

Form 62-103F1
REQUIRED DISCLOSURE UNDER THE EARLY WARNING REQUIREMENTS

Item 1 - Security and Reporting Issuer

- 1.1 **State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.**

This report relates to the common shares (the “**Common Shares**”) and the 1.75% unsecured subordinated convertible debentures maturing November 13, 2023 (the “**1.75% Debentures**”) of BlackBerry Limited (“**BlackBerry**”).

BlackBerry’s address is:

2200 University Avenue East
Waterloo, ON N2K 0A7

- 1.2 **State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.**

The transaction took place by way of a private transaction (and not through the facilities of the Toronto Stock Exchange).

Item 2 - Identity of the Acquiror

- 2.1 **State the name and address of the acquiror.**

Fairfax Financial Holdings Limited
95 Wellington Street West
Suite 800
Toronto, Ontario M5J 2N7

Fairfax is a corporation continued under the *Canada Business Corporations Act* and is a holding company which, through its subsidiaries, is engaged in property and casualty insurance and reinsurance and the associated investment management.

- 2.2 **State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.**

On August 23, 2021, Fairfax Financial Holdings Limited (“**Fairfax**”) completed its previously announced transaction (the “**RiverStone Transaction**”) with CVC Strategic Opportunities Fund II (“**CVC**”) to sell all of its interests in RiverStone Europe to CVC.

906,844 Common Shares (the “**Shares**”) and US\$35,310,000 aggregate principal amount of 1.75% Debentures (the “**Debentures**”) are beneficially owned by subsidiaries of RiverStone Europe and accordingly, CVC became the indirect beneficial owner of the Shares and Debentures upon completion of the RiverStone Transaction.

In connection with the RiverStone Transaction, Fairfax entered into Asset Value Loan Notes (“AVLNs”) with the current holders of the Shares and Debentures (the “Payees”) for purposes of assurance of the value of the Shares and Debentures until such time as such Shares and Debentures are purchased by Fairfax or its affiliates or sold at the direction of Hamblin Watsa Investment Counsel Ltd. (“HWIC”), a wholly-owned subsidiary of Fairfax. Fairfax, through HWIC, continues to have control and direction over the Shares and Debentures.

2.3 State the names of any joint actors.

Not applicable.

Item 3 - Interest in Securities of the Reporting Issuer

3.1 State the designation and number or principal amount of securities acquired or disposed of that triggered the requirement to file the report and the change in the acquiror’s securityholding percentage in the class of securities.

See item 2.2.

3.2 State whether the acquiror acquired or disposed ownership of, or acquired or ceased to have control over, the securities that triggered the requirement to file the report.

See item 2.2.

3.3 If the transaction involved a securities lending arrangement, state that fact.

Not applicable.

3.4 State the designation and number or principal amount of securities and the acquiror’s securityholding percentage in the class of securities, immediately before and after the transaction or other occurrence that triggered the requirement to file this report.

Prior to completion of the RiverStone Transaction, Fairfax and its affiliates beneficially owned and controlled US\$330,000,000 aggregate principal amount of 1.75% Debentures, representing 55,000,000 Common Shares assuming full conversion. Together with the Common Shares owned by Fairfax and its affiliates and assuming full conversion of the 1.75% Debentures beneficially owned and controlled by Fairfax, Fairfax beneficially owned and controlled 101,724,700 Common Shares representing, assuming all other 1.75% Debentures are converted, approximately 16.2% of the total Common Shares outstanding or, if no other 1.75% Debentures are converted, approximately 16.4% of the total Common Shares outstanding.

Upon completion of the RiverStone Transaction, Fairfax and its affiliates (i) beneficially own and control 45,817,856 Common Shares and US\$294,690,000 aggregate principal amount of 1.75% Debentures, representing an aggregate of 94,932,856 Common Shares

assuming full conversion of the 1.75% Debentures beneficially owned and controlled by Fairfax and its affiliates, representing, assuming all other 1.75% Debentures are converted, approximately 15.1% of the total Common Shares outstanding or, if no other 1.75% Debentures are converted, approximately 15.4% of the total Common Shares outstanding, and (ii) do not beneficially own but control 906,844 Common Shares and US\$35,310,000 aggregate principal amount of 1.75% Debentures, representing an aggregate of 6,791,844 Common Shares, assuming full conversion of the 1.75% Debentures not beneficially owned but controlled by Fairfax and its affiliates, representing, assuming all other 1.75% Debentures are converted, approximately 1.1% of the total Common Shares outstanding or, if no other 1.75% Debentures are converted, approximately 1.2% of the total Common Shares outstanding. Fairfax's aggregate ownership, control and direction of the Common Shares and the Debentures represents, assuming full conversion of the 1.75% Debentures beneficially owned and controlled by Fairfax and its affiliates, assuming all other 1.75% Debentures are converted, approximately 16.2% of the total Common Shares outstanding or, if no other 1.75% Debentures are converted, approximately 16.4% of the total Common Shares outstanding.

