

UNITED STATES FIRE INSURANCE CO
 Form 3
 August 06, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

| | | | | | |
|---|---------|----------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â FAIRFAX FINANCIAL HOLDINGS LTD/ CAN | | | (Month/Day/Year) | International Coal Group, Inc. [ICO] | |
| (Last) | (First) | (Middle) | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 95 WELLINGTON STREET WEST, SUITE 800,Â | | | | (Check all applicable) | |
| (Street) | | | | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| TORONTO, ONÂ M5J2N7 | | | | <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | <input type="checkbox"/> Form filed by One Reporting Person |
| (City) | (State) | (Zip) | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|
| Common Stock, \$0.01 Par Value ("Shares") | 1,200,000 | D | Â |
| Common Stock, \$0.01 Par Value | 16,299,500 | I | See Footnote ⁽¹⁾ |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|--|--|--|---------------------------|----------------------|--|
|--|--|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|--|---------------------------|------------------|--------------------------------|----------------------------|------------------------------|---|-----------------------------|
| 9.00% Convertible Senior Notes due 2012 (the "Senior Notes") | 02/01/2012 ⁽²⁾ | ∞ ⁽³⁾ | Common Stock, \$0.01 par value | 2,457,204 ⁽⁴⁾ | \$ ⁽⁴⁾ | D | ∞ |
| 9.00% Convertible Senior Notes due 2012 | 02/01/2012 ⁽²⁾ | ∞ ⁽³⁾ | Common Stock, \$0.01 par value | 2,457,204 ⁽⁴⁾ | \$ ⁽⁴⁾ | I | See Footnote ⁽⁵⁾ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| FAIRFAX FINANCIAL HOLDINGS LTD/ CAN 95 WELLINGTON STREET WEST, SUITE 800 TORONTO, ON M5J2N7 | ∞ | ∞ X | ∞ | ∞ |
| WATSA V PREM ET AL 95 WELLINGTON STREET WEST, SUITE 800 TORONTO, ON M5J2N7 | ∞ | ∞ X | ∞ | ∞ |
| 1109519 ONTARIO LTD 95 WELLINGTON STREET WEST, SUITE 800 TORONTO, ON M5J2N7 | ∞ | ∞ X | ∞ | ∞ |
| SIXTY TWO INVESTMENT CO LTD 1600 CATHEDRAL PLACE 925 WEST GEORGIA ST. VANCOUVER, BC V6C3L3 | ∞ | ∞ X | ∞ | ∞ |
| 810679 ONTARIO LTD 95 WELLINGTON STREET WEST, SUITE 800 TORONTO, ON M5J2N7 | ∞ | ∞ X | ∞ | ∞ |
| TIG INSURANCE CO 5205 NORTH O'CONNOR BLVD. IRVING, TX 75039 | ∞ | ∞ X | ∞ | ∞ |
| ODYSSEY RE HOLDINGS CORP 300 FIRST STAMFORD PLACE STAMFORD, CT 06902 | ∞ | ∞ X | ∞ | ∞ |
| ODYSSEY AMERICA REINSURANCE CORP 300 FIRST STAMFORD PLACE STAMFORD, CT 06902 | ∞ | ∞ X | ∞ | ∞ |
| | ∞ | ∞ X | ∞ | ∞ |

UNITED STATES FIRE INSURANCE CO
305 MADISON AVENUE
MORRISTOWN, NJ 07962

NORTH RIVER INSURANCE CO
305 MADISON AVENUE
MORRISTOWN, NJ 07962

Â Â X Â Â

Signatures

/s/ Paul Rivett 08/03/2007

__Signature of Date
Reporting Person

/s/ V. Prem 08/03/2007
Watsa

__Signature of Date
Reporting Person

/s/ V. Prem 08/03/2007
Watsa

__Signature of Date
Reporting Person

/s/ V. Prem 08/03/2007
Watsa

__Signature of Date
Reporting Person

/s/ V. Prem 08/03/2007
Watsa

__Signature of Date
Reporting Person

/s/ William J. 08/03/2007
Gillett

__Signature of Date
Reporting Person

/s/ Donald L. 08/03/2007
Smith

__Signature of Date
Reporting Person

/s/ Donald L. 08/03/2007
Smith

__Signature of Date
Reporting Person

/s/ Felicia 08/03/2007
Garland

__Signature of Date
Reporting Person

/s/ Felicia 08/03/2007
Garland

Date

Signature of
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 8,343,363 Shares are held by Odyssey America Reinsurance Corporation, 1,435,900 Shares are held by United States Fire Insurance Company, 4,682,237 Shares are held by The North River Insurance Company and 1,838,000 Shares are held by TIG Insurance Company.
- (2) The Senior Notes may become convertible earlier than 02/01/12 upon the occurrence of certain trigger events, as set forth in the indenture (the "Indenture") governing the Senior Notes.
- (3) The Senior Notes will be convertible until the close of business on the business day immediately preceding 08/01/12.
The Senior Notes are convertible into cash and, if applicable, Shares based on an initial conversion rate, subject to adjustment, of 163.8136 Shares per \$1,000 principal amount of Senior Notes. Upon conversion, in lieu of Shares, for each \$1,000 principal amount of
(4) Senior Notes a holder will receive an amount in cash equal to the lesser of (i) \$1,000 and (ii) the conversion value, determined in the manner set forth in the Indenture governing the Senior Notes. If the conversion value exceeds \$1,000, ICO will also deliver, at its election, cash or Shares or a combination of cash and Shares for the conversion value in excess of \$1,000.
- (5) \$7.5 million of Senior Notes are held by Odyssey America Reinsurance Corporation and \$7.5 million of Senior Notes are held by TIG Insurance Company.

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