

Seaspan CORP  
Form SC 13D/A  
July 18, 2018

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

**SCHEDULE 13D/A**

(Amendment No. 3)

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)

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

- 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 16, 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.

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) <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 CANADIAN
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 <input type="radio"/>
13	Percent of Class Represented by Amount in Row (11) 32.2%
14	Type of Reporting Person IN

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 ONE ONE ZERO NINE HOLDCO 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 ONTARIO
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 <input type="radio"/>
13	Percent of Class Represented by Amount in Row (11) 32.2%
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) 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) 31.8%
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 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) 31.8%
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) FFHL GROUP 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 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 <input type="radio"/>
13	Percent of Class Represented by Amount in Row (11) 19.6%
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 (BARBADOS) INTERNATIONAL 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 BARBADOS
Number of Shares Beneficially Owned by Each Reporting Person With	7            Sole Voting Power 0
	8            Shared Voting Power 26,061,140
	9            Sole Dispositive Power 0
	10           Shared Dispositive Power 26,061,140
11	Aggregate Amount Beneficially Owned by Each Reporting Person 26,061,140
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) 13.1%
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) 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 26,061,140
9	Sole Dispositive Power 0
10	Shared Dispositive Power 26,061,140
11	Aggregate Amount Beneficially Owned by Each Reporting Person 26,061,140
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) 13.1%
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) 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) 0.12%
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) 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) 6.3%
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 9,661,355
9	Sole Dispositive Power 0
10	Shared Dispositive Power 9,661,355
11	Aggregate Amount Beneficially Owned by Each Reporting Person 9,661,355
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) 4.8%
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) 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) 3.7%
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 RE 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 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) 3.7%
14	Type of Reporting Person CO

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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)  o  
(b)  x
- 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).  o
- 6 Citizenship or Place of Organization  
CONNECTICUT
- |   |    |                          |
|---|----|--------------------------|
|   | 7  | Sole Voting Power        |
|   |    | 0                        |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 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  o
- 13 Percent of Class Represented by Amount in Row (11)  
3.7%
- 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) 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) 6.0%
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) 6.0%
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) <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) 6.0%
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, 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) 6.0%
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) 6.0%
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) 3.0%
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) <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 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) 3.0%
14	Type of Reporting Person CO

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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) 3.0%
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) 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) 1.2%
14	Type of Reporting Person CO

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With



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) 1.2%
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) 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) 0.7%
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) 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) 0.7%
14	Type of Reporting Person IC

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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)  o  
(b)  x
- 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).  o
- 6 Citizenship or Place of Organization  
DELAWARE
- |   |    |                                     |
|---|----|-------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 7  | Sole Voting Power<br>0              |
|   | 8  | Shared Voting Power<br>796,813      |
|   | 9  | Sole Dispositive Power<br>0         |
|   | 10 | Shared Dispositive Power<br>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  o
- 13 Percent of Class Represented by Amount in Row (11)  
0.4%
- 14 Type of Reporting Person  
CO

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) 0.4%
14	Type of Reporting Person IC

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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) 0.6%
14	Type of Reporting Person CO

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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) 0.6%
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) 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 1,992,032
9	Sole Dispositive Power 0
10	Shared Dispositive Power 1,992,032
11	Aggregate Amount Beneficially Owned by Each Reporting Person 1,992,032
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) 1.0%
14	Type of Reporting Person CO

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With



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 1,992,032
9	Sole Dispositive Power 0
10	Shared Dispositive Power 1,992,032
11	Aggregate Amount Beneficially Owned by Each Reporting Person 1,992,032
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) 1.0%
14	Type of Reporting Person CO

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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 1,992,032
9	Sole Dispositive Power 0
10	Shared Dispositive Power 1,992,032
11	Aggregate Amount Beneficially Owned by Each Reporting Person 1,992,032
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) 1.0%
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. 3 to Schedule 13D (this Amendment No. 3 ) 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 and as further amended by Amendment No. 2 to Schedule 13D filed with the SEC on June 1, 2018 (the Original Schedule 13D ), and, together with this Amendment No. 3, the Schedule 13D ).

This Amendment No. 3 is filed in connection with (1) Fairfax Financial Holdings Limited, through certain affiliates (collectively, Fairfax ) exercising its warrants to purchase 38,461,539 Class A Common Shares ( Common Shares ) of Seaspan Corporation ( Seaspan ) that were issued to it in February 2018 and (2) Seaspan issuing warrants to acquire 25,000,000 Common Shares to Fairfax on July 16, 2018 in consideration for such exercise.

The following amendments to Items 2, 5, 6 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; and
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 Re Holdings Corp. ( Odyssey Re ), a corporation incorporated under the laws of Delaware, is a holding company. The principal business address and principal office address of Odyssey Re 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, 15<sup>th</sup> 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.

