

GOVERNOR & CO OF THE BANK OF IRELAND  
Form SC 13G  
October 28, 2011

## **SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

### **SCHEDULE 13G**

**(Rule 13d-102)**

**Information to be Included in Statements Filed Pursuant to § 240.13d-1(b), (c)**

**and (d) and Amendments Thereto Filed Pursuant to § 240.13d-2.**

**Under the Securities Exchange Act of 1934**

## **The Governor and Company of the Bank of Ireland**

**(Name of Issuer)**

**Ordinary Stock, Nominal Value €0.05 Per Share**

**American Depositary Shares, each representing forty (40) units of Ordinary Stock, Nominal**

**Value 0.05 Per Share**  
**(Title of Class of Securities)**

**46267Q202**

Edgar Filing: GOVERNOR & CO OF THE BANK OF IRELAND - Form SC 13G

(CUSIP Number)

**October 17, 2011**

**(Date of Event which Requires Filing of this Statement)**

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. The information required in 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).

CUSIP No. 46267Q202

Page 2 of 41 Pages

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)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

CANADIAN

5 SOLE VOTING POWER

NUMBER OF

SHARES

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

2,807,463,858

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

8 SHARED DISPOSITIVE POWER

PERSON

WITH

2,807,463,858

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,807,463,858

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 9.3%  
TYPE OF REPORTING PERSON

IN

2

CUSIP No. 46267Q202

Page 3 of 41 Pages

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

1109519 ONTARIO LIMITED

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

ONTARIO, CANADA

5 SOLE VOTING POWER

NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 2,807,463,858

EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER

PERSON

WITH 2,807,463,858

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 2,807,463,858  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12      9.3%  
TYPE OF REPORTING PERSON

CO

3

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1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

2 THE SIXTY TWO INVESTMENT COMPANY LIMITED  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

BRITISH COLUMBIA, CANADA

5 SOLE VOTING POWER

NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 2,807,463,858  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER  
PERSON

WITH 2,807,463,858  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 2,807,463,858  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 9.3%  
TYPE OF REPORTING PERSON

CO

4



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1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

810679 ONTARIO LIMITED

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

ONTARIO, CANADA

5 SOLE VOTING POWER

NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 2,807,463,858

EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER

PERSON

WITH 2,807,463,858

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 2,807,463,858  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12      9.3%  
TYPE OF REPORTING PERSON

CO

5

CUSIP No. 46267Q202

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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)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

CANADA

5 SOLE VOTING POWER

NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 2,807,463,858

EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER

PERSON

WITH 2,807,463,858

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 2,807,463,858  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 9.3%  
TYPE OF REPORTING PERSON

CO

6

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1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

2 ODYSSEY REINSURANCE COMPANY  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

CONNECTICUT

5 SOLE VOTING POWER  
NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 616,000,000  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER  
PERSON

WITH 616,000,000  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

616,000,000  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12      2.0%  
TYPE OF REPORTING PERSON

CO

7

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Page 8 of 41 Pages

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)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

CALIFORNIA

5 SOLE VOTING POWER

NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 209,000,000

EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER

PERSON

WITH 209,000,000

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 209,000,000  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12      0.7%  
TYPE OF REPORTING PERSON

CO

8



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Page 9 of 41 Pages

1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

2 LOMBARD GENERAL INSURANCE COMPANY OF CANADA  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

CANADA

5 SOLE VOTING POWER  
NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 139,000,000  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER  
PERSON

WITH 139,000,000  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 139,000,000  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12      0.5%  
TYPE OF REPORTING PERSON

CO

CUSIP No. 46267Q202

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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)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

BARBADOS

5 SOLE VOTING POWER

NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 849,528,493  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER

PERSON

WITH 849,528,493

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

849,528,493  
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

2.8%

12 TYPE OF REPORTING PERSON

CO

10

CUSIP No. 46267Q202

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1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

