

Edgar Filing: BERKSHIRE HATHAWAY INC - Form 13F-HR/A

BERKSHIRE HATHAWAY INC  
Form 13F-HR/A  
November 24, 2009

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2009

Check here if Amendment [X]; Amendment Number: 1  
This Amendment (Check only one.): [X] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Berkshire Hathaway Inc.  
Address: 1440 Kiewit Plaza  
Omaha, NE 68131

Form 13F File Number: 28-4545

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Marc D. Hamburg  
Title: Vice President  
Phone: 402-346-1400

Signature, Place, and Date of Signing:

|                     |               |                   |
|---------------------|---------------|-------------------|
| (s) Marc D. Hamburg | Omaha, NE     | November 24, 2009 |
| -----               | -----         | -----             |
| [Signature]         | [City, State] | [Date]            |

Report Type (Check only one.):

- [ ] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- [ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [X] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

|                      |       |
|----------------------|-------|
| Form 13F File Number | Name  |
| -----                | ----- |

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28-5194

General Re - New England Asset Management, Inc.

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 21  
 Form 13F Information Table Entry Total: 114  
 Form 13F Information Table Value Total: \$56,546,051  
 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

| NO. | FORM 13F FILE NUMBER | NAME  |
|-----|----------------------|---|
| 1.  | 28-5678              | Berkshire Hathaway Life Insurance Co. of Nebraska |
| 2.  | 28-10388             | BH Columbia Inc.                                  |
| 3.  | 28-719               | Blue Chip Stamps                                  |
| 4.  | 28-554               | Buffett, Warren E.                                |
| 5.  | 28-1517              | Columbia Insurance Co.                            |
| 6.  | 28-2226              | Cornhusker Casualty Co.                           |
| 7.  | 28-06102             | Cypress Insurance Company                         |
| 8.  | 28-11217             | Fechheimer Brothers Company                       |
| 9.  | 28-                  | GEC Investment Managers                           |
| 10. | 28-852               | GEICO Corp.                                       |
| 11. | 28-101               | Government Employees Ins. Corp.                   |
| 12. | 28-                  | Medical Protective Corp.                          |
| 13. | 28-1066              | National Fire & Marine                            |
| 14. | 28-718               | National Indemnity Co.                            |
| 15. | 28-5006              | National Liability & Fire Ins. Co.                |
| 16. | 28-11222             | Nebraska Furniture Mart                           |
| 17. | 28-717               | OBH Inc.  |
| 18. | 28-                  | U.S. Investment Corp.                             |
| 19. | 28-1357              | Wesco Financial Corp.                             |
| 20. | 28-3091              | Wesco Financial Ins. Co.                          |
| 21. | 28-3105              | Wesco Holdings Midwest, Inc.                      |

BERKSHIRE HATHAWAY INC.  
 Form 13F Information Table  
 September 30, 2009

| Column 1       | Column 2       | Column 3     | Column 4                    | Column 5                      | Column 6                  | Column 7             |                    |
|----------------|----------------|--------------|-----------------------------|-------------------------------|---------------------------|----------------------|--------------------|
| Name of Issuer | Title of Class | CUSIP Number | Market Value (In Thousands) | Shares or Principal Amount \$ | Investment Discretion (c) | Other                |                    |
|                |                |              |                             |                               | (a) Sole                  | (b) Shared - Defined | (c) Shared - Other |
|                |                |              |                             |                               |                           |                      |                    |