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 Re, 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 or Brit Reinsurance 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 and EE 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 person beneficially owns the following amount of Common Shares and has shared voting power and shared dispositive power with respect to such Common Shares:

Michael G. Wacek	2,000
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To the best knowledge of the Reporting Persons, the following person beneficially owns the following amount of Common Shares and has sole voting power and sole dispositive power with respect to such Common Shares:

Mark Bannister	783
Lawrence Chin	14,067

(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 and EE beneficially owns, or has acquired or disposed of, any Common Shares during the last 60 days.

Mark Bannister beneficially owns, directly or indirectly, 783 Common Shares, all of which he acquired on May 22, 2018 in the open market through a TD Waterhouse Individual Savings Account, at a price of \$8.62 per Common Share, for a total of \$6,479.46.

(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 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.**

Item 6 of the Original Schedule 13D is hereby amended and supplemented by the addition of the following:

On July 16, 2018, Fairfax exercised the warrants that were issued to it by Seaspan in February 2018 (the Warrants ) to purchase 38,461,539 Class A common shares of Seaspan ( Common Shares ) at an exercise price of \$6.50 per share,

pursuant to a definitive agreement (the Agreement ) between Seaspan and Fairfax, dated May 31, 2018, as described in the Report of Foreign Private Issuer on Form 6-K filed by Seaspan on May 31, 2018 (the Form 6-K , with capitalized terms used below not defined herein having the meanings ascribed to them in the Form 6-K).

Pursuant to the Agreement and in consideration for such exercise of the Warrants by Fairfax, on July 16, 2018, Seaspan has issued to Fairfax warrants to acquire 25,000,000 Common Shares at an exercise price of \$8.05 per share (subject to adjustment).

***Warrant Agreement***

On July 16, 2018, Seaspan and Fairfax entered into a Warrant Agreement (the Warrant Agreement ) to establish the terms of the New Warrants to acquire 25,000,000 Common Shares of Seaspan. The Warrant Agreement provides that each New Warrant entitles the holder thereof to purchase one Common Share at an exercise price of \$8.05 per share (subject to adjustments as

provided in the Warrant Agreement), which New Warrants are exercisable at any time prior to July 16, 2025. Holders of the New Warrants may exercise the New Warrants by paying cash or through a cashless exercise. If Fairfax breaches its obligation under the Agreement to conclude the Second Tranche Warrant Exercise, one half of the New Warrants issued on July 16, 2018 will be cancelled.

At any time after July 16, 2022, Seaspan may require all holders of New Warrants to exercise their New Warrants, in whole or in part, if the fair market value of a Common Share, as determined in accordance with the Warrant Agreement, equals or exceeds two times the exercise price on the third trading day prior to the date on which Seaspan delivers notice of the required exercise. The number of Common Shares issuable upon exercise of the New Warrants is subject to certain anti-dilution adjustments for, among other things: splits or combinations of Common Shares; distributions on Common Shares paid in Common Shares, other securities, property or rights; dividends in excess of the current quarterly rate; a Company tender or exchange offer; issuances of Common Shares (or securities convertible into or exchangeable for Common Shares) in non-public offerings at a per Common Share price below a specified discount to the then Common Share fair market value; and similar transactions.

### ***Registration Rights Agreement***

On July 16, 2018, Seaspan and Fairfax entered into a registration rights agreement (the *Registration Rights Agreement* ). Under the Registration Rights Agreement, Seaspan agreed, on or prior to 75 days after July 16, 2018, to file a registration statement covering the resale of the Common Shares issuable upon exercise of the New Warrants (the *Registrable Securities* ).

The Registration Rights Agreement further provides Fairfax with the right to demand that Seaspan register the Registrable Securities in an underwritten offering, as well as the right to include the Registrable Securities in any underwritten offering of Common Shares initiated by Seaspan or any other shareholder, subject to customary exceptions and limitations.

Seaspan will be obligated to pay cash payments to the holders of New Warrants, as applicable, if, among other things, (a) it fails to comply with its obligations to register the Registrable Securities within the time period specified in the Registration Rights Agreement, or (b) the applicable registration statements cease to be effective or Seaspan suspends use of such registration statements by the holders of the New Warrants under certain circumstances and beyond permitted time periods. The Registration Rights Agreement provides that all registration expenses, including the reasonable fees and expenses of any counsel on behalf of the holders of the Registrable Securities, will be borne by Seaspan.

The foregoing descriptions of the Agreement, the Warrants, the Warrant Agreement and the Registration Rights Agreement do not purport to be complete and are qualified in their entirety by reference to the Agreement, Warrant Agreement and the Registration Rights Agreement.

**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 to the end thereof:

Ex. 1.1: Members of filing group

Ex. 2.1: Joint filing agreement dated as of July 17, 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 Re Holdings Corp., 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 and Brit Reinsurance (Bermuda) Limited

Ex. 4 Power of attorney, dated February 26, 2018

Ex. 5 Power of attorney, dated July 16, 2018



**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, 2018

V. Prem Watsa

/s/ V. Prem Watsa

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**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, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 2018

Odyssey Re 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 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: July 17, 2018

RiverStone Holdings Limited

By:

/s/ Nicholas C. Bentley  
Name: Nicholas C. Bentley  
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: July 17, 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: July 17, 2018

Brit 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: July 17, 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: July 17, 2018

Brit Reinsurance (Bermuda) Limited

By:	/s/ Mark Allan
Name:	Mark Allan
Title:	Director

**Annex Index**

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**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 Edper 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





**Present Principal Occupation or  
Employment and the Name, Principal  
Business and Address of any Corporation  
or other Organization in which such  
employment is conducted**

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, 95 Wellington Street West, Suite 802, Toronto, ON 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
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	Canada

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(President and Chief  
Investment Officer)

Hamblin Watsa Investment Counsel Ltd.