NSPIRE RE LIMITED

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

IRELAND

5 SOLE VOTING POWER

NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 522,471,507

EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER

PERSON

WITH 522,471,507

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 522,471,507  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12      1.7%  
TYPE OF REPORTING PERSON

CO

11

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1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

TIG INSURANCE COMPANY

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

CALIFORNIA

5 SOLE VOTING POWER

NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 139,000,000

EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER

PERSON

WITH 139,000,000

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 139,000,000  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12      0.5%  
TYPE OF REPORTING PERSON

CO

12



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1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

2 CLEARWATER INSURANCE COMPANY  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

5 SOLE VOTING POWER  
NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 70,000,000  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER  
PERSON

WITH 70,000,000  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 70,000,000  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12      0.2%  
TYPE OF REPORTING PERSON

CO

13

CUSIP No. 46267Q202

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1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

2 FAIRFAX (BARBADOS) INTERNATIONAL CORP.  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

BARBADOS

5 SOLE VOTING POWER  
NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 1,456,463,858  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER  
PERSON

WITH 1,456,463,858  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 1,456,463,858  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12      4.8%  
TYPE OF REPORTING PERSON

CO

14

CUSIP No. 46267Q202

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1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

2 FALCON INSURANCE COMPANY (HONG KONG) LTD.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

HONG KONG

5 SOLE VOTING POWER  
NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 17,000,000  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER  
PERSON

WITH 17,000,000  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 17,000,000  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12      0.1%  
TYPE OF REPORTING PERSON

CO

15

CUSIP No. 46267Q202

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1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

2 NEWLINE CORPORATE NAME LIMITED  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

UNITED KINGDOM

5 SOLE VOTING POWER  
NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 118,000,000  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER  
PERSON

WITH 118,000,000  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 118,000,000  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12      0.4%  
TYPE OF REPORTING PERSON

CO

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CUSIP No. 46267Q202

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1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

ADVENT CAPITAL NO. 3 LIMITED

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

UNITED KINGDOM

5 SOLE VOTING POWER

NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 80,000,000

EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER

PERSON

WITH 80,000,000

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 80,000,000  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12      0.3%  
TYPE OF REPORTING PERSON

CO

17

CUSIP No. 46267Q202

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1 Names of Reporting Person/I.R.S. Identification Nos. of Above Persons (Entities Only)

RIVERSTONE MANAGING AGENCY LIMITED

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)  (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

UNITED KINGDOM

5 SOLE VOTING POWER

NUMBER OF

SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 63,000,000

EACH 7 SOLE DISPOSITIVE POWER

REPORTING 8 SHARED DISPOSITIVE POWER

PERSON

WITH 63,000,000

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 63,000,000  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12      0.2%  
TYPE OF REPORTING PERSON

CO

18

**Item 1. (a) Name of Issuer:**

The Governor and Company of the Bank of Ireland

**Item 1 (b) Address of Issuer's Principal Executive Offices:**

Lower Baggot St., Dublin 2, Ireland

**Item 2. (a) Name of Person Filing:**

This statement is being jointly filed by the following persons (collectively, the Reporting Persons):

1. V. Prem Watsa, an individual;
2. 1109519 Ontario Limited ( 1109519 ), a corporation incorporated under the laws of Ontario;
3. The Sixty Two Investment Company Limited ( Sixty Two ), a corporation incorporated under the laws of British Columbia;
4. 810679 Ontario Limited ( 810679 ), a corporation incorporated under the laws of Ontario;
5. Fairfax Financial Holdings Limited ( Fairfax ), a corporation incorporated under the laws of Canada;
6. Odyssey Reinsurance Company ( Odyssey Reinsurance ), a corporation incorporated under the laws of Connecticut;
7. Zenith Insurance Company ( Zenith ), a corporation incorporated under the laws of California;
8. Lombard General Insurance Company of Canada ( LGICC ), a corporation incorporated under the laws of Canada;
9. Wentworth Insurance Company Ltd. ( Wentworth ), a corporation incorporated under the laws of Barbados;
10. nSpire Re Limited ( nSpire ), a corporation incorporated under the laws of Ireland;
11. TIG Insurance Company ( TIG ), a corporation incorporated under the laws of California;

