financial Holdings Limited	Canadian

**Present Principal Occupation or**

**Employment and the Name, Principal**

**Business and Address of any Corporation**

**or other Organization in which such**

<b>Name</b>	<b>employment is conducted</b>	<b>Citizenship</b>
Eric P. Salsberg	Vice President, Corporate Affairs and Corporate Secretary	Canadian
(Vice President, Corporate Affairs and Corporate Secretary)	Fairfax Financial Holdings Limited	
Paul Rivett	Vice President	Canadian
(Vice President)	Fairfax Financial Holdings Limited	
Bradley P. Martin	Vice President, Strategic Investments	Canadian
(Vice President, Strategic Investments)	Fairfax Financial Holdings Limited	
David Bonham	Vice President, Financial Reporting	Canadian
(Vice President, Financial Reporting)	Fairfax Financial Holdings Limited	
Peter Clarke	Vice President and Chief Risk Officer	Canadian
(Vice President and Chief Risk Officer)	Fairfax Financial Holdings Limited	
Jean Cloutier	Vice President, International Operations	Canadian
(Vice President, International Operations)	Fairfax Financial Holdings Limited	

**DIRECTORS AND EXECUTIVE OFFICERS OF  
UNITED STATES FIRE INSURANCE COMPANY**

The following table sets forth certain information with respect to the directors and executive officers of United States Fire Insurance Company.

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
Douglas M. Libby  (President, Chief Executive Officer, Chairman and Director)	President and Chief Executive Officer,  Crum & Forster Holdings Corp. and various  other insurance subsidiaries,  305 Madison Avenue  Morristown, NJ 07962	United States
Mary Jane Robertson  (Executive Vice President, Chief Financial Officer, Treasurer and Director)	Executive Vice President, Chief Financial  Officer and Treasurer,  Crum & Forster Holdings Corp. and various  other insurance subsidiaries  305 Madison Avenue  Morristown, NJ 07962	United States
Stephen M. Mulready  (Executive Vice President and Director)	Executive Vice President  United States Fire Insurance Company  305 Madison Avenue  Morristown, NJ 07962	United States
Marc J. Adee  (Senior Vice President)	President  Fairmont Specialty, a division of Crum & Forster  10350 Richmond Avenue, Suites 250/300  Houston, TX 77042	United States



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Nicole E. Bennett-Smith	Senior Vice President & Chief Information Officer	United States
(Senior Vice President & Chief Information Officer)	United States Fire Insurance Company	
	305 Madison Avenue	
	Morristown, NJ 07962	
Mark G. Brown	Senior Vice President	United States
(Senior Vice President)	United States Fire Insurance Company	
	305 Madison Avenue	
	Morristown, NJ 07962	

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Diana Cossetti	Senior Vice President	United States
(Senior Vice President)	United States Fire Insurance Company	
	305 Madison Avenue	
	Morristown, NJ 07962	
Gary N. Dubois	President & CEO	United States
(Senior Vice President)	Seneca Insurance Company, Inc.	
	110 William Street	
	New York, NY 10038	
Stephen A. Eisenmann	Senior Vice President	United States
(Senior Vice President)	United States Fire Insurance Company	
	305 Madison Avenue	
	Morristown, NJ 07962	
Donald R. Fischer	Senior Vice President	United States
(Senior Vice President)	United States Fire Insurance Company	
	305 Madison Avenue	
	Morristown, NJ 07962	
Nigel P. Fitzgerald	Senior Vice President	United States
(Senior Vice President)	United States Fire Insurance Company	
	10350 Richmond Avenue, Suites 250/300	
	Houston, TX 77042	
Steven Fomchenko	Senior Vice President	United States
(Senior Vice President)	United States Fire Insurance Company	
	305 Madison Avenue	
	Morristown, NJ 07962	
David J. Ghezzi	Senior Vice President	United States
(Senior Vice President)	United States Fire Insurance Company	
	305 Madison Avenue	
	Morristown, NJ 07962	
James V. Kraus	Senior Vice President, General Counsel & Secretary	United States
	United States Fire Insurance Company	

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(Senior Vice President, General Counsel &  
Secretary)

305 Madison Avenue

Morristown, NJ 07962

Matthew W. Kunish

Senior Vice President

United States

(Senior Vice President)