95 Wellington Street West, Suite 802

Toronto, Ontario M5J 2N7

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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
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, ON 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, ON M5J 2N7	Canada
Paul Ianni  (Vice President)	Vice President,  Hamblin Watsa Investment Counsel Ltd.  95 Wellington Street West, Suite 802, Toronto, ON M5J 2N7	Canada
Ian Kelly  (Managing Director, European Investments)	Managing Director, European Investments  Hamblin Watsa Investment Counsel Ltd.  95 Wellington Street West, Suite 802, Toronto, ON M5J 2N7	United Kingdom
Enza LaSelva  (Vice President, Fixed Income Trading)	Vice President, Fixed Income Trading,  Hamblin Watsa Investment Counsel Ltd.  95 Wellington Street West, Suite 802, Toronto, ON M5J 2N7	Canada
Nick Lim  (Vice President)	Vice President,  Hamblin Watsa Investment Counsel Ltd.  95 Wellington Street West, Suite 802, Toronto, ON M5J 2N7	Canada
Jamie Lowry	Managing Director, European Investments  Hamblin Watsa Investment Counsel Ltd.	Canada



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(Managing Director, European Investments)	95 Wellington Street West, Suite 802, Toronto, ON M5J 2N7	
Quinn McLean	Managing Director, Middle East and Africa,	Canada
(Managing Director, Middle East and Africa)	Hamblin Watsa Investment Counsel Ltd.  95 Wellington Street West, Suite 802, Toronto, ON M5J 2N7	

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
Sam Mitchell (Managing Director)	Managing Director, Hamblin Watsa Investment Counsel Ltd. 95 Wellington Street West, Suite 802, Toronto, ON M5J 2N7	United States
Chandran Ratnaswami (Managing Director, International Equities)	Managing Director, International Equities, Hamblin Watsa Investment Counsel Ltd. 95 Wellington Street West, Suite 802, Toronto, ON M5J 2N7	Canada
Yi Sang (Managing Director, Asia)	Managing Director, Asia, Hamblin Watsa Investment Counsel Ltd. 95 Wellington Street West, Suite 802, Toronto, ON M5J 2N7	Canada
Kleven Sava (Vice President, Fixed Income Trading)	Vice President, Fixed Income Trading, Hamblin Watsa Investment Counsel Ltd. 95 Wellington Street West, Suite 802, Toronto, ON M5J 2N7	Canada
Jeff Ware (Managing Director, Latin America)	Managing Director, Latin America, Hamblin Watsa Investment Counsel Ltd. 95 Wellington Street West, Suite 802, Toronto, ON M5J 2N7	Canada
Sherry Wilcox (Vice President and Chief Compliance Officer)	Senior Legal Counsel, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7	Canada

**DIRECTORS AND EXECUTIVE OFFICERS OF  
FAIRFAX (US) INC.**

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

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
Eric P. Salsberg (Chairman, 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
Ronald Schokking (Vice President and Assistant Secretary)	Vice President and Treasurer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7	Canada
Michael T. Bullen (President, Chief Executive Officer, Secretary and Director)	President, Chief Executive Officer, Secretary and Director Fairfax (US) Inc. 2850 Lake Vista Drive, Ste. 150 Lewisville, Texas 75067	United States
Sonja Lundy (Vice President, Treasurer and Director)	Vice President, Treasurer and Director Fairfax (US) Inc. 2850 Lake Vista Drive, Ste. 150 Lewisville, Texas 75067	United States

**DIRECTORS AND EXECUTIVE OFFICERS OF  
ODYSSEY US HOLDINGS INC.**

The following table sets forth certain information with respect to the directors and executive officers of Odyssey US Holdings Inc.

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, Corporate Secretary and Director)	Executive Vice President and Chief Risk Officer, Odyssey Re Holdings Corp. 300 First Stamford Place Stamford, Connecticut 06902	United States
Jan Christiansen  (Executive Vice President, Chief Financial Officer, Controller and Director)	Executive Vice President and Chief Financial Officer, Odyssey Re Holdings Corp. 300 First Stamford Place Stamford, Connecticut 06902	Denmark