12. Clearwater Insurance Company ( Clearwater ), a corporation incorporated under the laws of Delaware;
13. Fairfax (Barbados) International Corp. ( Fairfax Barbados ), a corporation incorporated under the laws of Barbados;
14. Falcon Insurance Company (Hong Kong) Ltd. ( Falcon ), a corporation incorporated under the laws of Hong Kong;
15. Newline Corporate Name Limited ( Newline ), a corporation incorporated under the laws of the United Kingdom;
16. Advent Capital No. 3 Limited ( Advent ), a corporation incorporated under the laws of the United Kingdom; and
17. Riverstone Managing Agency Limited ( Riverstone ), a corporation incorporated under the laws of the United Kingdom.

**Item 2 (b) Address of Principal Business Office:**

The addresses of the Reporting Persons are as follows:

1. Mr. Watsa's business address is 95 Wellington Street West, Suite 800, Toronto, Ontario M5J 2N7;
2. The principal business address and principal office address of 1109519 is 95 Wellington Street West, Suite 800, Toronto, Ontario M5J 2N7;
3. The principal business address and principal office address of Sixty Two is 1600 Cathedral Place, 925 West Georgia St., Vancouver, British Columbia V6C 3L3;
4. The principal business address and principal office address of 810679 is 95 Wellington Street West, Suite 800, Toronto, Ontario M5J 2N7;
5. The principal business address and principal office address of Fairfax is 95 Wellington Street West, Suite 800, Toronto, Ontario M5J 2N7;
6. The principal business address and principal office address of Odyssey Reinsurance is 300 First Stamford Place, Stamford, Connecticut 06902;
7. The principal business address and principal office address of Zenith is 21255 Califa Street, Woodland Hills, California 91367-5021;
8. The principal business address and principal office address of LGICC is 105 Adelaide Street West, 3rd Floor, Toronto, Ontario, Canada M5H 1P9;

9. The principal business address and principal office address of Wentworth is Building #2 Suite 1A, Manor Lodge Complex, Lodge Hill, St. Michael, Barbados;
10. The principal business address and principal office address of nSpire is First Floor, 25-28 Adelaide Road, Dublin 2, Republic of Ireland;
11. The principal business address and principal office address of TIG is 250 Commercial Street, Suite 500, Manchester, NH 03101;
12. The principal business address and principal office address of Clearwater is 300 First Stamford Place, Stamford, Connecticut 06902;
13. The principal business address and principal office address of Fairfax Barbados is Worthing Corporate Centre, Worthing Main Road, Christ Church, Barbados;
14. The principal business address and principal office address of Falcon is 6/F, DCH Commercial Centre, No. 25 Westlands Road, Quarry Bay, Hong Kong;
15. The principal business address and principal office address of Newline is Suite 4/5 London Underwriting Centre, 3 Minster Court, Mincing Lane, London EC3R 7DD;
16. The principal business address and principal office address of Advent is 2 Minster Court, Mincing Lane, London EC3R 7BB; and
17. The principal business address and principal office address of Riverstone is Park Gate, 161-163 Preston Road, Brighton, United Kingdom BN1 6AU.

**Item 2 (c) Citizenship:**

V. Prem Watsa is a citizen of Canada.

**Item 2 (d) Title of Class of Securities:**

Ordinary Stock, Nominal Value €0.05 Per Share ( Shares )

American Depository Shares, each representing forty (40) Shares

**Item 2 (e) CUSIP Number:**

46267Q202

**Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:**

- (a) Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance Company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) An Investment Company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person, in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) A non-US institution in accordance with §240.13d-1(b)(1)(ii)(J);
- (k) Group, in accordance with §240.13d-1(b)(1)(ii)(K).