United States Fire Insurance Company

305 Madison Avenue

Morristown, NJ 07962

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Lori H. Marino	Senior Vice President	United States
(Senior Vice President)	United States Fire Insurance Company	
	110 William Street	
	New York, NY 10038	
Keith McCarthy	Senior Vice President	United States
(Senior Vice President)	Seneca Insurance Company, Inc.	
	160 Water Street	
	New York, NY 10038	
Mark L. Owens	Senior Vice President	United States
(Senior Vice President)	United States Fire Insurance Company	
	725 South Figueroa Street, Suites 2300/2380	
	Los Angeles, CA 90017	
Donald J. Pickens	Senior Vice President	United States
(Senior Vice President)	United States Fire Insurance Company	
	305 Madison Avenue	
	Morristown, NJ 07962	
Jack F. Reddy	Senior Vice President	United States
(Senior Vice President)	United States Fire Insurance Company	
	305 Madison Avenue	
	Morristown, NJ 07962	
Nathan J. Sambul	Senior Vice President	United States
(Senior Vice President)	United States Fire Insurance Company	
	305 Madison Avenue	
	Morristown, NJ 07962	
Chris I. Stormo	Senior Vice President	United States
(Senior Vice President)	United States Fire Insurance Company	
	305 Madison Avenue	
	Morristown, NJ 07962	
Richard Yien	Senior Vice President	United States
	United States Fire Insurance Company	

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(Senior Vice President & Chief Technology  
Officer)

305 Madison Avenue

Morristown, NJ 07962

**DIRECTORS AND EXECUTIVE OFFICERS OF  
TIG INSURANCE COMPANY**

The following table sets forth certain information with respect to the directors and executive officers of TIG Insurance Company.

<b>Name</b>	<b>Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted</b>	<b>Citizenship</b>
Nicholas C. Bentley  (Chairman, Chief Executive Officer, President and Director)	Manager, President and Chief Executive Officer,  Riverstone Resources LLC  250 Commercial Street, Suite 5000  Manchester, NH 03101	United Kingdom
John M. Parker  (Senior Vice President and Director)	Senior Vice President,  Riverstone Resources LLC  250 Commercial Street, Suite 5000  Manchester, NH 03101	United States
John J. Bator  (Senior Vice President, Chief Financial Officer, Treasurer and Director)	Senior Vice President, Chief Financial Officer and Treasurer,  Riverstone Resources LLC  250 Commercial Street, Suite 5000  Manchester, NH 03101	United States
Frank DeMaria  (Senior Vice President and Director)	Senior Vice President,  Riverstone Resources LLC  250 Commercial Street, Suite 5000  Manchester, NH 03101	United States
Richard J. Fabian  (Senior Vice President,	Senior Vice President and General Counsel,  Riverstone Resources LLC	United States

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General Counsel and Director)	250 Commercial Street, Suite 5000	
	Manchester, NH 03101	
Nina L. Caroselli	Senior Vice President,	United States
(Senior Vice President)	Riverstone Resources LLC	
	250 Commercial Street, Suite 5000	
	Manchester, NH 03101	
James K. Kelly	Senior Vice President,	United States
(Senior Vice President)	Riverstone Resources LLC	
	250 Commercial Street, Suite 5000	
	Manchester, NH 03101	

**DIRECTORS AND EXECUTIVE OFFICERS OF  
GENERAL FIDELITY INSURANCE COMPANY**

The following table sets forth certain information with respect to the directors and executive officers of General Fidelity Insurance Company.

<b>Name</b>	<b>Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted</b>	<b>Citizenship</b>
Nicholas C. Bentley  (Chairman, Chief Executive Officer, President and Director)	Manager, President and Chief Executive Officer,  Riverstone Resources LLC  250 Commercial Street, Suite 5000  Manchester, NH 03101	United Kingdom
Nina L. Caroselli  (Senior Vice President and Director)	Senior Vice President,  Riverstone Resources LLC  250 Commercial Street, Suite 5000  Manchester, NH 03101	United States
John M. Parker  (Senior Vice President)	Senior Vice President,  Riverstone Resources LLC  250 Commercial Street, Suite 5000  Manchester, NH 03101	United States
John J. Bator  (Senior Vice President, Chief Financial Officer, Treasurer and Director)	Senior Vice President, Chief Financial Officer and Treasurer,  Riverstone Resources LLC  250 Commercial Street, Suite 5000  Manchester, NH 03101	United States
Richard J. Fabian  (Senior Vice President, General Counsel and Director)	Senior Vice President and General Counsel,  Riverstone Resources LLC	United States



