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**M.8028 - FAIRFAX FINANCIAL HOLDINGS / OPG COMMERCIAL HOLDINGS /
EUROLIFE ERB INSURANCE GROUP HOLDING**

SECTION 1.2

Description of the concentration

1. The Commission has received notification of a proposed concentration pursuant to Article 4 of the Merger Regulation, by which Fairfax Financial Holdings Limited (Fairfax), Canada and OPG Commercial Holdings (Lux) S.à r.l. (OPG and together with Fairfax, the Notifying Parties) will acquire within the meaning of Article 3(1)(b) of the Merger Regulation, joint control of Eurolife ERB Insurance Group Holdings S.A. (Eurolife), as part of an agreement (Transaction).
2. Fairfax is a holding company, which through its subsidiaries is engaged in property and casualty insurance and reinsurance and investment management. Fairfax is listed on the Toronto Stock Exchange.
3. OPG is a Luxembourg-incorporated holding company, which forms part of the wider OMERS Group (as described below). OMERS Administration Corporation (OMERS) is the administrator of the Ontario Municipal Employees Retirement System Primary Pension Plan and trustee of the pension funds. OMERS manages a diversified global portfolio of stocks and bonds as well as real estate, private equity and infrastructure investments (together, the OMERS Group).
4. Eurolife is a holding company, which through its subsidiaries is engaged in life and non-life insurance and reinsurance and insurance distribution in Greece and Romania.
5. The Notifying Parties do not consider that the Transaction will have any competitive impact either on the markets for insurance and reinsurance products or on the market of insurance distribution services.