**Item 4. Ownership.**

Based on the most recent information available, the aggregate number and percentage of the Shares that are beneficially owned by each of the Reporting Persons is set forth in boxes 9 and 11 of the second part of the cover page to this Schedule 13G, and such information is incorporated herein by reference.

The number of 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 5, 6, 7 and 8, respectively, on the second part of the cover page to this Schedule 13G, and such information is incorporated herein by reference.

Neither the filing of this Schedule 13G nor the information contained herein shall be deemed to constitute an affirmation by V. Prem Watsa, 1109519, Sixty Two, 810679, Fairfax, Odyssey Reinsurance, Zenith, LGICC, Wentworth, nSpire, TIG, Clearwater, Fairfax Barbados, Falcon, Newline, Advent or Riverstone that such person is the beneficial owner of the Shares referred to



herein for purposes of Section 13(d) or 13(g) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed.

**Item 5. Ownership of Five Percent or Less of a Class.**

Not applicable.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.**

Not applicable.

**Item 8. Identification and Classification of Members of the Group.**

See attached Exhibit No. 1.

**Item 9. Notice of Dissolution of Group.**

Not applicable.

**Item 10. Certification.**

By signing below each Reporting Person certifies that, to the best of its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

**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: October 28, 2011

V. Prem Watsa

/s/ V. Prem Watsa

**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: October 28, 2011

1109519 Ontario 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: October 28, 2011

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: October 28, 2011

810679 Ontario 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: October 28, 2011

Fairfax Financial Holdings Limited

By: /s/ V. Prem Watsa

Name: V. Prem Watsa

Title: Chairman and Chief Executive Officer

**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: October 28, 2011

Odyssey Reinsurance Company

By: /s/ Kirk Reische  
Name: Kirk Reische  
Title: Vice 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: October 28, 2011

Zenith Insurance Company

By: /s/ Michael Jensen

Name: Michael Jensen

Title: Executive Vice President & General Counsel



**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: October 28, 2011

Lombard General Insurance Company of Canada

By: /s/ W.J. Dunlop

Name: W.J. Dunlop

Title: Senior Vice President & General Counsel

**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: October 28, 2011

Wentworth Insurance Company Ltd.

By: /s/ Ronald Schokking  
Name: Ronald Schokking  
Title: Chairman

**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: October 28, 2011

nSpire Re Limited

By: /s/ Ronald Schokking  
Name: Ronald Schokking  
Title: Chairman & 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: October 28, 2011

TIG Insurance Company

By: /s/ John Bator

Name: John Bator

Title: Senior Vice President & Chief Financial Officer

**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: October 28, 2011

Clearwater Insurance Company

By: /s/ Kirk Reische  
Name: Kirk Reische  
Title: Vice 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: October 28, 2011

Fairfax (Barbados) International Corp.

By: /s/ Ronald Schokking  
Name: Ronald Schokking  
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: October 28, 2011

Falcon Insurance Company (Hong Kong) Ltd.

By: /s/ Gobinath Athappan  
Name: Gobinath Athappan  
Title: CEO

**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: October 28, 2011

Newline Corporate Name Limited

By: /s/ J.R.F. Micklem  
Name: J.R.F. Micklem  
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: October 28, 2011

Advent Capital No. 3 Limited

By: /s/ Neil Ewing  
Name: Neil Ewing  
Title: Company Secretary

**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: October 28, 2011

Riverstone Managing Agency Limited

By: /s/ Lorna Hemsley  
Name: Lorna Hemsley  
Title: Director

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**Exhibit Index**

<b>Exhibit No.</b>	<b>Description</b>
1	Members of filing group.
2	Joint Filing Agreement dated as of October 28, 2011 among V. Prem Watsa, 1109519 Ontario Limited, The Sixty Two Investment Company Limited, 810679 Ontario Limited, Fairfax Financial Holdings Limited, Odyssey Reinsurance Company, Zenith Insurance Company, Lombard General Insurance Company of Canada, Wentworth Insurance Company Ltd., nSpire Re Limited, TIG Insurance Company, Clearwater Insurance Company, Fairfax (Barbados) International Corp., Falcon Insurance Company (Hong Kong) Ltd., Newline Corporate Name Limited, Advent Capital No. 3 Limited and Riverstone Managing Agency Limited.

