

WATSA V PREM ET AL
Form 4
April 19, 2012

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
FAIRFAX FINANCIAL HOLDINGS LTD/ CAN

(Last) (First) (Middle)

95 WELLINGTON STREET WEST, SUITE 800

(Street)

TORONTO, A6 M5J 2N7

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AbitibiBowater Inc. [ABH]

3. Date of Earliest Transaction (Month/Day/Year)
04/17/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) Price | | | |
| Common Stock, \$0.001 par value ("Common Shares") | 04/17/2012 | | J ⁽¹⁾ | 955,038 A \$ 0 ⁽¹⁾ | 18,460,789 | I | See Footnotes ⁽²⁾ |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| FAIRFAX FINANCIAL HOLDINGS LTD/ CAN 95 WELLINGTON STREET WEST SUITE 800 TORONTO, A6 M5J 2N7 | | X | | |
| WATSA V PREM ET AL 95 WELLINGTON STREET WEST SUITE 800 TORONTO, A6 M5J 2N7 | | X | | |
| 1109519 ONTARIO LTD 95 WELLINGTON STREET WEST SUITE 800 TORONTO, A6 M5J 2N7 | | X | | |
| SIXTY TWO INVESTMENT CO LTD 1600 CATHEDRAL PLACE 925 WEST GEORGIA ST. VANCOUVER, A1 V6C 3L3 | | X | | |
| 810679 ONTARIO LTD 95 WELLINGTON STREET WEST SUITE 800 TORONTO, A6 M5J 2N7 | | X | | |
| Federated Insurance CO of Canada 717 PORTAGE AVENUE WINNIPEG, A2 R3C 3C9 | | X | | |
| LOMBARD GENERAL INSURANCE CO OF CANADA | | X | | |

105 ADELAIDE STREET WEST
3RD FLOOR
TORONTO, A6 M5H 1P9

Lombard Insurance CO
105 ADELAIDE STREET WEST
3RD FLOOR
TORONTO, A6 M5H 1P9

X

COMMONWEALTH INSURANCE CO
595 BURRARD STREET
SUITE 1500, BOX 49115 BENTALL TOWER III
VANCOUVER, A1 V7X 1G4

X

MARKEL INSURANCE CO OF CANADA
55 UNIVERSITY AVENUE
SUITE 1500
TORONTO, A6 M5J 2H7

X

Signatures

/s/ V. Prem Watsa, Chairman & Chief Executive Officer 04/19/2012

__Signature of Reporting Person Date

/s/ V. Prem Watsa 04/19/2012

__Signature of Reporting Person Date

/s/ V. Prem Watsa, President 04/19/2012

__Signature of Reporting Person Date

/s/ V. Prem Watsa, President 04/19/2012

__Signature of Reporting Person Date

/s/ V. Prem Watsa, President 04/19/2012

__Signature of Reporting Person Date

/s/ Craig Pinnock, Chief Financial Officer 04/19/2012

__Signature of Reporting Person Date

/s/ Craig Pinnock, Chief Financial Officer 04/19/2012

__Signature of Reporting Person Date

/s/ Craig Pinnock, Chief Financial Officer 04/19/2012

__Signature of Reporting Person Date

/s/ Craig Pinnock, Chief Financial Officer 04/19/2012

__Signature of Reporting Person Date

/s/ Craig Pinnock, Chief Financial Officer 04/19/2012

__Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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- (1) In connection with the completion of the take-over bid by AbitibiBowater Inc. ("AbitibiBowater") to acquire all of the issued and outstanding shares of Fibrek Inc. ("Fibrek"), the Reporting Persons, as shareholders of Fibrek, received 0.0284 Common Shares (plus Cdn\$0.55 in cash) as consideration per Fibrek common share, for an aggregate total of 955,041 Common Shares.

- (2) The Common Shares are held by Fairfax Financial Holdings Limited ("Fairfax"), certain of its subsidiaries and the pension plans of certain subsidiaries of Fairfax, including, following the transactions reported herein, 698,435 Common Shares held by Northbridge Commercial Insurance Corporation, 432,498 Common Shares held by Northbridge Indemnity Insurance Corporation, 175,253 Common Shares held by Federated Insurance Company of Canada, 1,253,325 Common Shares held by Northbridge General Insurance Corporation, 344,477 Northbridge Personal Insurance Corporation, 1,749,215 Common Shares held by TIG Insurance Company, 5,630,638 Common Shares held by Odyssey Reinsurance Company and 744,431 Common Shares held by United States Fire Insurance Company.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.