**DIRECTORS AND EXECUTIVE OFFICERS OF  
ODYSSEY RE HOLDINGS CORP.**

The following table sets forth certain information with respect to the directors and executive officers of Odyssey Re Holdings 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
Brian D. Young (President, Chief Executive Officer and Director)	President and Chief Executive Officer, Odyssey Re Holdings Corp. 300 First Stamford Place Stamford, Connecticut 06902	United States
Michael G. Wacek (Executive Vice President and Chief Risk Officer)	Executive Vice President and Chief Risk Officer, Odyssey Re Holdings Corp. 300 First Stamford Place Stamford, Connecticut 06902	United States
Jan Christiansen (Executive Vice President and Chief Financial Officer)	Executive Vice President and Chief Financial Officer, Odyssey Re Holdings Corp. 300 First Stamford Place Stamford, Connecticut 06902	Denmark
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 Stamford, Connecticut 06902	United States
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

**Present Principal Occupation or  
Employment and the Name, Principal  
Business and Address of any Corporation  
or other Organization in which such  
employment is conducted**

Name		Citizenship
Paul Rivett (Director)	President, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7	Canada
David Bonham (Director)	Vice President and Chief Financial Officer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7	Canada
Peter Clarke (Director)	Vice President and Chief Risk Officer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7	Canada
Andrew A. Barnard (Chairman of the Board)	President and Chief Operating Officer, Fairfax Insurance Group 100 William Street, 5th Floor New York, New York 10038	United States

**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, President and Chief Executive Officer)	Chairman, President and Chief Executive Officer, Odyssey Re Holdings Corp. 300 First Stamford Place Stamford, Connecticut 06902	United States
Michael G. Wacek (Executive Vice President, Chief Risk Officer and Director)	Executive Vice President and Chief Risk Officer, 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
Elizabeth A. Sander (Executive Vice President and Chief Actuary)	Executive Vice President and Chief Actuary, Odyssey Reinsurance Company 300 First Stamford Place Stamford, Connecticut 06902	United States
Alane R. Carey (Executive Vice President)	Executive Vice President, Odyssey Reinsurance Company 300 First Stamford Place Stamford, Connecticut 06902	United States

**Present Principal Occupation or  
Employment and the Name, Principal  
Business and Address of any Corporation  
or other Organization in which such  
employment is conducted**

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
Isabelle Dubots-Lafitte (Executive Vice President)	Executive Vice President, Odyssey Reinsurance Company 300 First Stamford Place Stamford, Connecticut 06902	United States
Joseph A. Guardo (Executive Vice President)	Executive Vice President, Odyssey Reinsurance Company 300 First Stamford Place Stamford, Connecticut 06902	United States
Carl A. Overy (Executive Vice President)	Chief Executive Officer, London Market Division, Newline Underwriting Management Limited Corn Exchange, 55 Mark Lane, London EC3R 7NE England	United Kingdom
Lucien Pietropoli (Executive Vice President)	Chief Executive Officer, Asia Pacific Odyssey Reinsurance Company 300 First Stamford Place Stamford, Connecticut 06902	France
Brian D. Quinn (Executive Vice President)	Executive Vice President, Odyssey Reinsurance Company 300 First Stamford Place, Stamford, Connecticut 06902	United States
Philippe Mallier (Executive Vice President)	Executive Vice President, Odyssey Reinsurance Company 300 First Stamford Place Stamford, Connecticut 06902	France



**DIRECTORS AND EXECUTIVE OFFICERS OF  
1102952 B.C. UNLIMITED LIABILITY COMPANY**

The following table sets forth certain information with respect to the directors and executive officers of 1102952 B.C. Unlimited Liability 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
John Varnell (Director)	Vice President, Corporate Development, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7	Canada

**DIRECTORS AND EXECUTIVE OFFICERS OF  
FAIRFAX FINANCIAL HOLDINGS (SWITZERLAND) GMBH**

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

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
Scott Carmilani (Chairman of the Board of Managing Officers and President & Chief Executive Officer)	Chairman of the Board of Managing Officers and President & Chief Executive Officer Allied World Assurance Company Holdings, GmbH 800 Brickell Avenue, Suite 802 Miami, FL 33131	United States
John Bender (Managing Officer)	Managing Officer and CEO, Global Reinsurance Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Wesley Dupont (Managing Officer)	Managing Officer and CEO, Global Legal & Strategy Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Louis Iglesias (Managing Officer)	Managing Officer and CEO, Global Insurance Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Jean Cloutier (Managing Officer)	Vice President, International Operations, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7	Canada

**DIRECTORS AND EXECUTIVE OFFICERS OF  
ALLIED WORLD ASSURANCE COMPANY HOLDINGS, GMBH**

The following table sets forth certain information with respect to the directors and executive officers of Allied World Assurance Company Holdings, GmbH.