MEMBERS OF FILING GROUP

V. Prem Watsa

1109519 Ontario Limited

The Sixty Two Investment Company Limited

810679 Ontario Limited

Fairfax Financial Holdings Limited

Odyssey Reinsurance Company

Zenith Insurance Company

Lombard General Insurance Company of Canada

Wentworth Insurance Company Ltd.

nSpire Re Limited

TIG Insurance Company

Clearwater Insurance Company

Fairfax (Barbados) International Corp.

Falcon Insurance Company (Hong Kong) Ltd.

Newline Corporate Name Limited

Advent Capital No. 3 Limited

Riverstone Managing Agency Limited

CUSIP No. 46267Q202

AGREEMENT CONCERNING JOINT FILING  
OF SCHEDULE 13G

The undersigned agree as follows:

(i) each of them is individually eligible to use the Schedule 13G to which this Exhibit is attached, and such Schedule 13G is filed on behalf of each of them; and

(ii) each of them is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other person making the filing, unless such person knows or has reason to believe that such information is inaccurate.

This Agreement may be executed in any number of counterparts, each of which shall be deemed to be an original, but all of which, taken together, shall constitute one and the same instrument.

Dated: October 28, 2011

V. PREM WATSA

/s/ V. Prem Watsa

1109519 ONTARIO LIMITED

By: /s/ V. Prem Watsa  
Name: V. Prem Watsa  
Title: President

THE SIXTY TWO INVESTMENT COMPANY  
LIMITED

By: /s/ V. Prem Watsa  
Name: V. Prem Watsa  
Title: President

810679 ONTARIO LIMITED

By: /s/ V. Prem Watsa  
Name: V. Prem Watsa  
Title: President

FAIRFAX FINANCIAL HOLDINGS LIMITED

By: /s/ V. Prem Watsa  
Name: V. Prem Watsa  
Title: Chairman and Chief Executive Officer

ODYSSEY REINSURANCE COMPANY

By: /s/ Kirk Reische  
Name: Kirk Reische  
Title: Vice President

ZENITH INSURANCE COMPANY

By: /s/ Michael Jensen  
Name: Michael Jensen  
Title: Executive Vice President & General Counsel

LOMBARD GENERAL INSURANCE COMPANY  
OF CANADA

By: /s/ W.J. Dunlop  
Name: W.J. Dunlop  
Title: Senior Vice President & General Counsel

WENTWORTH INSURANCE COMPANY LTD.

By: /s/ Ronald Schokking  
Name: Ronald Schokking  
Title: Chairman

NSPIRE RE LIMITED

By: /s/ Ronald Schokking  
Name: Ronald Schokking  
Title: Chairman & Director

TIG INSURANCE COMPANY

By: /s/ John Bator  
Name: John Bator  
Title: Senior Vice President & Chief Financial Officer

CLEARWATER INSURANCE COMPANY

By: /s/ Kirk Reische  
Name: Kirk Reische  
Title: Vice President

FAIRFAX (BARBADOS) INTERNATIONAL CORP.

By: /s/ Ronald Schokking  
Name: Ronald Schokking  
Title: Director

FALCON INSURANCE COMPANY (HONG KONG)  
LTD.

By: /s/ Gobinath Athappan  
Name: Gobinath Athappan  
Title: CEO

NEWLINE CORPORATE NAME LIMITED

By: /s/ J.R.F. Micklem  
Name: J.R.F. Micklem  
Title: Director

ADVENT CAPITAL NO. 3 LIMITED

By: /s/ Neil Ewing  
Name: Neil Ewing  
Title: Company Secretary



RIVERSTONE MANAGING AGENCY LIMITED

By: /s/ Lorna Hemsley  
Name: Lorna Hemsley  
Title: Director