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|                              |         |             |            |             |   |         |
|------------------------------|---------|-------------|------------|-------------|---|---------|
| American Express Co.         | Com     | 025816 10 9 | 583,941    | 17,225,400  | X | 4,2,5,1 |
|                              |         |             | 271,018    | 7,994,634   | X | 4,13,17 |
|                              |         |             | 4,076,674  | 120,255,879 | X | 4,14,17 |
|                              |         |             | 65,871     | 1,943,100   | X | 4,3,17, |
|                              |         |             | 47,450     | 1,399,713   | X | 4,16,17 |
|                              |         |             | 28,470     | 839,832     | X | 4,8,17  |
|                              |         |             | 66,178     | 1,952,142   | X | 4,17    |
| Bank of America Corp.        | Com     | 060505 10 4 | 84,600     | 5,000,000   | X | 4,9,10, |
| Beckton Dickinson & Co.      | Com     | 075887 10 9 | 83,700     | 1,200,000   | X | 4,9,10, |
| Burlington Northern Santa Fe | Com     | 12189T 10 4 | 6,129,110  | 76,777,029  | X | 4,14,17 |
| Carmax Inc.                  | Com     | 143130 10 2 | 188,100    | 9,000,000   | X | 4,9,10, |
| Coca Cola                    | Com     | 191216 10 0 | 21,480     | 400,000     | X | 4,17    |
|                              |         |             | 95,371     | 1,776,000   | X | 4,15,17 |
|                              |         |             | 386,941    | 7,205,600   | X | 4,3,17, |
|                              |         |             | 2,155,604  | 40,141,600  | X | 4,2,5,1 |
|                              |         |             | 7,515,079  | 139,945,600 | X | 4,14,17 |
|                              |         |             | 490,775    | 9,139,200   | X | 4,13,17 |
|                              |         |             | 25,776     | 480,000     | X | 4,16,17 |
|                              |         |             | 48,974     | 912,000     | X | 4,7, 17 |
| Comcast Corp                 | CLA SPL | 20030N 20 0 | 192,960    | 12,000,000  | X | 4,9,10, |
| Comdisco Holding Co.         | Com     | 200334 10 0 | 10,038     | 1,218,199   | X | 4,14,17 |
|                              |         |             | 2,496      | 302,963     | X | 4,2,5,1 |
|                              |         |             | 142        | 17,215      | X | 4,13,17 |
| ConocoPhillips               | Com     | 20825C 10 4 | 2,232,266  | 49,430,168  | X | 4,14,17 |
|                              |         |             | 90,320     | 2,000,000   | X | 4,13,17 |
|                              |         |             | 270,960    | 6,000,000   | X | 4,9,10, |
| Costco Wholesale Corp.       | Com     | 22160K 10 5 | 296,221    | 5,254,000   | X | 4,14,17 |
| Exxon Mobil Corp.            | Com     | 30231G 10 2 | 58,627     | 854,490     | X | 4,14,17 |
|                              |         |             | 28,940     | 421,800     | X | 4       |
| Gannett Inc.                 | Com     | 364730 10 1 | 43,129     | 3,447,600   | X | 4,14,17 |
| General Electric Co.         | Com     | 369604 10 3 | 127,713    | 7,777,900   | X | 4       |
| GlaxoSmithKline              | ADR     | 37733W 10 5 | 59,680     | 1,510,500   | X | 4,14,17 |
| Home Depot Inc.              | Com     | 437076 10 2 | 73,470     | 2,757,898   | X | 4,9,10, |
| Ingersoll-Rd Company LTD.    | CLA     | G4776G 10 1 | 19,506     | 636,600     | X | 4       |
|                              |         |             | 219,167    | 7,146,000   | X | 4,9,10, |
| Iron Mountain Inc.           | Com     | 462846 10 6 | 89,902     | 3,372,200   | X | 4,9,10, |
|                              |         |             | -----      |             |   |         |
|                              |         |             | 26,180,649 |             |   |         |
|                              |         |             | -----      |             |   |         |

BERKSHIRE HATHAWAY INC.  
Form 13F Information Table  
September 30, 2009

| Column 1 | Column 2 | Column 3 | Column 4     | Column 5  | Column 6              | Column 7 |
|----------|----------|----------|--------------|-----------|-----------------------|----------|
|          |          |          | Market Value | Shares or | Investment Discretion | (c)      |