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250 Commercial Street, Suite 5000

Manchester, NH 03101

James K. Kelly

Senior Vice President,

United States

(Senior Vice President)

Riverstone Resources LLC

250 Commercial Street, Suite 5000

Manchester, NH 03101

**DIRECTORS AND EXECUTIVE OFFICERS OF  
NORTHBRIDGE COMMERCIAL INSURANCE CORPORATION**

The following table sets forth certain information with respect to the directors and executive officers of Northbridge Commercial Insurance Corporation.

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
Silvy Wright  (Chair of Board, and President & CEO)	President and Chief Executive Officer,  Northbridge Financial Corporation  105 Adelaide Street West, 7 <sup>th</sup> Floor  Toronto, Ontario M5H 1P9	Canadian
Fabian Richenberger  (Director, and President, Northbridge Insurance)	President, Northbridge Insurance  Northbridge Financial Corporation  105 Adelaide Street West, 3rd Floor  Toronto, Ontario M5H 1P9	Swiss
Craig Pinnock  (Director, and Chief Financial Officer)	Chief Financial Officer,  Northbridge Financial Corporation  105 Adelaide Street West, 7 <sup>th</sup> Floor  Toronto, Ontario M5H 1P9	Canadian
Jane Gardner  (Director, and Executive Vice President, Enterprise Project Management Office)	Executive Vice President, Enterprise Project  Management Office  Northbridge Financial Corporation  105 Adelaide Street West, 3rd Floor  Toronto, Ontario M5H 1P9	Canadian
Bryan S. Smith  (Director)	Independent Business Consultant and  Corporate Director	Canadian

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Robert J. Gunn	Toronto, Ontario, Canada	
(Director)	Independent Business Consultant and	Canadian
	Corporate Director	
	Toronto, Ontario, Canada	

<b>Name</b>	<b>Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted</b>	<b>Citizenship</b>
Robert S. Weiss (Director)	Independent Business Consultant and Corporate Director Toronto, Ontario, Canada	Canadian
Blair Manktelow (Chief Actuary)	Chief Actuary, Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Gary Quon (Chief Corporate Development Officer)	Chief Corporate Development Officer Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Glenn Penny (Executive Vice President, Claims)	Executive Vice President, Claims Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Lori McDougall (Executive Vice President, Corporate Innovation)	Executive Vice President, Corporate Innovation Northbridge Financial Corporation 105 Adelaide Street West, 3rd Floor Toronto, Ontario M5H 1P9	Canadian

**DIRECTORS AND EXECUTIVE OFFICERS OF  
ODYSSEY REINSURANCE COMPANY**

The following table sets forth certain information with respect to the directors and executive officers of Odyssey Reinsurance Company.

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
Brian D. Young  (Chairman of the Board of Directors, President and Chief Executive Officer)	President, Chief Executive Officer, and Director,  Odyssey Re Holdings Corp.  300 First Stamford Place,  Stamford, Connecticut 06902	United States
Michael G. Wacek  (Executive Vice President and Director)	Executive Vice President,  Odyssey Re Holdings Corp.  300 First Stamford Place,  Stamford, Connecticut 06902	United States
Jan Christiansen  (Executive Vice President and Director)	Executive Vice President and Chief Financial Officer,  Odyssey Re Holdings Corp.  300 First Stamford Place,  Stamford, Connecticut 06902	Denmark
James B. Salvesen  (Senior Vice President and Chief Financial Officer)	Senior Vice President and Chief Financial Officer,  Odyssey Reinsurance Company  300 First Stamford Place,  Stamford, Connecticut 06902	United States
Peter H. Lovell  (Senior Vice President, General Counsel and Corporate Secretary)	Senior Vice President, General Counsel and Corporate Secretary,  Odyssey Re Holdings Corp.  300 First Stamford Place,	United States



**DIRECTORS AND EXECUTIVE OFFICERS OF**  
**ZENITH INSURANCE COMPANY, a California corporation**

The following table sets forth certain information with respect to the directors and executive officers of Zenith Insurance Company.

