

Seaspan CORP
Form SC 13D/A
December 21, 2018

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D/A

(Amendment No. 5)

Under the Securities Exchange Act of 1934

Seaspan Corporation

(Name of Issuer)

Class A Common Shares

(Title of Class of Securities)

Y75638109

(CUSIP Number)

Paul Rivett

President

Fairfax Financial Holdings Limited

95 Wellington Street West, Suite 800

Toronto, Ontario, Canada, M5J 2N7

Telephone: (416) 367-4941

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

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- 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

December 17, 2018

(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 that 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 o.

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 (Act) 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).

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CUSIP No. Y75638109

13D

- 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
- | | | |
|---|----|--|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7 | Sole Voting Power 0 |
| | 8 | Shared Voting Power 64,139,560 |
| | 9 | Sole Dispositive Power 0 |
| | 10 | Shared Dispositive Power 64,139,560 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
64,139,560
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
36.3%
- 14 Type of Reporting Person
IN

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13D

- 1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)
THE ONE ONE ZERO NINE HOLDCO 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
- | | | |
|---|----|--|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7 | Sole Voting Power 0 |
| | 8 | Shared Voting Power 64,139,560 |
| | 9 | Sole Dispositive Power 0 |
| | 10 | Shared Dispositive Power 64,139,560 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
64,139,560
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
36.3%
- 14 Type of Reporting Person
CO

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CUSIP No. Y75638109

13D

- | | |
|----|---|
| 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) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization BRITISH COLUMBIA |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 63,461,539 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 63,461,539 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 63,461,539 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 35.9% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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CUSIP No. Y75638109

13D

- | | |
|----|---|
| 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) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization CANADA |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 63,461,539 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 63,461,539 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 63,461,539 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 35.9% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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13D

- 1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)
FFHL GROUP LTD.
- 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
- | | | |
|---|----|--|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7 | Sole Voting Power 0 |
| | 8 | Shared Voting Power 39,009,348 |
| | 9 | Sole Dispositive Power 0 |
| | 10 | Shared Dispositive Power 39,009,348 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
39,009,348
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
22.1%
- 14 Type of Reporting Person
CO

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13D

- 1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)
FAIRFAX (BARBADOS) INTERNATIONAL CORP.
- 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
BARBADOS
- | | | |
|---|----|--|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7 | Sole Voting Power 0 |
| | 8 | Shared Voting Power 17,300,370 |
| | 9 | Sole Dispositive Power 0 |
| | 10 | Shared Dispositive Power 17,300,370 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
17,300,370
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
9.8%
- 14 Type of Reporting Person
CO

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13D

- | | |
|----|---|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) WENTWORTH INSURANCE COMPANY LTD. |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization BARBADOS |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 17,300,370 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 17,300,370 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 17,300,370 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 9.8% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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CUSIP No. Y75638109

13D

- | | |
|---|---|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) THE SIXTY THREE FOUNDATION |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization CANADA |
| Number of Shares Beneficially Owned by Each Reporting Person With | 7 Sole Voting Power 0 |
| | 8 Shared Voting Power 0 |
| | 9 Sole Dispositive Power 231,922 |
| | 10 Shared Dispositive Power 0 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 231,922 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 0.1% |
| 14 | Type of Reporting Person CO |

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13D

- | | |
|----|--|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) HAMBLIN WATSA INVESTMENT COUNSEL LTD. |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization CANADA |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 12,500,000 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 12,500,000 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 12,500,000 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 7.1% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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CUSIP No. Y75638109

13D

| | |
|----|---|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) FAIRFAX (US) INC. |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization DELAWARE |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 14,337,725 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 14,337,725 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 14,337,725 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 8.1% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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CUSIP No. Y75638109

13D

| | |
|----|---|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) ODYSSEY US HOLDINGS INC. |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization DELAWARE |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 7,370,518 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 7,370,518 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 7,370,518 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 4.2% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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CUSIP No. Y75638109

13D

- | | |
|----|---|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) ODYSSEY GROUP HOLDINGS, INC. |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization DELAWARE |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 7,370,518 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 7,370,518 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 7,370,518 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 4.2% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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CUSIP No. Y75638109

13D

| | |
|----|---|
| 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) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization CONNECTICUT |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 7,370,518 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 7,370,518 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 7,370,518 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 4.2% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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CUSIP No. Y75638109

13D

| | |
|----|---|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) 1102952 B.C. UNLIMITED LIABILITY COMPANY |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization BRITISH COLUMBIA |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 11,952,191 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 11,952,191 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 11,952,191 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 6.8% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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CUSIP No. Y75638109

13D

- | | |
|----|--|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) FAIRFAX FINANCIAL HOLDINGS (SWITZERLAND) GMBH |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization SWITZERLAND |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 11,952,191 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 11,952,191 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 11,952,191 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 6.8% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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CUSIP No. Y75638109