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
Scott Carmilani (Chairman of the Board of Managing Officers and President & Chief Executive Officer)	Chairman of the Board of Managing Officers and President & Chief Executive Officer Allied World Assurance Company Holdings, GmbH 800 Brickell Avenue, Suite 802 Miami, FL 33131	United States
John Bender (Managing Officer and CEO, Global Reinsurance)	Managing Officer and CEO, Global Reinsurance Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Wesley Dupont (Managing Officer and CEO, Global Legal & Strategy)	Managing Officer and CEO, Global Legal & Strategy Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States

**Present Principal Occupation or  
Employment and the Name, Principal  
Business and Address of any Corporation  
or other Organization in which such  
employment is conducted**

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
Louis Iglesias (Managing Officer and CEO, Global Insurance)	Managing Officer and CEO, Global Insurance Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Jean Cloutier (Managing Officer)	Vice President, International Operations, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7	Canada
David Gelinne (SVP, Chief Actuary)	SVP, Chief Actuary Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Kent Ziegler (SVP, Chief Financial Officer)	SVP, Chief Financial Officer Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States

**DIRECTORS AND EXECUTIVE OFFICERS OF  
ALLIED WORLD ASSURANCE COMPANY HOLDINGS, LTD**

The following table sets forth certain information with respect to the directors and executive officers of Allied World Assurance Company Holdings, 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
Scott Carmilani (Director)	Chairman of the Board of Managing Officers and President & Chief Executive Officer Allied World Assurance Company Holdings, GmbH 800 Brickell Avenue, Suite 802 Miami, FL 33131	United States
Wesley Dupont (Director)	Managing Officer and CEO, Global Legal & Strategy Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Michael McCrimmon (Director and President, North American Property & Bermuda Branch Manager)	Director and President, North American Property & Bermuda Branch Manager Allied World Assurance Company Holdings, Ltd 27 Richmond Road Pembroke HM 08 Bermuda	Canada

**DIRECTORS AND EXECUTIVE OFFICERS OF  
ALLIED WORLD ASSURANCE COMPANY, LTD**

The following table sets forth certain information with respect to the directors and executive officers of Allied World Assurance 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
Scott Carmilani (Director)	Chairman of the Board of Managing Officers and President & Chief Executive Officer Allied World Assurance Company Holdings, GmbH 800 Brickell Avenue, Suite 802 Miami, FL 33131	United States
Wesley Dupont (Director)	Managing Officer and CEO, Global Legal & Strategy Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Michael McCrimmon (Director and President, North American Property & Bermuda Branch Manager)	Director and President, North American Property & Bermuda Branch Manager Allied World Assurance Company Holdings, Ltd 27 Richmond Road Pembroke HM 08 Bermuda	Canada
Scott Hunter (Director)	Retired	Bermuda

**DIRECTORS AND EXECUTIVE OFFICERS OF  
ALLIED WORLD ASSURANCE HOLDINGS (IRELAND) LTD**

The following table sets forth certain information with respect to the directors and executive officers of Allied World Assurance Holdings (Ireland) 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
Wesley Dupont (Director)	Managing Officer and CEO, Global Legal & Strategy Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Jim O Mahoney (Director)	Retired	Ireland
Sean Hehir (Director)	Retired	Ireland
Lee Dwyer (Director and President)	Director and President, Allied World Assurance Holdings (Ireland) Ltd. 3rd Floor, Georges Quay Plaza Georges Quay Dublin 2 Ireland	United Kingdom

**DIRECTORS AND EXECUTIVE OFFICERS OF  
ALLIED WORLD ASSURANCE HOLDINGS (U.S.) INC.**

The following table sets forth certain information with respect to the directors and executive officers of Allied World Assurance Holdings (U.S.) Inc.

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
Scott Carmilani (Director)	Chairman of the Board of Managing Officers and President & Chief Executive Officer Allied World Assurance Company Holdings, GmbH 800 Brickell Avenue, Suite 802 Miami, FL 33131	United States
John Bender (Director)	Managing Officer and CEO, Global Reinsurance Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Wesley Dupont (Director and Executive Vice President & Secretary)	Managing Officer and CEO, Global Legal & Strategy Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Louis Iglesias (Director and President)	Managing Officer and CEO, Global Insurance Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
John McElroy (Director)	Executive Vice President Allied World Insurance Company 199 Water Street, 26th Floor New York, NY 10038	United States



**DIRECTORS AND EXECUTIVE OFFICERS OF  
ALLIED WORLD INSURANCE COMPANY**

The following table sets forth certain information with respect to the directors and executive officers of Allied World 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
Scott Carmilani (Director)	Chairman of the Board of Managing Officers and President & Chief Executive Officer Allied World Assurance Company Holdings, GmbH 800 Brickell Avenue, Suite 802 Miami, FL 33131	United States
John Bender (Director and CEO, Global Reinsurance)	Managing Officer and CEO, Global Reinsurance Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Wesley Dupont (Director)	Managing Officer and CEO, Global Legal & Strategy Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Louis Iglesias (Director and CEO, Global Insurance)	Managing Officer and CEO, Global Insurance Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
John McElroy (Director and Executive Vice President, Global Insurance)	Executive Vice President Allied World Insurance Company 199 Water Street, 26th Floor New York, NY 10038	United States
Robert Bowden (Executive Vice President, Chief Marketing Officer)	Executive Vice President, Chief Marketing Officer Allied World Insurance Company 550 Hope Street, Suite 1825 Los Angeles, CA 90071	United States
David Gelinne (SVP, Chief Actuary)	SVP, Chief Actuary Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States



**DIRECTORS AND EXECUTIVE OFFICERS OF  
AW UNDERWRITERS INC.**

The following table sets forth certain information with respect to the directors and executive officers of AW Underwriters Inc.