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
Stanley R. Zax  (Chairman of the Board of Directors)	Chairman of the Board of Directors  Zenith Insurance Company  21255 Califa St.  Woodland Hills, CA 91367	United States
Jack D. Miller  (President and Chief Executive Officer and Director)	President and Chief Executive Officer  Zenith Insurance Company  21255 Califa St.  Woodland Hills, CA 91367	United States
Michael E. Jansen  (Executive Vice President and General Counsel and Director)	Executive Vice President and General Counsel  Zenith Insurance Company  21255 Califa St.  Woodland Hills, CA 91367	United States
Kari L. Van Gundy  (Executive Vice President, Chief Financial Officer and Treasurer and Director)	Executive Vice President, Chief Financial Officer and Treasurer  Zenith Insurance Company  21255 Califa St.  Woodland Hills, CA 91367	United States
Jason T. Clarke  (Executive Vice President and Chief Actuary)	Executive Vice President and Chief Actuary Zenith Insurance Company  21255 Califa St.  Woodland Hills, CA 91367	United States





Davidson M. Pattiz	Executive Vice President of Claims	United States
(Executive Vice President)	Zenith Insurance Company	
	21255 Califa St.	
	Woodland Hills, CA 91367	
Hyman J. Lee Jr.	Senior Vice President, Assistant General Counsel and Secretary	United States
(Senior Vice President, Assistant General Counsel and Secretary)	Zenith Insurance Company	
	21255 Califa St.	
	Woodland Hills, CA 91367	

**DIRECTORS AND EXECUTIVE OFFICERS OF  
NORTHBRIDGE GENERAL INSURANCE CORPORATION**

The following table sets forth certain information with respect to the directors and executive officers of Northbridge General Insurance Corporation.

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
Silvy Wright  (Chair of Board, and President & CEO)	President and Chief Executive Officer,  Northbridge Financial Corporation  105 Adelaide Street West, 7 <sup>th</sup> Floor  Toronto, Ontario M5H 1P9	Canadian
Fabian Richenberger  (Director, and President, Northbridge Insurance)	President, Northbridge Insurance  Northbridge Financial Corporation  105 Adelaide Street West, 3rd Floor  Toronto, Ontario M5H 1P9	Swiss
Craig Pinnock  (Director, and Chief Financial Officer)	Chief Financial Officer,  Northbridge Financial Corporation  105 Adelaide Street West, 7 <sup>th</sup> Floor  Toronto, Ontario M5H 1P9	Canadian
Jane Gardner  (Director, and Executive Vice President, Enterprise Project Management Office)	Executive Vice President, Enterprise Project Management Office  Northbridge Financial Corporation  105 Adelaide Street West, 3rd Floor  Toronto, Ontario M5H 1P9	Canadian
Bryan S. Smith  (Director)	Independent Business Consultant and Corporate Director  Toronto, Ontario, Canada	Canadian
Robert J. Gunn	Independent Business Consultant and Corporate Director	Canadian

(Director)

Toronto, Ontario, Canada

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
Robert S. Weiss (Director)	Independent Business Consultant and Corporate Director Toronto, Ontario, Canada	Canadian
Blair Manktelow (Chief Actuary)	Chief Actuary, Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Gary Quon (Chief Corporate Development Officer)	Chief Corporate Development Officer Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Glenn Penny (Executive Vice President, Claims)	Executive Vice President, Claims Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Lori McDougall (Executive Vice President, Corporate Innovation)	Executive Vice President, Corporate Innovation Northbridge Financial Corporation 105 Adelaide Street West, 3rd Floor Toronto, Ontario M5H 1P9	Canadian

**DIRECTORS AND EXECUTIVE OFFICERS OF  
FEDERATED INSURANCE COMPANY OF CANADA**

The following table sets forth certain information with respect to the directors and executive officers of Federated Insurance Company of Canada.