13D

- 1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)
ALLIED WORLD ASSURANCE COMPANY HOLDINGS, GMBH
- 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
SWITZERLAND
- | | | |
|---|----|--|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7 | Sole Voting Power 0 |
| | 8 | Shared Voting Power 11,952,191 |
| | 9 | Sole Dispositive Power 0 |
| | 10 | Shared Dispositive Power 11,952,191 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
11,952,191
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
6.8%
- 14 Type of Reporting Person
CO

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CUSIP No. Y75638109

13D

| | |
|----|---|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) ALLIED WORLD ASSURANCE COMPANY HOLDINGS, LTD |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization BERMUDA |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 11,952,191 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 11,952,191 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 11,952,191 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 6.8% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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CUSIP No. Y75638109

13D

| | |
|----|--|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) ALLIED WORLD ASSURANCE COMPANY, LTD |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization BERMUDA |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 11,952,191 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 11,952,191 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 11,952,191 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 6.8% |
| 14 | Type of Reporting Person IC |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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CUSIP No. Y75638109

13D

| | |
|----|--|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) ALLIED WORLD ASSURANCE HOLDINGS (IRELAND) LTD |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization BERMUDA |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 5,976,096 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 5,976,096 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 5,976,096 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 3.4% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

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CUSIP No. Y75638109

13D

- 1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)
ALLIED WORLD ASSURANCE HOLDINGS (U.S.) INC.
- 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
- | | | |
|---|----|---------------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With | 7 | Sole Voting Power 0 |
| | 8 | Shared Voting Power 5,976,096 |
| | 9 | Sole Dispositive Power 0 |
| | 10 | Shared Dispositive Power 5,976,096 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
5,976,096
- 12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
3.4%
- 14 Type of Reporting Person
CO

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CUSIP No. Y75638109

13D

| | |
|----|---|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) ALLIED WORLD INSURANCE COMPANY |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization NEW HAMPSHIRE |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 5,976,096 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 5,976,096 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 5,976,096 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 3.4% |
| 14 | Type of Reporting Person IC |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

Edgar Filing: Seaspan CORP - Form SC 13D/A

CUSIP No. Y75638109

13D

| | |
|----|---|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) AW UNDERWRITERS INC. |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization DELAWARE |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 2,490,040 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 2,490,040 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 2,490,040 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 1.4% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

Edgar Filing: Seaspan CORP - Form SC 13D/A

CUSIP No. Y75638109

13D

| | |
|----|---|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) ALLIED WORLD SPECIALTY INSURANCE COMPANY |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization DELAWARE |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 2,490,040 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 2,490,040 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 2,490,040 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 1.4% |
| 14 | Type of Reporting Person IC |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

Edgar Filing: Seaspan CORP - Form SC 13D/A

CUSIP No. Y75638109

13D

| | |
|----|--|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) CRUM & FORSTER HOLDINGS CORP. |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization DELAWARE |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 1,494,024 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 1,494,024 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 1,494,024 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 0.8% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

Edgar Filing: Seaspan CORP - Form SC 13D/A

CUSIP No. Y75638109

13D

| | |
|----|---|
| 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) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization DELAWARE |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 1,494,024 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 1,494,024 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 1,494,024 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 0.8% |
| 14 | Type of Reporting Person IC |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

Edgar Filing: Seaspan CORP - Form SC 13D/A

CUSIP No. Y75638109

13D

| | |
|----|--|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) ZENITH NATIONAL INSURANCE CORP. |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization DELAWARE |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 796,813 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 796,813 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 796,813 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 0.5% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

Edgar Filing: Seaspan CORP - Form SC 13D/A

CUSIP No. Y75638109

13D

| | |
|----|---|
| 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) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization CALIFORNIA |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 796,813 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 796,813 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 796,813 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 0.5% |
| 14 | Type of Reporting Person IC |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

Edgar Filing: Seaspan CORP - Form SC 13D/A

CUSIP No. Y75638109

13D

| | |
|----|---|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) RIVERSTONE HOLDINGS LIMITED |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization UNITED KINGDOM |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 1,294,821 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 1,294,821 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 1,294,821 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 0.7% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

Edgar Filing: Seaspan CORP - Form SC 13D/A

CUSIP No. Y75638109

13D

| | |
|----|--|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) RIVERSTONE INSURANCE (UK) LIMITED |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization UNITED KINGDOM |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 1,294,821 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 1,294,821 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 1,294,821 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 0.7% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

Edgar Filing: Seaspan CORP - Form SC 13D/A

CUSIP No. Y75638109

13D

| | |
|----|---|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) BRIT LIMITED |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization ENGLAND AND WALES |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 6,076,432 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 6,076,432 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 6,076,432 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 3.4% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

Edgar Filing: Seaspan CORP - Form SC 13D/A

CUSIP No. Y75638109

13D

| | |
|----|--|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) BRIT INSURANCE HOLDINGS LIMITED |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization ENGLAND AND WALES |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 6,076,432 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 6,076,432 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 6,076,432 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 3.4% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

Edgar Filing: Seaspan CORP - Form SC 13D/A

CUSIP No. Y75638109

13D

| | |
|----|---|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) BRIT REINSURANCE (BERMUDA) LIMITED |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization BERMUDA |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 3,493,900 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 3,493,900 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 3,493,900 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 2.0% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

