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BERKSHIRE HATHAWAY INC  
Form 13F-HR  
November 14, 2012

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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, 2012

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

Institutional Investment Manager Filing this Report:

Name: Berkshire Hathaway Inc.  
Address: 3555 Farnam Street  
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: Senior Vice President  
Phone: 402-346-1400

Signature, Place, and Date of Signing:

(s) Marc D. Hamburg Omaha, NE November 14, 2012  
-----  
[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.

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 14  
 Form 13F Information Table Entry Total: 119  
 Form 13F Information Table Value Total: \$75,326,633  
 (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.]

| FORM 13F FILE |          |   |
|---------------|----------|---|
| NO.           | NUMBER   | NAME  |
| 1.            | 28-2226  | Berkshire Hathaway Homestate Insurance Company    |
| 2.            | 28-5678  | Berkshire Hathaway Life Insurance Co. of Nebraska |
| 3.            | 28-14389 | BH Finance LLC                                    |
| 4.            | 28-554   | Buffett, Warren E.                                |
| 5.            | 28-1517  | Columbia Insurance Co.                            |
| 6.            | 28-06102 | Cypress Insurance Company                         |
| 7.            | 28-11217 | Fechheimer Brothers Company                       |
| 8.            | 28-852   | GEICO Corp.                                       |
| 9.            | 28-12941 | Medical Protective Corp.                          |
| 10.           | 28-1066  | National Fire & Marine                            |
| 11.           | 28-718   | National Indemnity Co.                            |
| 12.           | 28-5006  | National Liability & Fire Ins. Co.                |
| 13.           | 28-11222 | Nebraska Furniture Mart                           |
| 14.           | 28-12947 | U.S. Investment Corp.                             |

Berkshire Hathaway Inc.  
 Form 13F Information Table  
 September 30, 2012

| Name of Issuer               | Title of Class | CUSIP     | Market Value (In Thousands) | Shares or Principal Amount | Investment Discretion | Other Managers | Voting A<br>-----<br>Sole |
|------------------------------|----------------|-----------|-----------------------------|----------------------------|-----------------------|----------------|---------------------------|
| AMERICAN EXPRESS CO AMERICAN | COM            | 025816109 | 110,999                     | 1,952,142                  | Shared-Defined        | 4              | 1,952,142                 |