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
Silvy Wright  (Chair of Board)	President and Chief Executive Officer,  Northbridge Financial Corporation  105 Adelaide Street West, 7 <sup>th</sup> Floor  Toronto, Ontario M5H 1P9	Canadian
John Paisley  (Director, and President & Chief Executive Officer)	President, Federated Insurance  Northbridge Financial Corporation  105 Adelaide Street West, 3rd Floor  Toronto, Ontario M5H 1P9	Canadian
Craig Pinnock  (Director, and Chief Financial Officer)	Chief Financial Officer,  Northbridge Financial Corporation  105 Adelaide Street West, 7 <sup>th</sup> Floor  Toronto, Ontario M5H 1P9	Canadian
Jane Gardner  (Director, and Executive Vice President, Enterprise Project Management Office)	Executive Vice President, Enterprise Project Management Office  Northbridge Financial Corporation  105 Adelaide Street West, 3rd Floor  Toronto, Ontario M5H 1P9	Canadian
Bryan S. Smith  (Director)	Independent Business Consultant and Corporate Director  Toronto, Ontario, Canada	Canadian
Robert J. Gunn	Independent Business Consultant and Corporate Director	Canadian

(Director)

Toronto, Ontario, Canada

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
Robert S. Weiss (Director)	Independent Business Consultant and Corporate Director Toronto, Ontario, Canada	Canadian
Blair Manktelow (Chief Actuary)	Chief Actuary, Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Gary Quon (Chief Corporate Development Officer)	Chief Corporate Development Officer Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Glenn Penny (Executive Vice President, Claims)	Executive Vice President, Claims Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Lori McDougall (Executive Vice President, Corporate Innovation)	Executive Vice President, Corporate Innovation Northbridge Financial Corporation 105 Adelaide Street West, 3rd Floor Toronto, Ontario M5H 1P9	Canadian

**DIRECTORS AND EXECUTIVE OFFICERS OF  
NORTHBRIDGE INDEMNITY INSURANCE CORPORATION**

The following table sets forth certain information with respect to the directors and executive officers of Northbridge Indemnity Insurance Corporation.

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
Silvy Wright  (Chair of Board, and President & CEO)	President and Chief Executive Officer,  Northbridge Financial Corporation  105 Adelaide Street West, 7 <sup>th</sup> Floor  Toronto, Ontario M5H 1P9	Canadian
Fabian Richenberger  (Director, and President, Northbridge Insurance)	President, Northbridge Insurance  Northbridge Financial Corporation  105 Adelaide Street West, 3rd Floor  Toronto, Ontario M5H 1P9	Swiss
Craig Pinnock  (Director, and Chief Financial Officer)	Chief Financial Officer,  Northbridge Financial Corporation  105 Adelaide Street West, 7 <sup>th</sup> Floor  Toronto, Ontario M5H 1P9	Canadian
Jane Gardner  (Director, and Executive Vice President, Enterprise Project Management Office)	Executive Vice President, Enterprise Project Management Office  Northbridge Financial Corporation  105 Adelaide Street West, 3rd Floor  Toronto, Ontario M5H 1P9	Canadian
Bryan S. Smith  (Director)	Independent Business Consultant and Corporate Director  Toronto, Ontario, Canada	Canadian
Robert J. Gunn	Independent Business Consultant and Corporate Director	Canadian



(Director)

Toronto, Ontario, Canada

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
Robert S. Weiss (Director)	Independent Business Consultant and Corporate Director Toronto, Ontario, Canada	Canadian
Blair Manktelow (Chief Actuary)	Chief Actuary, Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Gary Quon (Chief Corporate Development Officer)	Chief Corporate Development Officer Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Glenn Penny (Executive Vice President, Claims)	Executive Vice President, Claims Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Lori McDougall (Executive Vice President, Corporate Innovation)	Executive Vice President, Corporate Innovation Northbridge Financial Corporation 105 Adelaide Street West, 3rd Floor Toronto, Ontario M5H 1P9	Canadian

**DIRECTORS AND EXECUTIVE OFFICERS OF  
NORTHBRIDGE PERSONAL INSURANCE CORPORATION**

The following table sets forth certain information with respect to the directors and executive officers of Northbridge Personal Insurance Corporation.