Edgar Filing: Seaspan CORP - Form SC 13D/A

CUSIP No. Y75638109

13D

| | |
|----|---|
| 1 | Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only) BRIT UW LIMITED |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization ENGLAND AND WALES |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 2,582,532 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 2,582,532 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 2,582,532 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 1.5% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

Edgar Filing: Seaspan CORP - Form SC 13D/A

CUSIP No. Y75638109

13D

| | |
|----|---|
| 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) <input type="radio"/> (b) <input checked="" type="radio"/> |
| 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). <input type="radio"/> |
| 6 | Citizenship or Place of Organization CALIFORNIA |
| 7 | Sole Voting Power 0 |
| 8 | Shared Voting Power 4,676,370 |
| 9 | Sole Dispositive Power 0 |
| 10 | Shared Dispositive Power 4,676,370 |
| 11 | Aggregate Amount Beneficially Owned by Each Reporting Person 4,676,370 |
| 12 | Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="radio"/> |
| 13 | Percent of Class Represented by Amount in Row (11) 2.6% |
| 14 | Type of Reporting Person CO |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

Explanatory note

Pursuant to Rule 13d-2 promulgated under the Securities Exchange Act of 1934, as amended (the Exchange Act), this Amendment No. 5 to Schedule 13D (this Amendment No. 5) amends the Schedule 13D originally filed with the United States Securities and Exchange Commission (the SEC) on February 26, 2018 by V. Prem Watsa, The One One Zero Nine Holdco Limited, The Sixty Two Investment Company Limited, Fairfax Financial Holdings Limited, FFHL Group Ltd., Fairfax (US) Inc., Zenith National Insurance Corp., Zenith Insurance Company, Odyssey US Holdings Inc., Odyssey Re Holdings Corp., Odyssey Reinsurance Company, Crum & Forster Holdings Corp., United States Fire Insurance Company, RiverStone Holdings Limited, RiverStone Insurance (UK) Limited, Northbridge Financial Corporation, Northbridge General Insurance Corporation, 1102952 B.C. Unlimited Liability Company, Fairfax Financial Holdings (Switzerland) GmbH, Allied World Assurance Company Holdings, GmbH, Allied World Assurance Company Holdings, Ltd and Allied World Assurance Company, Ltd, as amended by Amendment No. 1 to Schedule 13D filed with the SEC on April 12, 2018, Amendment No. 2 to Schedule 13D filed with the SEC on June 1, 2018, Amendment No. 3 to Schedule 13D filed with the SEC on July 17, 2018 and Amendment No. 4 to the Schedule 13D filed with the SEC on July 27, 2018 (the Original Schedule 13D , and, together with this Amendment No. 5, the Schedule 13D).

This Amendment No. 5 is filed in connection Fairfax Financial Holdings Limited transferring a portion of its holdings of Common Shares of Seaspan Corporation among certain of its affiliates.

The following amendments to Items 2, 5 and 7 of the Original Schedule 13D are hereby made:

Item 2. Identity and Background.

Item 2 of the Original Schedule 13D is hereby amended and restated in its entirety to read as follows:

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 M5J 2N7;

2. The One One Zero Nine Holdco Limited (Holdco), a corporation incorporated under the laws of Ontario, is controlled by V. Prem Watsa. The principal business of Holdco is as an investment holding company. The principal business address and principal office address of Holdco is 95 Wellington Street West, Suite 800, Toronto, Ontario 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 address and principal office address of Sixty Two is 1600 Cathedral Place, 925 West Georgia St., Vancouver, British Columbia V6C 3L2;
4. 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 holding company. The principal business address and principal office address of Fairfax is 95 Wellington Street West, Suite 800, Toronto, Ontario M5J 2N7;
5. FFHL Group Ltd. (FFHL), a corporation incorporated under the laws of Canada, is a holding company. The principal business address and principal office address of FFHL is 95 Wellington Street West, Suite 800, Toronto, Ontario, Canada, M5J 2N7;
6. Fairfax (Barbados) International Corp. (Fairfax Barbados), a corporation incorporated under the laws of Barbados, is an investment holding company. The principal business address and principal office of Fairfax Barbados is #12 Pine Commercial, The Pine, St. Michael, BB11103, Barbados;
7. Wentworth Insurance Company Ltd. (Wentworth), a corporation incorporated under the laws of Barbados, is a reinsurance company. The principal business address and principal office of Wentworth is #12 Pine Commercial, The Pine, St. Michael, BB11103, Barbados;
8. The Sixty Three Foundation (Sixty Three), a non-profit corporation incorporated under the laws of Canada, is a registered charity. The principal business address and principal office of Sixty Three is 95 Wellington Street West, Suite 800, Toronto, ON M5J 2N7;
9. Hamblin Watsa Investment Counsel Ltd. (HWIC), a corporation incorporated under the laws of Canada, is an investment counsel. The principal business address and principal office of HWIC is 95 Wellington Street West, Suite 802, Toronto, ON M5J 2N7;
10. Fairfax (US) Inc. (Fairfax US), a corporation incorporated under the laws of Delaware, is a holding company. The principal business address and principal office address of Fairfax US is 2850 Lake Vista Drive, Suite 150, Lewisville, Texas 75067;

