

FAIRFAX FINANCIAL HOLDINGS LTD/ CAN

Form 6-K

April 03, 2006

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

Form 6-K

**Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934**

For the month of: March, 2006

Commission File Number: 1-31556

FAIRFAX FINANCIAL HOLDINGS LIMITED

(Name of Registrant)

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 of Form 20-F or Form 40-F:

Form 20-F o

Form 40-F p

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): ___

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

Yes o

No p

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

INCORPORATION BY REFERENCE

The consent of PricewaterhouseCoopers LLP included as Exhibit 2 to this Form 6-K is incorporated by reference into the Registrant's registration statement on Form F-10 (No. 333-122290) as an exhibit to such registration statement.

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.

**FAIRFAX FINANCIAL HOLDINGS
LIMITED**

Date: March 31, 2006

By: /s/ Bradley P. Martin
Name: Bradley P. Martin
Title: Vice-President and Corporate
Secretary

EXHIBIT INDEX

| Exhibit | Description of Exhibit |
|---------|---------------------------------------|
| 1 | 2005 Annual Report |
| 2 | Consent of PricewaterhouseCoopers LLP |