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
Scott Carmilani (Director)	Chairman of the Board of Managing Officers and President & Chief Executive Officer Allied World Assurance Company Holdings, GmbH 800 Brickell Avenue, Suite 802 Miami, FL 33131	United States
Wesley Dupont (Director)	Managing Officer and CEO, Global Legal & Strategy Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Louis Iglesias (Director and CEO, Global Insurance)	Managing Officer and CEO, Global Insurance Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
John McElroy (Director and Executive Vice President, Global Insurance)	Executive Vice President Allied World Insurance Company 199 Water Street, 26th Floor New York, NY 10038	United States
Robert Bowden (Executive Vice President, Chief Marketing Officer)	Executive Vice President, Chief Marketing Officer Allied World Insurance Company 550 Hope Street, Suite 1825 Los Angeles, CA 90071	United States
David Gelinne (SVP, Chief Actuary)	SVP, Chief Actuary Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States

**DIRECTORS AND EXECUTIVE OFFICERS OF  
ALLIED WORLD SPECIALTY INSURANCE COMPANY**

The following table sets forth certain information with respect to the directors and executive officers of Allied World Specialty 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
Scott Carmilani (Director)	Chairman of the Board of Managing Officers and President & Chief Executive Officer Allied World Assurance Company Holdings, GmbH 800 Brickell Avenue, Suite 802 Miami, FL 33131	United States
Wesley Dupont (Director)	Managing Officer and CEO, Global Legal & Strategy Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
Louis Iglesias (Director and CEO, Global Insurance)	Managing Officer and CEO, Global Insurance Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States
John McElroy (Director and Executive Vice President, Global Insurance)	Executive Vice President Allied World Insurance Company 199 Water Street, 26th Floor New York, NY 10038	United States
Robert Bowden (Executive Vice President, Chief Marketing Officer)	Executive Vice President, Chief Marketing Officer Allied World Insurance Company 550 Hope Street, Suite 1825 Los Angeles, CA 90071	United States
David Gelinne (SVP, Chief Actuary)	SVP, Chief Actuary Allied World Assurance Company Holdings, GmbH 199 Water Street, 26th Floor New York, NY 10038	United States

**DIRECTORS AND EXECUTIVE OFFICERS OF****CRUM & FORSTER HOLDINGS CORP.**

The following table sets forth certain information with respect to the directors and executive officers of Crum & Forster Holdings 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
Marc J. Adee (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
James V. Kraus (Senior Vice President, General Counsel, Secretary and Director)	Senior Vice President, General Counsel, Secretary and Director, Crum & Forster Holdings Corp. 305 Madison Avenue Morristown, NJ 07962	United States
Arleen A. Paladino (Senior Vice President, Chief Financial Officer and Director)	Senior Vice President, Chief Financial Officer and Director, Crum & Forster Holdings Corp. 305 Madison Avenue Morristown, NJ 07962	United States
Andrew A. Barnard (Director)	President and Chief Operating Officer, Fairfax Insurance Group 100 William Street, 5th Floor New York, New York 10038	United States
David Bonham (Director)	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
Peter Clarke (Director)	Vice President and Chief Risk Officer, 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

**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
Marc J. Adee (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
Anthony R. Slimowicz (Executive Vice President, Chief Operating Officer and Director)	Executive Vice President, United States Fire Insurance Company 305 Madison Avenue Morristown, NJ 07962	United States
Arleen A. Paladino (Senior Vice President, Chief Financial Officer and Director)	Senior Vice President, Chief Financial Officer and Director, Crum & Forster Holdings Corp. 305 Madison Avenue Morristown, NJ 07962	United States
James V. Kraus (Senior Vice President, General Counsel and Secretary)	Senior Vice President, General Counsel, Secretary and Director, Crum & Forster Holdings Corp. 305 Madison Avenue Morristown, NJ 07962	United States
Carmine Scaglione (Senior Vice President and Controller)	Senior Vice President and Controller, United States Fire Insurance Company 305 Madison Avenue Morristown, NJ 07962	United States

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
George R. French (Treasurer and Vice President)	Treasurer and Vice President, United States Fire Insurance Company 305 Madison Avenue Morristown, NJ 07962	United States



**DIRECTORS AND EXECUTIVE OFFICERS OF  
ZENITH NATIONAL INSURANCE CORP.**

The following table sets forth certain information with respect to the directors and executive officers of Zenith National Insurance 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
Jack D. Miller (Chairman and Director)	Chairman, Zenith Insurance Company 21255 Califa St. Woodland Hills, California 91367	United States
Andrew A. Barnard (Director)	President and Chief Operating Officer, Fairfax Insurance Group 100 William Street, 5th Floor New York, New York 10038	United States
Peter Clarke (Director)	Vice President and Chief Risk Officer, Fairfax Financial Holdings Limited 95 Wellington Street West, Suite 800 Toronto, Ontario M5J 2N7	Canada
David Bonham (Director)	Vice President and Chief Financial Officer, 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
Kari L. Van Gundy (President, Chief Executive Officer and Director)	President, Chief Executive Officer and Director, Zenith National Insurance Corp. 21255 Califa St. Woodland Hills, California 91367	United States