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
Silvy Wright  (Chair of Board, and President & CEO)	President and Chief Executive Officer,  Northbridge Financial Corporation  105 Adelaide Street West, 7 <sup>th</sup> Floor  Toronto, Ontario M5H 1P9	Canadian
Fabian Richenberger  (Director, and President, Northbridge Insurance)	President, Northbridge Insurance  Northbridge Financial Corporation  105 Adelaide Street West, 3rd Floor  Toronto, Ontario M5H 1P9	Swiss
Craig Pinnock  (Director, and Chief Financial Officer)	Chief Financial Officer,  Northbridge Financial Corporation  105 Adelaide Street West, 7 <sup>th</sup> Floor  Toronto, Ontario M5H 1P9	Canadian
Jane Gardner  (Director, and Executive Vice President, Enterprise Project Management Office)	Executive Vice President, Enterprise Project Management Office  Northbridge Financial Corporation  105 Adelaide Street West, 3rd Floor  Toronto, Ontario M5H 1P9	Canadian
Bryan S. Smith  (Director)	Independent Business Consultant and Corporate Director  Toronto, Ontario, Canada	Canadian
Robert J. Gunn	Independent Business Consultant and Corporate Director	Canadian

(Director)

Toronto, Ontario, Canada

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
Robert S. Weiss (Director)	Independent Business Consultant and Corporate Director Toronto, Ontario, Canada	Canadian
Blair Manktelow (Chief Actuary)	Chief Actuary, Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Gary Quon (Chief Corporate Development Officer)	Chief Corporate Development Officer Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Glenn Penny (Executive Vice President, Claims)	Executive Vice President, Claims Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Lori McDougall (Executive Vice President, Corporate Innovation)	Executive Vice President, Corporate Innovation Northbridge Financial Corporation 105 Adelaide Street West, 3rd Floor Toronto, Ontario M5H 1P9	Canadian

**DIRECTORS AND EXECUTIVE OFFICERS OF  
CLEARWATER INSURANCE COMPANY**

The following table sets forth certain information with respect to the directors and executive officers of Clearwater Insurance Company.

<b>Name</b>	<b>Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted</b>	<b>Citizenship</b>
Nicholas C. Bentley  (Director)	Manager, President and Chief Executive Officer,  Riverstone Resources LLC  250 Commercial Street, Suite 5000  Manchester, NH 03101	United Kingdom
John J. Bator  (Senior Vice President and Director)	Senior Vice President, Chief Financial Officer and Treasurer,  Riverstone Resources LLC  250 Commercial Street, Suite 5000  Manchester, NH 03101	United States
Nina L. Caroselli  (Director)	Senior Vice President,  Riverstone Resources LLC  250 Commercial Street, Suite 5000  Manchester, NH 03101	United States
Richard J. Fabian  (Director)	Senior Vice President and General Counsel,  Riverstone Resources LLC  250 Commercial Street, Suite 5000  Manchester, NH 03101	United States
John M. Parker  (Director)	Senior Vice President,  Riverstone Resources LLC  250 Commercial Street, Suite 5000	United States

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Jan Christiansen	Manchester, NH 03101	
(President)	Executive Vice President and Chief Financial Officer,	Denmark
	Odyssey Re Holdings Corp.	

Michael G. Wacek (Executive Vice President)	Executive Vice President, Odyssey Re Holdings Corp.	United States
Robert S. Bennett (Executive Vice President and Chief Actuary)	Executive Vice President and Chief Actuary, Odyssey America Reinsurance Corporation	United States
Peter H. Lovell (Senior Vice President, General Counsel and Corporate Secretary)	Senior Vice President, General Counsel and Corporate Secretary, Odyssey Re Holdings Corp.	United States
Brian D. Young (Executive Vice President)	President and Chief Executive Officer, Odyssey Re Holdings Corp.	United States
Christopher L. Gallagher (Executive Vice President)	President and Chief Operating Officer, Hudson Insurance Company  17 State Street, 29 <sup>th</sup> Floor  New York, NY 10004	United States



**DIRECTORS AND EXECUTIVE OFFICERS OF**  
**ZENITH INSURANCE COMPANY, a Canadian corporation**

The following table sets forth certain information with respect to the directors and executive officers of Zenith Insurance Company.