11. Odyssey US Holdings Inc. (Odyssey), a corporation incorporated under the laws of Delaware, is a holding company. The principal business address and principal office address of Odyssey is 1209 Orange Street, Wilmington, Delaware, 19801;

12. Odyssey Group Holdings, Inc. (formerly Odyssey Re Holdings Corp.) (Odyssey Group), a corporation incorporated under the laws of Delaware, is a holding company. The principal business address and principal office address of Odyssey Group is 300 First Stamford Place, Stamford, Connecticut 06902;

13. Odyssey Reinsurance Company (Odyssey Reinsurance), a corporation incorporated under the laws of Connecticut, is a reinsurance company. The principal business address and principal office address of Odyssey Reinsurance is 300 First Stamford Place, Stamford, Connecticut 06902;
14. 1102952 B.C. Unlimited Liability Company (1102952), a corporation incorporated under the laws of British Columbia, is a holding company. The principal business address and principal office address of 1102952 is 1600-925 West Georgia Street, Vancouver, British Columbia, V6C 3L2;
15. Fairfax Financial Holdings (Switzerland) GmbH (FFHS), a corporation incorporated under the laws of Switzerland, is a holding company. The principal business address and principal office address of FFHS is Gubelstrasse 24, 6300, Zug, Switzerland;
16. Allied World Assurance Company Holdings, GmbH (Allied Holdings GmbH), a limited liability company incorporated under the laws of Switzerland, is a holding company. The principal business address and principal office address of Allied Holdings GmbH is Park Tower, 15th Floor, Gubelstrasse 24, 6300, Zug, Switzerland;
17. Allied World Assurance Company Holdings, Ltd (Allied Holdings Ltd), a corporation incorporated under the laws of Bermuda, is a holding company. The principal business address and principal office address of Allied Holdings Ltd is 27 Richmond Road, Pembroke HM 08, Bermuda;
18. Allied World Assurance Company, Ltd (Allied Assurance), a corporation incorporated under the laws of Bermuda, is an insurance company. The principal business address and principal office address of Allied Assurance is 27 Richmond Road, Pembroke HM 08, Bermuda;
19. Allied World Assurance Holdings (Ireland) Ltd (Allied Ireland), a corporation incorporated under the laws of Bermuda, is a holding company. The principal business address and principal office address of Allied Ireland is 27 Richmond Road, Pembroke HM 08, Bermuda;
20. Allied World Assurance Holdings (U.S.) Inc. (Allied U.S.), a corporation incorporated under the laws of Delaware, is a holding company. The principal business address and principal office address of Allied U.S. is 1209 Orange Street, Wilmington, Delaware, 19801;
21. Allied World Insurance Company (Allied Insurance), a corporation incorporated under the laws of New Hampshire, is an insurance company. The principal business address and principal office address of Allied Insurance

is 10 Ferry Street, Suite 313, Concord, New Hampshire, 03301;

22. AW Underwriters Inc. (AW), a corporation incorporated under the laws of Delaware, is an insurance agency. The principal business address and principal office address of AW is 251 Little Falls Drive, Wilmington, Delaware, 19808;
23. Allied World Specialty Insurance Company (Allied Specialty), a corporation incorporated under the laws of Delaware, is an insurance company. The principal business address and principal office address of Allied Specialty is 251 Little Falls Drive, Wilmington, Delaware, 19808;
24. Crum & Forster Holdings Corp. (Crum & Forster), a corporation incorporated under the laws of Delaware, is a holding company. The principal business address and principal office address of Crum & Forster is 305 Madison Avenue, Morristown, New Jersey 07962;
25. United States Fire Insurance Company (US Fire), a corporation incorporated under the laws of Delaware, is an insurance company. The principal business address and principal office address of US Fire is 1209 Orange Street, Wilmington, Delaware, 19801;
26. Zenith National Insurance Corp. (ZNIC), a corporation incorporated under the laws of Delaware, is a holding company. The principal business address and principal office address of ZNIC is 21255 Califa Street, Woodland Hills, California 91367-5021;
27. Zenith Insurance Company (Zenith), a corporation incorporated under the laws of California, is a workers compensation insurance company. The principal business address and principal office address of Zenith is 21255 Califa Street, Woodland Hills, California 91367-5021;
28. RiverStone Holdings Limited (RiverStone Holdings), a company incorporated under the laws of the United Kingdom, is a holding company. The principal business address and principal office address of RiverStone Holdings is 161-163 Preston Road, Brighton, East Sussex, BN1 6AU, England;
29. RiverStone Insurance (UK) Limited (RiverStone), a company incorporated under the laws of the United Kingdom, is an insurance and reinsurance company. The principal business address and principal office address of RiverStone is 161-163 Preston Road, Brighton, East Sussex, BN1 6AU, England;
30. Brit Limited (Brit), a company incorporated under the laws of England and Wales, is a holding company. The principal business address and principal office address of Brit is The Leadenhall Building, 122 Leadenhall Street,