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 J. Owen (Executive Vice President, Chief Financial Officer and Treasurer)	Executive Vice President, Chief Financial Officer and Treasurer, Zenith National Insurance Corp. 21255 Califa St. Woodland Hills, California 91367	United Kingdom, United States
Davidson M. Pattiz (Executive Vice President and Chief Operating Officer)	Executive Vice President and Chief Operating Officer, Zenith National Insurance Corp.  21255 Califa St. Woodland Hills, California 91367	United States
Chad J. Helin (Executive Vice President, General Counsel and Director)	Executive Vice President, General Counsel, Secretary and Director, Zenith National Insurance Corp. 21255 Califa St. Woodland Hills, California 91367	United States

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

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
Jack D. Miller (Chairman and Director)	Chairman and Director, Zenith Insurance Company 21255 Califa St. Woodland Hills, California 91367	United States
Kari L. Van Gundy (President, Chief Executive Officer and Director)	President, Chief Executive Officer and Director, Zenith Insurance Company 21255 Califa St. Woodland Hills, California 91367	United States
A. Mary Ames (Executive Vice President)	Executive Vice President, Zenith Insurance Company 21255 Califa St. Woodland Hills, California 91367	United States
Craig C. Thomson (Executive Vice President)	Executive Vice President, Zenith Insurance Company 925 Highland Pointe Drive, Suite 250 Roseville, California 95678	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, California 91367	United States

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
Davidson M. Pattiz (Executive Vice President and Chief Operating Officer)	Executive Vice President and Chief Operating Officer, Zenith Insurance Company 21255 Califa St. Woodland Hills, California 91367	United States
William J. Owen (Executive Vice President, Chief Financial Officer and Treasurer)	Executive Vice President, Chief Financial Officer and Treasurer, Zenith Insurance Company 21255 Califa St. Woodland Hills, California 91367	United Kingdom, United States
Eden M. Feder (Executive Vice President)	Executive Vice President, Zenith Insurance Company 21255 Califa St. Woodland Hills, California 91367	United States
Michael F. Cunningham (Executive Vice President)	Executive Vice President, Zenith Insurance Company 21255 Califa St. Woodland Hills, California 91367	United States
Paul R. Ramont (Executive Vice President)	Executive Vice President, Zenith Insurance Company 21255 Califa St. Woodland Hills, California 91367	United States
Jonathan W. Lindsay (Executive Vice President)	Executive Vice President, Zenith Insurance Company 21255 Califa St. Woodland Hills, California 91367	United States
Chad J. Helin (Executive Vice President, General Counsel, Secretary and Director)	Executive Vice President, General Counsel, Secretary and Director, Zenith Insurance Company 21255 Califa St. Woodland Hills, California 91367	United States

**DIRECTORS AND EXECUTIVE OFFICERS OF  
RIVERSTONE HOLDINGS LIMITED**

The following table sets forth certain information with respect to the directors and executive officers of RiverStone 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
Nicholas C. Bentley (Managing Director)	Chairman, Chief Executive Officer and President, RiverStone Resources LLC 250 Commercial Street, Suite 5000 Manchester, New Hampshire 03101	United Kingdom United States
Luke Tanzer (Director)	Director, RiverStone Management Limited 161-163 Preston Road Brighton, BN1 6AU, England	Australia
Lorna Hemsley (Finance Director)	Finance Director, RiverStone Management Limited 161-163 Preston Road Brighton, BN1 6AU, England	United Kingdom
Fraser Henry (Company Secretary)	General Counsel and Company Secretary, RiverStone Management Limited 161-163 Preston Road, Brighton, BN1 6AU, England	United Kingdom
Sarah Garrod (Company Secretary)	Company Secretary, RiverStone Management Limited 161-163 Preston Road, Brighton, BN1 6AU, England	United Kingdom

**DIRECTORS AND EXECUTIVE OFFICERS OF  
RIVERSTONE INSURANCE (UK) LIMITED**

The following table sets forth certain information with respect to the directors and executive officers of RiverStone Insurance (UK) 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
Nicholas C. Bentley (Director)	Chairman, Chief Executive Officer RiverStone Management Limited 250 Commercial Street, Suite 5000 Manchester, New Hampshire 03101	United Kingdom United States
Luke Tanzer (Managing Director)	Managing Director, RiverStone Management Limited 161-163 Preston Road Brighton, BN1 6AU, England	Australia
Lorna Hemsley (Finance Director)	Finance Director, RiverStone Management Limited 161-163 Preston Road Brighton, BN1 6AU, England	United Kingdom
Mark Bannister	Operations Director, RiverStone Management Limited 161-163 Preston Road Brighton, BN1 6AU, England	United Kingdom
Jasvinder Saggu (Director)	Director, RiverStone Insurance (UK) Limited 161-163 Preston Road Brighton, BN1 6AU, England	United Kingdom
Tom Riddell (Director)	Director, RiverStone Insurance (UK) Limited 161-163 Preston Road Brighton, BN1 6AU, England	United Kingdom

