

ODYSSEY AMERICA REINSURANCE CORP

Form 3

December 30, 2009

**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 \*

Â FAIRFAX FINANCIAL HOLDINGS LTD/ CAN

(Last) (First) (Middle)

95 WELLINGTON STREET WEST,Â SUITE 800

(Street)

TORONTO,Â A6Â M5J 2N7

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)  
 12/21/2009

3. Issuer Name and Ticker or Trading Symbol  
 SANDRIDGE ENERGY INC [SD]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer \_\_\_ Other  
 (give title below) (specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_ Form filed by One Reporting Person  
 \_\_\_X\_\_\_ 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, \$0.001 par value (?Common Shares?)	6,673,600	I	See footnote <sup>(1)</sup>

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)
6.0% Conv. Perpetual Preferred Stock (?Preferred Shares?)	02/01/2010	Â (2)	Common Stock, \$0.001 par value	18,422,992 (3)	\$ (3)	I	See footnote (4)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FAIRFAX FINANCIAL HOLDINGS LTD/ CAN 95 WELLINGTON STREET WEST SUITE 800 TORONTO,Â A6Â M5J 2N7	Â	Â X	Â	Â
FAIRFAX INC 300 FIRST STAMFORD PLACE STAMFORD,Â CTÂ 06902	Â	Â X	Â	Â
MARKEL INSURANCE CO OF CANADA 55 UNIVERSITY AVENUE SUITE 1500 TORONTO,Â A6Â M5J 2H7	Â	Â X	Â	Â
Federated Insurance CO of Canada 717 PORTAGE AVENUE WINNIPEG,Â A2Â R3C 3C9	Â	Â X	Â	Â
COMMONWEALTH INSURANCE CO 595 BURRARD STREET SUITE 1500, BOX 49115 BENTALL TOWER III VANCOUVER,Â A1Â V7X 1G4	Â	Â X	Â	Â
LOMBARD GENERAL INSURANCE CO OF CANADA 105 ADELAIDE STREET WEST, 3RD FLOOR TORONTO,Â A6Â M5H 1P9	Â	Â X	Â	Â
UNITED STATES FIRE INSURANCE CO 305 MADISON AVENUE MORRISSTOWN,Â NJÂ 07962	Â	Â X	Â	Â
NORTH RIVER INSURANCE CO 305 MADISON AVENUE MORRISSTOWN,Â NJÂ 07962	Â	Â X	Â	Â
ODYSSEY AMERICA REINSURANCE CORP 300 FIRST STAMFORD PLACE STAMFORD,Â CTÂ 06902	Â	Â X	Â	Â

## Signatures

/s/ Paul Rivett, Vice President and Chief Legal Officer	12/30/2009
__Signature of Reporting Person	Date
/s/ Bradley P. Martin, Vice President	12/30/2009
__Signature of Reporting Person	Date
/s/ Craig Pinnock, Director	12/30/2009
__Signature of Reporting Person	Date
/s/ Craig Pinnock, Director	12/30/2009
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__Signature of Reporting Person	Date
/s/ Craig Pinnock, Director	12/30/2009
__Signature of Reporting Person	Date
/s/ Paul Bassaline, Vice President	12/30/2009
__Signature of Reporting Person	Date
/s/ Paul Bassaline, Vice President	12/30/2009
__Signature of Reporting Person	Date
/s/ Peter H. Lovell, Senior Vice President	12/30/2009
__Signature of Reporting Person	Date

## 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).

147,000 Common Shares are held directly by V. Prem Watsa, 260,000 Common Shares are held by Markel Insurance Company of Canada, 150,000 Common Shares are held by Federated Insurance Company of Canada, 406,000 Common Shares are held by Commonwealth Insurance Company, 883,000 Common Shares are held by Lombard General Insurance Company of Canada, 658,000 Common Shares are held by United States Fire Insurance Company and 4,169,600 Common Shares are held by Odyssey America Reinsurance Corporation.

(2) The Preferred Shares are convertible into Common Shares at the option of the holder thereof at any time prior to December 21, 2014, on which date the Preferred Shares will be automatically converted into Common Shares.

(3) Each Preferred Share is convertible into 9.21 Common Shares, subject to adjustment under certain circumstances.

70,000 Preferred Shares are held by Markel Insurance Company of Canada, 40,000 Preferred Shares are held by Federated Insurance Company of Canada, 110,000 Preferred Shares are held by Commonwealth Insurance Company, 240,000 Preferred Shares are held by Lombard General Insurance Company of Canada, 500,000 Preferred Shares are held by Fairfax Inc. and 250,000 Preferred Shares are held by The North River Insurance Company, 750,000 Preferred Shares are held by Odyssey America Reinsurance Corporation and 40,000 Preferred Shares held by pension plans of certain subsidiaries of Fairfax Financial Holdings Limited.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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