London EC3V 4AB, United Kingdom;

31. Brit Insurance Holdings Limited (Brit Insurance) a company incorporated under the laws of England and Wales, is a holding company. The principal business address and principal office address of Brit Insurance is The Leadenhall Building, 122 Leadenhall Street, London EC3V 4AB, United Kingdom;

32. Brit Reinsurance (Bermuda) Limited (Brit Reinsurance), a corporation incorporated under the laws of Bermuda, is a reinsurance company. The principal business address and principal office address of Brit Reinsurance is Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda;

33. Brit UW Limited (Brit UW), a corporation incorporated under the laws of England and Wales, is a Lloyd's Corporate Member. The principal business address and principal office address of Brit UW is The Leadenhall Building, 122 Leadenhall Street, London, EC3V 4AB, United Kingdom; and

34. TIG Insurance Company (TIG), a corporation incorporated under the laws of California, is a property/casualty insurance company. The principal business and principal office address of TIG is 250 Commercial Street, Suite 5000, Manchester, New Hampshire 03101.

Neither the filing of this Schedule 13D nor the information contained herein shall be deemed to constitute an affirmation by V. Prem Watsa, Holdco, Sixty Two, Fairfax, FFHL, Fairfax Barbados, Wentworth, Sixty Three, HWIC, Fairfax US, Odyssey, Odyssey Group, Odyssey Reinsurance, 1102952, FFHS, Allied Holdings GmbH, Allied Holdings Ltd, Allied Assurance, Allied Ireland, Allied U.S., Allied Insurance, AW, Allied Specialty, Crum & Forster, US Fire, ZNIC, Zenith, RiverStone Holdings, RiverStone, Brit, Brit Insurance, Brit Reinsurance, Brit UW or TIG that it is the beneficial owner of the Common 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, Q, R, S, T, U, V, W, X, Y, Z, AA, BB, CC, DD, EE, FF and GG as the case may be, and such Annexes are incorporated herein by reference.

Pursuant to Rule 13d-1(k) under the Exchange Act, the Reporting Persons have agreed to file jointly one statement with respect to their ownership of the Common 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 5. Interest in Securities of the Issuer.

Item 5 of the Original Schedule 13D is hereby amended and restated in its entirety to read as follows:

(a) Based on the most recent information available, the aggregate number and percentage of Common 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 Common 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.

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

| | |
|----------------|--------|
| Mark Bannister | 783 |
| Lawrence Chin | 14,667 |

(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, Q, R, S, T, U, V, W, X, Y, Z, AA, BB, CC, DD, EE, FF and GG beneficially owns, or has acquired or disposed of, any Common Shares during the last 60 days.

(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 Common Shares held by the Reporting Persons other than each of the Reporting Persons.

(e) Not applicable.

Item 7. Material to Be Filed as Exhibits.

Item 7 of the Original Schedule 13D is hereby amended and supplemented by the addition of the following exhibits:

Ex. 1.1: Members of filing group

Ex. 2.1: Joint filing agreement dated as of December 21, 2018 among V. Prem Watsa, The One One Zero Nine Holdco Limited, The Sixty Two Investment Company Limited, Fairfax Financial Holdings Limited,

FFHL Group Ltd., Fairfax (Barbados) International Corp., Wentworth Insurance Company Ltd., The Sixty Three Foundation, Hamblin Watsa Investment Counsel Ltd., Fairfax (US) Inc., Odyssey US Holdings Inc, Odyssey Group Holdings, Inc., Odyssey Reinsurance Company, 1102952 B.C. Unlimited Liability Company, Fairfax Financial Holdings (Switzerland) GmbH, Allied World Assurance Company Holdings, GmbH, Allied World Assurance Company Holdings, Ltd, Allied World

Assurance Company, Ltd, Allied World Assurance Holdings (Ireland) Ltd, Allied World Assurance Holdings (U.S.) Inc., Allied World Insurance Company, AW Underwriters Inc., Allied World Specialty Insurance Company, Crum & Forster Holdings Corp., United States Fire Insurance Company, Zenith National Insurance Corp., Zenith Insurance Company, RiverStone Holdings Limited, RiverStone Insurance (UK) Limited, Brit Limited, Brit Insurance Holdings Limited, Brit Reinsurance (Bermuda) Limited, Brit UW Limited and TIG Insurance Company

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: December 21, 2018

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: December 21, 2018

The One One Zero Nine Holdco 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: December 21, 2018

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: December 21, 2018

Fairfax Financial Holdings Limited

By: /s/ Paul Rivett
Name: Paul Rivett
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: December 21, 2018

FFHL Group Ltd.

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Director

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: December 21, 2018

Fairfax (Barbados) International Corp.

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

Wentworth Insurance Company Ltd.

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

The Sixty Three Foundation

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

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: December 21, 2018

Hamblin Watsa Investment Counsel Ltd.