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
Silvy Wright  (Chair of Board, and President & CEO)	President and Chief Executive Officer,  Northbridge Financial Corporation  105 Adelaide Street West, 7 <sup>th</sup> Floor  Toronto, Ontario M5H 1P9	Canadian
Fabian Richenberger  (Director, and President, Northbridge Insurance)	President, Northbridge Insurance  Northbridge Financial Corporation  105 Adelaide Street West, 3rd Floor  Toronto, Ontario M5H 1P9	Swiss
Craig Pinnock  (Director, and Chief Financial Officer)	Chief Financial Officer,  Northbridge Financial Corporation  105 Adelaide Street West, 7 <sup>th</sup> Floor  Toronto, Ontario M5H 1P9	Canadian
Jane Gardner  (Director, and Executive Vice President, Enterprise Project Management Office)	Executive Vice President, Enterprise Project Management Office  Northbridge Financial Corporation  105 Adelaide Street West, 3rd Floor  Toronto, Ontario M5H 1P9	Canadian
Bryan S. Smith  (Director)	Independent Business Consultant and Corporate Director  Toronto, Ontario, Canada	Canadian
Robert J. Gunn	Independent Business Consultant and Corporate Director	Canadian

(Director)

Toronto, Ontario, Canada

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
Robert S. Weiss (Director)	Independent Business Consultant and Corporate Director Toronto, Ontario, Canada	Canadian
Blair Manktelow (Chief Actuary)	Chief Actuary, Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Gary Quon (Chief Corporate Development Officer)	Chief Corporate Development Officer Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Glenn Penny (Executive Vice President, Claims)	Executive Vice President, Claims Northbridge Financial Corporation 105 Adelaide Street West, 7 <sup>th</sup> Floor Toronto, Ontario M5H 1P9	Canadian
Lori McDougall (Executive Vice President, Corporate Innovation)	Executive Vice President, Corporate Innovation Northbridge Financial Corporation 105 Adelaide Street West, 3rd Floor Toronto, Ontario M5H 1P9	Canadian

**DIRECTORS AND EXECUTIVE OFFICERS OF  
ADVENT UNDERWRITING LIMITED**

The following table sets forth certain information with respect to the directors and executive officers of Advent Underwriting Limited.

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted	Citizenship
James Migliorini	CEO & Director  Advent Underwriting Limited  No.2 Minster Court  Mincing Lane  London  EC3R 7BB	United States
Trevor Ambridge	Director  Advent Underwriting Limited  No.2 Minster Court  Mincing Lane  London  EC3R 7BB	Canada
Philip Green	Finance Director  Advent Underwriting Limited  No.2 Minster Court  Mincing Lane  London  EC3R 7BB	United Kingdom
Duncan Lummis	Director  Advent Underwriting Limited  No.2 Minster Court  Mincing Lane  London  EC3R 7BB	United Kingdom

Advent Underwriting Limited

No.2 Minster Court

Mincing Lane

London

EC3R 7BB

Name	Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such	Citizenship
	employment is conducted	
John Towers	Director Advent Underwriting Limited No.2 Minster Court Mincing Lane London	United Kingdom
Darren Stockman	Director Advent Underwriting Limited No.2 Minster Court Mincing Lane London	United Kingdom
Ian Hewitt	Director Advent Underwriting Limited No.2 Minster Court Mincing Lane London	United Kingdom
Peter Cresswell	Non Executive Chairman Advent Underwriting Limited No.2 Minster Court Mincing Lane London	United Kingdom
	EC3R 7BB	

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Hugh Bohling

Non Executive Director

United Kingdom

Advent Underwriting Limited

No.2 Minster Court

Mincing Lane

London

EC3R 7BB

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<b>Name</b>	<b>Present Principal Occupation or Employment and the Name, Principal Business and Address of any Corporation or other Organization in which such employment is conducted</b>	<b>Citizenship</b>
Richard Finn	Non Executive Director  Advent Underwriting Limited  No.2 Minster Court  Mincing Lane  London  EC3R 7BB	United Kingdom



**Exhibit Index**

<b>Exhibit No.</b>	<b>Description</b>
Ex. 1:	Joint filing agreement dated as of July 17, 2012 among V. Prem Watsa, 1109519 Ontario Limited, The Sixty Two Investment Company Limited, 810679 Ontario Limited, Fairfax Financial Holdings Limited, United States Fire Insurance Company, TIG Insurance Company, General Fidelity Insurance Company, Northbridge Commercial Insurance Corporation, Odyssey Reinsurance Company, Zenith Insurance Company, a California corporation, Northbridge General Insurance Corporation, Federated Insurance Company of Canada, Northbridge Indemnity Insurance Corporation, Northbridge Personal Insurance Corporation, Clearwater Insurance Company, Zenith Insurance Company, a Canadian corporation and Advent Underwriting Limited.