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| Name of Issuer         | Title of Class | CUSIP Number | (In Thousands) | Principal Amount \$ | (a) Sole | (b) - Defined | Shared -Other | Other Manag |
|------------------------|----------------|--------------|----------------|---------------------|----------|---------------|---------------|-------------|
| Johnson & Johnson      | Com            | 478160 10 4  | 302,818        | 4,973,200           |          |               | X             | 4           |
|                        |                |              | 1,051,244      | 17,264,633          |          |               | X             | 4,14,17     |
|                        |                |              | 19,807         | 325,300             |          |               | X             | 4,3,17,19   |
|                        |                |              | 553,320        | 9,087,200           |          |               | X             | 4,13,17     |
|                        |                |              | 48,225         | 792,000             |          |               | X             | 4,2,5,12,   |
|                        |                |              | 35,012         | 575,000             |          |               | X             | 4,18        |
| Kraft Foods Inc.       | Com            | 50075N 10 4  | 237,307        | 3,897,300           |          |               | X             | 4,9,10,11   |
|                        |                |              | 2,343,872      | 89,222,400          |          |               | X             | 4,14,17     |
|                        |                |              | 808,861        | 30,790,300          |          |               | X             | 4,2,5,17    |
|                        |                |              | 262,700        | 10,000,000          |          |               | X             | 4,3,17,19   |
|                        |                |              | 6,825          | 259,800             |          |               | X             | 4,2,5,12,   |
| Lowes Companies Inc.   | Com            | 548661 10 7  | 210,160        | 8,000,000           |          |               | X             | 4           |
|                        |                |              | 136,110        | 6,500,000           |          |               | X             | 4,9,10,11   |
| M & T Bank Corporation | Com            | 55261F 10 4  | 374,129        | 6,003,360           |          |               | X             | 4,14,17     |
|                        |                |              | 34,027         | 546,000             |          |               | X             | 4,9,10,11   |
|                        |                |              | 10,326         | 165,700             |          |               | X             | 4,13,17     |
| Moody's                | Com            | 615369 10 5  | 480,808        | 23,499,912          |          |               | X             | 4,14,17     |
|                        |                |              | 321,619        | 15,719,400          |          |               | X             | 4,9,10,11   |
| NRG Energy, Inc.       | Com            | 629377 50 8  | 169,140        | 6,000,000           |          |               | X             | 4,9,10,11   |
| Nalco Holding Co.      | Com            | 62985Q 10 1  | 184,410        | 9,000,000           |          |               | X             | 4,9,10,11   |
| Nestle                 | ADR            | 641069 40 6  | 144,697        | 3,400,000           |          |               | X             | 4,9,10,11   |
| Nike Inc.              | Com            | 654106 10 3  | 494,373        | 7,641,000           |          |               | X             | 4,9,10,11   |
| Norfolk Southern Corp. | Com            | 655844 10 8  | 83,332         | 1,933,000           |          |               | X             | 4,2,5,17    |
|                        |                |              |                |                     |          |               |               |             |
| Procter & Gamble Co.   | Com            | 742718 10 9  | 3,226,162      | 55,700,318          |          |               | X             | 4,14,17     |
|                        |                |              | 1,174,618      | 20,280,000          |          |               | X             | 4,2,5,17    |
|                        |                |              | 361,421        | 6,240,000           |          |               | X             | 4,13,17     |
|                        |                |              | 361,421        | 6,240,000           |          |               | X             | 4,3,17,19   |
|                        |                |              | 45,178         | 780,000             |          |               | X             | 4,15,17     |
|                        |                |              | 90,355         | 1,560,000           |          |               | X             | 4,7,17      |
|                        |                |              | 66,069         | 1,140,692           |          |               | X             | 4,9,10,11   |
|                        |                |              | 253,400        | 4,375,000           |          |               | X             | 4           |
| Republic Services Inc. | Com            | 760759 10 0  | 96,316         | 3,625,000           |          |               | X             | 4,9,10,11   |
| Sanofi Aventis         | ADR            | 80105N 10 5  | 18,050         | 488,500             |          |               | X             | 4,9,10,11   |
|                        |                |              | 107,012        | 2,896,133           |          |               | X             | 4,14,17     |
|                        |                |              | 6,256          | 169,300             |          |               | X             | 4,13,17     |
|                        |                |              | 12,932         | 350,000             |          |               | X             | 4,2,5,12,   |
| Sun Trusts Banks Inc.  | Com            | 867914 10 3  | 50,056         | 2,219,778           |          |               | X             | 4,14,17     |
|                        |                |              | 19,393         | 860,000             |          |               | X             | 4,2,5,17    |
|                        |                |              | -----          |                     |          |               |               |             |
|                        |                |              | 14,201,761     |                     |          |               |               |             |
|                        |                |              | -----          |                     |          |               |               |             |

BERKSHIRE HATHAWAY INC.  
Form 13F Information Table  
September 30, 2009

Column 1      Column 2      Column 3      Column 4      Column 5      Column 6      Col