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Managing Director

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: December 21, 2018

Fairfax (US) Inc.

| | |
|--------|--|
| By: | /s/ Paul Rivett |
| Name: | Paul Rivett |
| Title: | Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D |

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: December 21, 2018

Odyssey US Holdings Inc.

| | |
|--------|--|
| By: | /s/ Paul Rivett |
| Name: | Paul Rivett |
| Title: | Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D |

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: December 21, 2018

Odyssey Group Holdings, Inc.

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

Odyssey Reinsurance Company

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

1102952 B.C. Unlimited Liability Company

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

Fairfax Financial Holdings (Switzerland) GmbH

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

Allied World Assurance Company Holdings, GmbH

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

Allied World Assurance Company Holdings, Ltd

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

Allied World Assurance Company, Ltd

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

Allied World Assurance Holdings (U.S.) Inc.

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

Allied World Insurance Company

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

AW Underwriters Inc.

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

Allied World Specialty Insurance Company

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

Crum & Forster Holdings Corp.

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

United States Fire Insurance Company

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

Zenith National Insurance Corp.

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

Zenith Insurance Company

By: /s/ Paul Rivett
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to this Schedule 13D

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: December 21, 2018

RiverStone Holdings Limited

By: /s/ Nicholas C. Bentley
Name: Nicholas C. Bentley
Title: Chairman of the Board 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: December 21, 2018

RiverStone Insurance (UK) Limited

By: /s/ Nicholas C. Bentley
Name: Nicholas C. Bentley
Title: Director

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: December 21, 2018

Brit Limited

By: /s/ Matthew Wilson
Name: Matthew Wilson
Title: Group Chief Executive Officer and Director

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: December 21, 2018

Brit Insurance Holdings Limited

By: /s/ Mark Allan
Name: Mark Allan
Title: Chief Financial Officer and Director

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: December 21, 2018

Brit Reinsurance (Bermuda) Limited

By: /s/ Karl Grieves
Name: Karl Grieves
Title: Director

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: December 21, 2018

Brit UW Limited

| | |
|--------|------------------|
| By: | /s/ Stuart Dawes |
| Name: | Stuart Dawes |
| Title: | Director |

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: December 21, 2018

TIG Insurance Company

By: */s/ Paul Rivett*
Name: Paul Rivett
Title: Attorney-in-Fact pursuant to Power of Attorney attached to
this Schedule 13D

Annex Index

| Annex | Description |
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| A | Directors and Executive Officers of The One One Zero Nine Holdco Limited |
| B | Directors and Executive Officers of The Sixty Two Investment Company Limited |
| C | Directors and Executive Officers of Fairfax Financial Holdings Limited |
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| E | Directors and Executive Officers of Fairfax (Barbados) International Corp. |
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| I | Directors and Executive Officers of Fairfax (US) Inc. |
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| N | Directors and Executive Officers of Fairfax Financial Holdings (Switzerland) GmbH |
| O | Directors and Executive Officers of Allied World Assurance Company Holdings, GmbH |
| P | Directors and Executive Officers of Allied World Assurance Company Holdings, Ltd |
| Q | Directors and Executive Officers of Allied World Assurance Company, Ltd |
| R | Directors and Executive Officers of Allied World Assurance Holdings (Ireland) Ltd |
| S | Directors and Executive Officers of Allied World Assurance Holdings (U.S.) Inc. |

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| Annex | Description |
|--------------|--|
| T | Directors and Executive Officers of Allied World Insurance Company |
| U | Directors and Executive Officers of AW Underwriters Inc. |
| V | Directors and Executive Officers of Allied World Specialty Insurance Company |
| W | Directors and Executive Officers of Crum & Forster Holdings Corp. |
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| AA | Directors and Executive Officers of RiverStone Holdings Limited |
| BB | Directors and Executive Officers of RiverStone Insurance (UK) Limited |
| CC | Directors and Executive Officers of Brit Limited |
| DD | Directors and Executive Officers of Brit Insurance Holdings Limited |
| EE | Directors and Executive Officers of Brit Reinsurance (Bermuda) Limited |
| FF | Directors and Executive Officers of Brit UW Limited |
| GG | Directors and Executive Officers of TIG Insurance Company |

**DIRECTORS AND EXECUTIVE OFFICERS OF
THE ONE ONE ZERO NINE HOLDCO LIMITED**

The following table sets forth certain information with respect to the directors and executive officers of The One One Zero Nine Holdco 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 (President and Director) | Chairman and Chief Executive Officer, Fairfax Financial Holdings Limited 95 Wellington Street West Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Eric P. Salsberg (Secretary) | Vice President, Corporate Affairs and Corporate Secretary, Fairfax Financial Holdings Limited 95 Wellington Street West Suite 800 Toronto, Ontario M5J 2N7 | Canada |

**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.

| 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 (President and Director) | Chairman and Chief Executive Officer, Fairfax Financial Holdings Limited 95 Wellington Street West Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Eric P. Salsberg (Secretary and Director) | Vice President, Corporate Affairs and Corporate Secretary, Fairfax Financial Holdings Limited 95 Wellington Street West Suite 800 Toronto, Ontario M5J 2N7 | Canada |

