

FAIRFAX FINANCIAL HOLDINGS LTD/ CAN

Form 6-K

May 24, 2007

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**FORM 6-K**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16**

**of the Securities Exchange Act of 1934**

For the month of May 2007

Commission File Number: 033-71976

**FAIRFAX FINANCIAL HOLDINGS LIMITED**

(Translation of registrant's name into English)

95 Wellington Street West  
Suite 800  
Toronto, Ontario  
Canada M5J 2N7

\_\_\_\_\_  
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F \_\_\_\_\_ Form 40-F  X

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): \_\_\_\_\_

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): \_\_\_\_\_

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Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-  
N/A

**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

By: \_\_\_\_\_  
/s/ Paul Rivett  
Title: Vice President  
Name: Paul Rivett

Dated: May 24, 2007

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**Exhibit Index**

Exhibit

Description

Ex-99.1 News Release dated May 24, 2007 titled Fairfax Announces Amendments to Terms of Debt Exchange Offer for 2012 Notes

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