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
Kalpana Shah (Director)	Director, RiverStone Insurance (UK) Limited 161-163 Preston Road Brighton, BN1 6AU, England	United Kingdom
Fraser Henry (Company Secretary)	General Counsel and Company Secretary, RiverStone Management Limited 161-163 Preston Road, Brighton, BN1 6AU, England	United Kingdom
Sarah Garrod (Company Secretary)	Company Secretary, RiverStone Management Limited 161-163 Preston Road, Brighton, BN1 6AU, England	United Kingdom

**DIRECTORS AND EXECUTIVE OFFICERS OF  
BRIT LIMITED**

The following table sets forth certain information with respect to the directors and executive officers of Brit 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
Richard Ward (Senior Independent Non-Executive Director)	Senior Independent Non-Executive Director, Brit Limited The Leadenhall Building, 122 Leadenhall Street London EC3V 4AB United Kingdom	United Kingdom
Mark Cloutier (Group Executive Chairman and Director)	Group Executive Chairman, Brit Limited The Leadenhall Building, 122 Leadenhall Street London EC3V 4AB United Kingdom	Canada
Matthew Wilson (Group Chief Executive Officer and Director)	Group Chief Executive Officer, Brit Limited The Leadenhall Building, 122 Leadenhall Street London EC3V 4AB United Kingdom	United Kingdom
Mark Allan (Chief Financial Officer and Director)	Chief Financial Officer, Brit Limited The Leadenhall Building, 122 Leadenhall Street London EC3V 4AB United Kingdom	United Kingdom



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
Andrew Barnard (Director)	President and Chief Operating Officer, Fairfax Insurance Group 100 William Street, 5th Floor New York, New York 10038	United States
Jeremy Ehrlich (Director)	Senior Legal Counsel, Investment Legal, OMERS Administration Corporation One University Avenue, Suite 400, Toronto, Ontario M5J 2P1	Canada
Gordon Campbell (Director)	Independent Non-Executive  The Leadenhall Building,  122 Leadenhall Street  London EC3V 4AB  United Kingdom	Canada

**DIRECTORS AND EXECUTIVE OFFICERS OF  
BRIT INSURANCE HOLDINGS LIMITED**

The following table sets forth certain information with respect to the directors and executive officers of Brit Insurance 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
Mark Cloutier (Director)	Group Executive Chairman, Brit Limited The Leadenhall Building, 122 Leadenhall Street London EC3V 4AB United Kingdom	Canada
Antony Usher (Director)	Group Financial Controller, Brit Limited The Leadenhall Building, 122 Leadenhall Street London EC3V 4AB United Kingdom	United Kingdom
Mark Allan (Director)	Chief Financial Officer, Brit Limited The Leadenhall Building, 122 Leadenhall Street London EC3V 4AB United Kingdom	United Kingdom
Christopher Denton (Director)	Group Head of Financial Strategy  The Leadenhall Building,  122 Leadenhall Street  London EC3V 4AB  United Kingdom	United Kingdom

**DIRECTORS AND EXECUTIVE OFFICERS OF  
BRIT REINSURANCE (BERMUDA) LIMITED**

The following table sets forth certain information with respect to the directors and executive officers of Brit Reinsurance (Bermuda) 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
Mark Cloutier (Director)	Chairman Chesney House, The Waterfront, 96 Pitts Bay Road, Pembroke, HM 08, Bermuda	Canada
Mark Allan (Director)	Non Executive The Leadenhall Building, 122 Leadenhall Street London EC3V 4AB United Kingdom	United Kingdom
Joe Bonanno (Director)	Underwriting Director Chesney House, The Waterfront, 96 Pitts Bay Road, Pembroke, HM 08, Bermuda	United States
Karl Grieves (Director)	Finance Director Chesney House, The Waterfront, 96 Pitts Bay Road, Pembroke, HM 08, Bermuda	United Kingdom

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
John Nichols (Director)	Independent Non-Executive Chesney House, The Waterfront, 96 Pitts Bay Road, Pembroke, HM 08, Bermuda	United States
Graham Pewter (Director)	Independent Non-Executive Chesney House, The Waterfront, 96 Pitts Bay Road, Pembroke, HM 08, Bermuda	United Kingdom
Christopher Garrod (Director)	Independent Non-Executive Chesney House, The Waterfront, 96 Pitts Bay Road, Pembroke, HM 08, Bermuda	Bermuda

**Exhibit Index**

<b>Exhibit No.</b>	<b>Description</b>
Ex. 1.1:	Members of filing group
Ex. 2.1:	Joint filing agreement dated as of July 17, 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 Re Holdings Corp., 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 and Brit Reinsurance (Bermuda) Limited
Ex. 3:	Power of attorney, dated February 9, 2017
Ex. 4:	Power of attorney, dated February 26, 2018
Ex. 5	Power of attorney, dated July 17, 2018