**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 | Canada |
| Anthony F. Griffiths (Director) | Independent Business Consultant, Toronto, Ontario, Canada | Canada |
| Robert J. Gunn (Director) | Independent Business Consultant, Toronto, Ontario, Canada | Canada |
| Alan D. Horn (Director) | President and Chief Executive Officer, Rogers Telecommunications Limited 333 Bloor Street East Toronto, Ontario, M4W 1G9 | Canada |
| Karen L. Jurjevich (Director) | Principal, Branksome Hall and CEO and Principal, Branksome Hall Global 10 Elm Avenue Toronto, Ontario M4W 1N4 | Canada |
| John R. V. Palmer (Director) | Chairman, Toronto Leadership Centre 65 Queen Street West, Suite 1240 Toronto, ON M5H 2M5 | 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 |
|--|--|---------------|
| Timothy R. Price (Director) | Chairman of Brookfield Funds, Brookfield Asset Management Inc. c/o Eder Financial Group 51 Yonge Street, Suite 400 Toronto, ON M5E 1J1 | Canada |
| Brandon W. Sweitzer (Director) | Dean, School of Risk Management, Insurance and Actuarial Science St. John's University 101 Murray Street, Suite 438 New York, New York 10007-2165 | United States |
| Lauren C. Templeton (Director) | Founder and President, Templeton and Phillips Capital Management, LLC 810 Scenic Highway Lookout Mountain, TN, USA 37350 | United States |
| Benjamin P. Watsa (Director) | Founder and President, Marval Capital Ltd. 77 King Street West, Suite 4545 Toronto, Ontario M5K 1K2 | Canada |
| Christine N. McLean (Director) | Director of Research, Sprucegrove Investment Management 181 University Ave, Suite 1300 Toronto, Ontario M5H 3M7 | Canada |
| John Varnell (Vice President, Corporate Development) | Vice President, Corporate Development, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Eric P. Salsberg (Vice President, Corporate Affairs and Corporate Secretary) | Vice President, Corporate Affairs and Corporate Secretary, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | 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 |
|--|--|-------------|
| Paul Rivett (President) | President, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Bradley P. Martin (Vice President, Strategic Investments) | Vice President, Strategic Investments, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Jennifer Allen (Vice President) | Vice President Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| David Bonham (Vice President and Chief Financial Officer) | Vice President and Chief Financial Officer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Peter Clarke (Vice President and Chief Risk Officer) | Vice President and Chief Risk Officer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Jean Cloutier (Vice President, International Operations) | Vice President, International Operations, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Ronald Schokking (Vice President and Treasurer) | Vice President and Treasurer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Vinodh Loganadhan (Vice President, Administrative Services) | Vice President, Administrative Services, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |

**DIRECTORS AND EXECUTIVE OFFICERS OF
FFHL GROUP LTD.**

The following table sets forth certain information with respect to the directors and executive officers of FFHL Group Ltd.

| 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 (President and Chief Executive Officer and Director) | Chairman and Chief Executive Officer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Eric P. Salsberg (Vice President and Director) | Vice President, Corporate Affairs and Corporate Secretary, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Paul Rivett (Director) | President, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Bradley P. Martin (Vice President and Secretary) | Vice President, Strategic Investments, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Ronald Schokking (Vice President and Director) | Vice President and Treasurer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |

**DIRECTORS AND EXECUTIVE OFFICERS OF
FAIRFAX (BARBADOS) INTERNATIONAL CORP.**

The following table sets forth certain information with respect to the directors and executive officers of Fairfax (Barbados) International Corp.

| 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 |
|-------------------------------------|--|-------------|
| Lisl Lewis (Director) | Director, Wentworth Insurance Company Ltd. Pine Commercial Centre #12 Pine Commercial The Pine, St. Michael Barbados BB11103 | Barbados |
| Alistair Dent (Director) | Director, Wentworth Insurance Company Ltd. Pine Commercial Centre #12 Pine Commercial The Pine, St. Michael Barbados BB11103 | British |
| Ronald Schokking (Chairman) | Vice President and Treasurer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario, M5J 2N7 | Canada |
| Jean Cloutier (Director) | Vice President, International Operations Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario, M5J 2N7 | Canada |
| William Peter Douglas (Director) | Director, Wentworth Insurance Company Ltd. Pine Commercial Centre #12 Pine Commercial The Pine, St. Michael Barbados BB11103 | Barbados |

| 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 |
|---|--|---------------|
| Simon P.G. Lee (Director) | Director, Wentworth Insurance Company Ltd. Pine Commercial Centre #12 Pine Commercial The Pine, St. Michael Barbados BB11103 | British |
| Janice Burke (Vice President and General Manager) | Vice President and General Manager, Wentworth Insurance Company Ltd. Pine Commercial Centre #12 Pine Commercial The Pine, St. Michael Barbados BB11103 | United States |
| Paula Alleyne (Senior Manager, Treasury & Financial Reporting) | Vice President and General Manager, Wentworth Insurance Company Ltd. Pine Commercial Centre #12 Pine Commercial The Pine, St. Michael Barbados BB11103 | Barbados |
| Niall Tully (Vice President and Chief Financial Officer) | ffh Management Services First Floor 25-28 Adelaide Road Dublin 2 Ireland | Ireland |
| Paul Mulvin (Vice President) | ffh Management Services First Floor 25-28 Adelaide Road Dublin 2 Ireland | Ireland |