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| Name of Issuer             | Title of Class | CUSIP Number | Market Value (In Thousands) | Shares or Principal Amount \$ | Investment Discretion |                      |                    | Other   |
|----------------------------|----------------|--------------|-----------------------------|-------------------------------|-----------------------|----------------------|--------------------|---------|
|                            |                |              |                             |                               | (a) Sole              | (b) Shared - Defined | (c) Shared - Other |         |
| Torchmark Corp.            | Com            | 891027 10 4  | 3,368                       | 77,551                        |                       | X                    |                    | 1,4,14, |
|                            |                |              | 19,532                      | 449,728                       |                       | X                    |                    | 4,2,5,1 |
|                            |                |              | 71,959                      | 1,656,900                     |                       | X                    |                    | 4,14,17 |
|                            |                |              | 27,782                      | 639,700                       |                       | X                    |                    | 4,13,17 |
| The Travelers Companies    | Com            | 89417E 10 9  | 1,346                       | 27,336                        |                       | X                    |                    | 4,14,17 |
| US Bancorp                 | Com            | 902973 30 4  | 509,498                     | 23,307,300                    |                       | X                    |                    | 4,2,5,1 |
|                            |                |              | 454,006                     | 20,768,826                    |                       | X                    |                    | 4,14,17 |
|                            |                |              | 182,859                     | 8,365,000                     |                       | X                    |                    | 4       |
|                            |                |              | 218,600                     | 10,000,000                    |                       | X                    |                    | 4,3,17, |
|                            |                |              | 47,524                      | 2,174,000                     |                       | X                    |                    | 4,2,5,1 |
|                            |                |              | 38,146                      | 1,745,000                     |                       | X                    |                    | 4,18    |
|                            |                |              | 58,569                      | 2,679,300                     |                       | X                    |                    | 4,9,10, |
| USG Corporation            | Com            | 903293 40 5  | 293,300                     | 17,072,192                    |                       | X                    |                    | 4,14,17 |
| Union Pacific Corp.        | Com            | 907818 10 8  | 519,665                     | 8,906,000                     |                       | X                    |                    | 4,2,5,1 |
|                            |                |              | 38,044                      | 652,000                       |                       | X                    |                    | 4,14,17 |
| United Parcel Service Inc. | Com            | 911312 10 6  | 80,707                      | 1,429,200                     |                       | X                    |                    | 4       |
| United Health Group Inc.   | Com            | 91324P 10 2  | 85,136                      | 3,400,000                     |                       | X                    |                    | 4,9,10, |
| Wal-Mart Stores, Inc.      | Com            | 931142 10 3  | 1,604,784                   | 32,690,642                    |                       | X                    |                    | 4,14,17 |
|                            |                |              | 46,439                      | 946,000                       |                       | X                    |                    | 4,9,10, |
|                            |                |              | 206,178                     | 4,200,000                     |                       | X                    |                    | 4       |
| Washington Post Co.        | Cl B           | 939640 10 8  | 418,606                     | 894,304                       |                       | X                    |                    | 4,14,17 |
|                            |                |              | 69,421                      | 148,311                       |                       | X                    |                    | 4,5,1,6 |
|                            |                |              | 303,393                     | 648,165                       |                       | X                    |                    | 4,13,17 |
|                            |                |              | 17,312                      | 36,985                        |                       | X                    |                    | 4,15,17 |
| Wells Fargo & Co. Del      | Com            | 949746 10 1  | 1,507,332                   | 53,489,420                    |                       | X                    |                    | 4,2,5,1 |
|                            |                |              | 356,285                     | 12,643,200                    |                       | X                    |                    | 4,3,17, |
|                            |                |              | 1,079,661                   | 38,313,040                    |                       | X                    |                    | 4,13,17 |
|                            |                |              | 78,566                      | 2,788,000                     |                       | X                    |                    | 4,15,17 |
|                            |                |              | 28,180                      | 1,000,000                     |                       | X                    |                    | 4,17    |
|                            |                |              | 4,043,250                   | 143,479,420                   |                       | X                    |                    | 4,14,17 |
|                            |                |              | 45,362                      | 1,609,720                     |                       | X                    |                    | 4,16,17 |
|                            |                |              | 47,906                      | 1,700,000                     |                       | X                    |                    | 4,8,17  |
|                            |                |              | 23,108                      | 820,000                       |                       | X                    |                    | 4,7,17  |
|                            |                |              | 619,960                     | 22,000,000                    |                       | X                    |                    | 4,9,10, |
|                            |                |              | 450,880                     | 16,000,000                    |                       | X                    |                    | 4,1,6,1 |
|                            |                |              | 417,426                     | 14,812,857                    |                       | X                    |                    | 4       |
|                            |                |              | 76,086                      | 2,700,000                     |                       | X                    |                    | 4,2,5,1 |
|                            |                |              | 56,360                      | 2,000,000                     |                       | X                    |                    | 4,18    |
| Wellpoint Inc.             | Com            | 94973V 10 7  | 160,750                     | 3,394,213                     |                       | X                    |                    | 4,9,10, |
| Wesco Finl Corp.           | Com            | 950817 10 6  | 1,856,355                   | 5,703,087                     |                       | X                    |                    | 4,3,17  |
|                            |                |              | -----                       |                               |                       |                      |                    |         |
|                            |                |              | 16,163,641                  |                               |                       |                      |                    |         |
|                            |                |              | -----                       |                               |                       |                      |                    |         |
| GRAND TOTAL                |                |              | \$56,546,051                |                               |                       |                      |                    |         |
|                            |                |              | =====                       |                               |                       |                      |                    |         |