- 3.5 State the designation and number or principal amount of securities and the acquiror's securityholding percentage in the class of securities referred to in item 3.4 over which**
- (a) the acquiror, either alone or together with any joint actors, has ownership and control,**

See item 3.4.
 - (b) the acquiror, either alone or together with any joint actors, has ownership but control is held by persons or companies other than the acquiror or any joint actor, and**

Not applicable.
 - (c) the acquiror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.**

See item 3.4.
- 3.6 If the acquiror or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the acquiror's securityholdings.**
- See item 6.
- 3.7 If the acquiror or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the**

arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.

Not applicable.

State if the securities lending arrangement is subject to the exception provided in section 5.7 of NI 62-104.

Not applicable.

- 3.8 If the acquiror or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the acquiror's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.**

See item 6.

Item 4 - Consideration Paid

- 4.1 State the value, in Canadian dollars, of any consideration paid or received per security and in total.**

Not applicable.

- 4.2 In the case of a transaction or other occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, disclose the nature and value, in Canadian dollars, of the consideration paid or received by the acquiror.**

See items 2.2 and 6.

- 4.3 If the securities were acquired or disposed of other than by purchase or sale, describe the method of acquisition or disposition.**

See items 2.2 and 6.

Item 5 - Purpose of the Transaction

State the purpose or purposes of the acquiror and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the acquiror and any joint actors may have which relate to or would result in any of the following:

- (a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the reporting issuer;**

- (b) a corporate transaction, such as a merger, reorganization or liquidation, involving the reporting issuer or any of its subsidiaries;
- (c) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;
- (d) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;
- (e) a material change in the present capitalization or dividend policy of the reporting issuer;
- (f) a material change in the reporting issuer's business or corporate structure;
- (g) a change in the reporting issuer's charter, bylaws or similar instrument or another action which might impede the acquisition of control of the reporting issuer by any person or company;
- (h) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;
- (i) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;
- (j) a solicitation of proxies from securityholders;
- (k) an action similar to any of those enumerated above.

The disposition of beneficial ownership of the Shares and Debentures was done as part of a divestment by Fairfax of the RiverStone Europe business. The purpose of the AVLNs is for the economic exposure to the Shares and Debentures to remain with Fairfax. The timing of any sale or repurchase of Shares and Debentures under the AVLNs may depend on a number of factors, including market conditions and the timing of the sale or repurchase of other securities subject to other AVLNs by Fairfax. In the future, Fairfax may discuss with management and/or the board of directors of BlackBerry any of the transactions listed in clauses **Error! Reference source not found.** to **Error! Reference source not found.** of this item **Error! Reference source not found.** and it may further purchase, hold, vote, trade, dispose or otherwise deal in the securities of BlackBerry, in such manner as it deems advisable to benefit from changes in market prices of BlackBerry securities, publicly disclosed changes in the operations of BlackBerry, its business strategy or prospects or from a material transaction of BlackBerry.

Item 6 - Agreements, Arrangements, Commitments or Understandings with Respect to Securities of the Reporting Issuer

Describe the material terms of any agreements, arrangements, commitments or understandings between the acquiror and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder's fees,

joint ventures, loan or option arrangements, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment power over such securities, except that disclosure of standard default and similar provisions contained in the loan agreements need not be included.

During the term of the AVLNs, Fairfax's wholly-owned subsidiary, HWIC, will have operational control over the Shares and Debentures (other than the right to grant any encumbrance over the Shares and Debentures), including having sole control over all voting and related matters involving the Shares and Debentures, other than where the exercise of such right could reasonably be expected, in the opinion of the Payee, to result in liability, regulatory breach or material reputational damage.

The AVLN is structured to provide that the Payee will receive a specified price for the Shares and Debentures when the Shares and Debentures are ultimately sold at the direction of HWIC or repurchased by Fairfax or an affiliate no later than December 31, 2022. The specified price for the Shares and Debentures is calculated as the market value of the Shares as of December 31, 2019 plus interest on such amount to the date of sale at an annualised rate of 3% (compounding annually), less any distributions received by the Payee in respect of the Shares and Debentures, plus any costs. Any amounts received in excess of that specified price will be for the benefit of Fairfax.

Similar AVLNs have been entered into by Fairfax with the Payees in respect of a number of other investments held by Riverstone Europe in public and private entities. The timing of any sale or repurchase of Shares or Debentures under the AVLNs may depend on a number of factors, including market conditions and the timing of the sale or repurchase of other securities subject to other AVLNs by Fairfax.

Item 7 - Change in Material Fact

If applicable, describe any change in a material fact set out in a previous report filed by the acquiror under the early warning requirements or Part 4 in respect of the reporting issuer's securities.

See item 2.2 above.

Item 8 - Exemption

If the acquiror relies on an exemption from requirements in securities legislation applicable to formal bids for the transaction, state the exemption being relied on and describe the facts supporting that reliance.

Not applicable.

Item 9 - Certification

I, as the acquiror, certify, or I, as the agent filing this report on behalf of an acquiror, certify to the best of my knowledge, information and belief, that the statements made in this report are true and complete in every respect.

Dated: August 25, 2021

**FAIRFAX FINANCIAL HOLDINGS
LIMITED**

By: (signed) "Peter Clarke"
Name: Peter Clarke
Title: Chief Operating Officer