**DIRECTORS AND EXECUTIVE OFFICERS OF
WENTWORTH INSURANCE COMPANY LTD.**

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

| 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 |
|--------------------------------|--|-------------|
| Lisl Lewis (Director) | Director, Wentworth Insurance Company Ltd. Pine Commercial Centre #12 Pine Commercial The Pine, St. Michael Barbados BB11103 | Barbados |
| Alistair Dent (Director) | Director, Wentworth Insurance Company Ltd. Pine Commercial Centre #12 Pine Commercial The Pine, St. Michael Barbados BB11103 | British |
| Ronald Schokking (Chairman) | Vice President and Treasurer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario, M5J 2N7 | Canada |
| Jean Cloutier (Director) | Vice President, International Operations Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario, M5J 2N7 | 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 |
|---|--|---------------|
| William Peter Douglas (Director) | Director, Wentworth Insurance Company Ltd. Pine Commercial Centre #12 Pine Commercial The Pine, St. Michael Barbados BB11103 | Barbados |
| Janice Burke (Vice President and General Manager) | Vice President and General Manager, Wentworth Insurance Company Ltd. Pine Commercial Centre #12 Pine Commercial The Pine, St. Michael Barbados BB11103 | United States |
| Paula Alleyne (Senior Manager, Treasury & Financial Reporting) | Vice President and General Manager, Wentworth Insurance Company Ltd. Pine Commercial Centre #12 Pine Commercial The Pine, St. Michael Barbados BB11103 | Barbados |
| Sammy S.Y. Chan (Vice President) | Fairfax Asia Limited 41/F Hopewell Centre 183 Queen s Road East Room 411, Wanchai Hong Kong | Canada |
| Niall Tully (Vice President and Chief Financial Officer) | ffh Management Services First Floor 25-28 Adelaide Road Dublin 2 Ireland | Ireland |
| Paul Mulvin (Vice President) | ffh Management Services First Floor 25-28 Adelaide Road Dublin 2 Ireland | Ireland |

DIRECTORS AND EXECUTIVE OFFICERS OF THE SIXTY THREE FOUNDATION

The following table sets forth certain information with respect to the directors and executive officers of The Sixty Three Foundation.

| 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 (Director) | Chairman and Chief Executive Officer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Eric Salsberg (Director) | Vice President, Corporate Affairs and Corporate Secretary, Fairfax Financial Holdings Limited 95 Wellington Street West Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Anthony Griffiths (Director) | Independent Business Consultant, Toronto, Ontario, Canada | Canada |
| Ronald Schokking (Treasurer) | Vice President and Treasurer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario, M5J 2N7 | Canada |

DIRECTORS AND EXECUTIVE OFFICERS OF HAMBLIN WATSA INVESTMENT COUNSEL LTD.

The following table sets forth certain information with respect to the directors and executive officers of Hamblin Watsa Investment Counsel Ltd.

| 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 (Vice President and Director) | Chairman and Chief Executive Officer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800, Toronto, Ontario M5J 2N7 | Canada |
| Roger Lace (Director and Chairman) | Director and Chairman, Hamblin Watsa Investment Counsel Ltd. 95 Wellington Street West, Suite 802, Toronto, Ontario M5J 2N7 | Canada |
| Paul Rivett (Vice President and Managing Director) | President, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Paul Blake (Vice President, Equity Trading) | Vice President, Equity Trading, Hamblin Watsa Investment Counsel Ltd. 95 Wellington Street West, Suite 802 Toronto, Ontario M5J 2N7 | Canada |
| David Bonham (Treasurer and Chief Financial Officer) | Vice President and Chief Financial Officer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | 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 |
|---|--|-------------|
| F. Brian Bradstreet (Managing Director, Fixed Income) | Managing Director, Fixed Income, Hamblin Watsa Investment Counsel Ltd. 95 Wellington Street West, Suite 802 Toronto, Ontario M5J 2N7 | Canada |
| Wade Burton (President and Chief Investment Officer) | President and Chief Investment Officer, Hamblin Watsa Investment Counsel Ltd. 95 Wellington Street West, Suite 802 Toronto, Ontario M5J 2N7 | Canada |
| Lawrence Chin (Vice President and Chief Operating Officer) | Vice President and Chief Operating Officer, Hamblin Watsa Investment Counsel Ltd. 95 Wellington Street West, Suite 802, Toronto, Ontario M5J 2N7 | Canada |
| Peter Clarke (Vice President and Chief Risk Officer) | Vice President and Chief Risk Officer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7 | Canada |
| Peter Furlan (Vice President and Chief Research Officer) | Vice President and Chief Research Officer, Hamblin Watsa Investment Counsel Ltd. 95 Wellington Street West, Suite 802, Toronto, Ontario M5J 2N7 | |