Edgar Filing: International Coal Group, Inc. - Form 4

International Coal Group, Inc. Form 4 August 15, 2007 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB Washington, D.C. 20549 Number: Check this box Expires: if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading FAIRFAX FINANCIAL Issuer Symbol HOLDINGS LTD/ CAN International Coal Group, Inc. [ICO] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) Director Officer (give title 95 WELLINGTON STREET 08/13/2007 below) below) WEST, SUITE 800 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting TORONTO, ONTARIO Person CANADA M5J 2N7 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) 5. Amount of 1.Title of 2. Transaction Date 2A. Deemed 3 6. Transaction Disposed of (D) Securities Ownership Security (Month/Day/Year) Execution Date, if (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: any Direct (D) (Month/Day/Year) (Instr. 8) Owned Following or Indirect Reported (I) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Price Code V (D) Amount Common Stock, 08/13/2007 Ρ 450.000 18,139,000 I A 3 999 \$0.01 par value

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

3235-0287

January 31,

10% Owner Other (specify

7. Nature of

Indirect

Beneficial

Ownership

(Instr. 4)

See

(1)

footnote

2005

0.5

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. 6. Date Exercisable and onNumber Expiration Date of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Amou Unde Secur	le and unt of rlying rities : 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
FAIRFAX FINANCIAL HOLDINGS LTD/ CAN 95 WELLINGTON STREET WEST SUITE 800 TORONTO, ONTARIO CANADA M5J 2N7		Х				
WATSA V PREM ET AL 95 WELLINGTON STREET WEST SUITE 800 TORONTO, ONTARIO CANADA M5J 2N7		Х				
1109519 ONTARIO LTD 95 WELLINGTON STREET WEST SUITE 800 TORONTO, ONTARIO CANADA M5J 2N7		Х				
SIXTY TWO INVESTMENT CO LTD 1600 CATHEDRAL PLACE 925 WEST GEORGIA ST. VANCOUVER, BC CANADA V6C 3L3		Х				
810679 ONTARIO LTD 95 WELLINGTON STREET WEST SUITE 800 TORONTO, ONTARIO CANADA M5J 2N7		Х				
ODYSSEY RE HOLDINGS CORP 300 FIRST STAMFORD PLACE STAMFORD, CT 06902		Х				
ODYSSEY AMERICA REINSURANCE CORP		Х				

300 FIRST STAMFORD PLACE STAMFORD, CT 06902

Signatures

/s/ V. Prem Watsa, Chairman and Chief Executive Officer	08/15/2007
**Signature of Reporting Person	Date
/s/ V. Prem Watsa	08/15/2007
<pre>Signature of Reporting Person</pre>	Date
/s/ V. Prem Watsa, President	08/15/2007
**Signature of Reporting Person	Date
/s/ V. Prem Watsa, President	08/15/2007
**Signature of Reporting Person	Date
/s/ V. Prem Watsa, President	08/15/2007
**Signature of Reporting Person	Date
/s/ Donald L. Smith, Senior Vice President	08/15/2007
**Signature of Reporting Person	Date
/s/ Donald L. Smith, Senior Vice President	08/15/2007
**Signature of Reporting Person	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(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).

The shares of common stock are held directly by Fairfax Financial Holdings Limited ("Fairfax") and held by subsidiaries of Fairfax,
 including 1,200,000 shares of common stock held directly by Fairfax and, following the transactions reported herein, 8,982,863 shares of common stock held by Odyssey America Reinsurance Corporation.

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.