E: 10pt; FONT-FAMILY: Times New Roman">Events, such as the credit crisis, followed by prolonged periods of

economic instability or recession, that lead to:

- o Significant or prolonged decline in the value of a particular security or group of securities and impairment of the asset(s)
  - o Significant decline in investment income due to reduced or eliminated dividend payouts from a particular security or group of securities
    - o Significant rise in losses from surety and director and officer policies written for financial institutions
  - Prolonged low interest rate environment or other factors that limit the company's ability to generate growth in investment income or interest rate fluctuations that result in declining values of fixed-maturity investments, including declines in accounts in which we hold bank-owned life insurance contract assets
  - Increased competition that could result in a significant reduction in the company's premium volume
  - Changing consumer insurance-buying habits and consolidation of independent insurance agencies that could alter our competitive advantages
  - Inability to obtain adequate reinsurance on acceptable terms, amount of reinsurance purchased, financial strength of reinsurers and the potential for non-payment or delay in payment by reinsurers
  - Events or conditions that could weaken or harm the company's relationships with its independent agencies and hamper opportunities to add new agencies, resulting in limitations on the company's opportunities for growth, such as:
    - o Downgrades of the company's financial strength ratings
    - o Concerns that doing business with the company is too difficult
  - o Perceptions that the company's level of service, particularly claims service, is no longer a distinguishing characteristic in the marketplace
  - o Delays or inadequacies in the development, implementation, performance and benefits of technology projects and enhancements
  - Actions of insurance departments, state attorneys general or other regulatory agencies, including a change to a federal system of regulation from a state-based system, that:
    - o Restrict our ability to exit or reduce writings of unprofitable coverages or lines of business
    - o Place the insurance industry under greater regulatory scrutiny or result in new statutes, rules and regulations
  - o Add assessments for guaranty funds, other insurance related assessments or mandatory reinsurance arrangements; or that impair our ability to recover such assessments through future surcharges or other rate changes
    - o Increase our provision for federal income taxes due to changes in tax law
    - o Increase our other expenses
    - o Limit our ability to set fair, adequate and reasonable rates
    - o Place us at a disadvantage in the marketplace
  - o Restrict our ability to execute our business model, including the way we compensate agents
  - Adverse outcomes from litigation or administrative proceedings
-

- Events or actions, including unauthorized intentional circumvention of controls, that reduce the company's future ability to maintain effective internal control over financial reporting under the Sarbanes-Oxley Act of 2002
- Unforeseen departure of certain executive officers or other key employees due to retirement, health or other causes that could interrupt progress toward important strategic goals or diminish the effectiveness of certain longstanding relationships with insurance agents and others
- Events, such as an epidemic, natural catastrophe or terrorism, that could hamper our ability to assemble our workforce at our headquarters location
- Difficulties with technology or data security breaches that could negatively affect our ability to conduct business and our relationships with agents, policyholders and others

Further, the company's insurance businesses are subject to the effects of changing social, economic and regulatory environments. Public and regulatory initiatives have included efforts to adversely influence and restrict premium rates, restrict the ability to cancel policies, impose underwriting standards and expand overall regulation. The company also is subject to public and regulatory initiatives that can affect the market value for its common stock, such as measures affecting corporate financial reporting and governance. The ultimate changes and eventual effects, if any, of these initiatives are uncertain.

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Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

Exhibit 99.1 News release dated June 13, 2011, "Cincinnati Financial Corporation Announces Preliminary Loss Estimate for May Storms"

Exhibit 99.2 –Investor presentation slides

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CINCINNATI FINANCIAL CORPORATION

Date: June 13, 2011

/S/ Michael J. Sewell  
Michael J. Sewell, CPA  
Chief Financial Officer, Senior Vice President, and  
Treasurer

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