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|   |               |           |            |             |                |          |             |
|---|---------------|-----------|------------|-------------|----------------|----------|-------------|
| EXPRESS CO AMERICAN                     | COM           | 025816109 | 979,436    | 17,225,400  | Shared-Defined | 4, 5     | 17,225,400  |
| EXPRESS CO AMERICAN                     | COM           | 025816109 | 47,753     | 839,832     | Shared-Defined | 4, 7     | 839,832     |
| EXPRESS CO AMERICAN                     | COM           | 025816109 | 110,485    | 1,943,100   | Shared-Defined | 4, 8, 11 | 1,943,100   |
| EXPRESS CO AMERICAN                     | COM           | 025816109 | 454,575    | 7,994,634   | Shared-Defined | 4, 10    | 7,994,634   |
| EXPRESS CO AMERICAN                     | COM           | 025816109 | 6,837,749  | 120,255,879 | Shared-Defined | 4, 11    | 120,255,879 |
| EXPRESS CO BANK OF NEW YORK MELLON CORP | COM           | 025816109 | 79,588     | 1,399,713   | Shared-Defined | 4, 13    | 1,399,713   |
| BANK OF NEW YORK MELLON CORP            | COM           | 064058100 | 181,894    | 8,041,300   | Shared-Defined | 4        | 8,041,300   |
| BANK OF NEW YORK MELLON CORP            | COM           | 064058100 | 40,578     | 1,793,915   | Shared-Defined | 2, 4, 11 | 1,793,915   |
| BANK OF NEW YORK MELLON CORP            | COM           | 064058100 | 221,647    | 9,798,700   | Shared-Defined | 4, 8, 11 | 9,798,700   |
| COCA COLA CO                            | COM           | 191216100 | 30,344     | 800,000     | Shared-Defined | 4        | 800,000     |
| COCA COLA CO                            | COM           | 191216100 | 3,045,142  | 80,283,200  | Shared-Defined | 4, 5     | 80,283,200  |
| COCA COLA CO                            | COM           | 191216100 | 69,184     | 1,824,000   | Shared-Defined | 4, 6     | 1,824,000   |
| COCA COLA CO                            | COM           | 191216100 | 546,617    | 14,411,200  | Shared-Defined | 4, 8, 11 | 14,411,200  |
| COCA COLA CO                            | COM           | 191216100 | 693,300    | 18,278,400  | Shared-Defined | 4, 10    | 18,278,400  |
| COCA COLA CO                            | COM           | 191216100 | 10,616,273 | 279,891,200 | Shared-Defined | 4, 11    | 279,891,200 |
| COCA COLA CO                            | COM           | 191216100 | 134,727    | 3,552,000   | Shared-Defined | 4, 12    | 3,552,000   |
| COCA COLA CO                            | COM           | 191216100 | 36,413     | 960,000     | Shared-Defined | 4, 13    | 960,000     |
| CONOCOPHILLIPS                          | COM           | 20825C104 | 58,036     | 1,014,974   | Shared-Defined | 4, 8, 11 | 1,014,974   |
| CONOCOPHILLIPS                          | COM           | 20825C104 | 114,320    | 1,999,300   | Shared-Defined | 4, 10    | 1,999,300   |
| CONOCOPHILLIPS                          | COM           | 20825C104 | 1,207,049  | 21,109,637  | Shared-Defined | 4, 11    | 21,109,637  |
| COSTCO WHSL CORP NEW                    | COM           | 22160K105 | 434,030    | 4,333,363   | Shared-Defined | 4, 11    | 4,333,363   |
| DAVITA INC                              | COM           | 23918K108 | 434,910    | 4,197,569   | Shared-Defined | 4        | 4,197,569   |
| DAVITA INC                              | COM           | 23918K108 | 621,660    | 6,000,000   | Shared-Defined | 4, 8, 11 | 6,000,000   |
| DEERE & CO                              | COM           | 244199105 | 137,420    | 1,666,300   | Shared-Defined | 4        | 1,666,300   |
| DEERE & CO                              | COM           | 244199105 | 190,709    | 2,312,467   | Shared-Defined | 4, 8, 11 | 2,312,467   |
| DIRECTV                                 | COM           | 25490A309 | 343,797    | 6,556,000   | Shared-Defined | 4        | 6,556,000   |
| DIRECTV                                 | COM           | 25490A309 | 1,206,099  | 22,999,600  | Shared-Defined | 4, 8, 11 | 22,999,600  |
| GANNETT INC GENERAL DYNAMICS CORP       | COM           | 364730101 | 30,889     | 1,740,231   | Shared-Defined | 4, 11    | 1,740,231   |
| GENERAL ELECTRIC CO                     | COM           | 369604103 | 13,374     | 588,900     | Shared-Defined | 4        | 588,900     |
| GENERAL MTRS CO                         | COM           | 37045V100 | 113,750    | 5,000,000   | Shared-Defined | 4        | 5,000,000   |
| GENERAL MTRS CO GLAXOSMITHKLINE PLC     | COM           | 37045V100 | 227,500    | 10,000,000  | Shared-Defined | 4, 8, 11 | 10,000,000  |
| INTERNATIONAL BUSINESS MACHS            | SPONSORED ADR | 37733W105 | 69,846     | 1,510,500   | Shared-Defined | 4, 11    | 1,510,500   |
| INTERNATIONAL BUSINESS MACHS            | COM           | 459200101 | 17,525     | 84,480      | Shared-Defined | 4        | 84,480      |
| INTERNATIONAL BUSINESS MACHS            | COM           | 459200101 | 98,497     | 474,800     | Shared-Defined | 4, 8, 11 | 474,800     |
| INTERNATIONAL BUSINESS MACHS JOHNSON &  | COM           | 459200101 | 13,890,565 | 66,958,616  | Shared-Defined | 4, 11    | 66,958,616  |

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|                                  |               |           |           |            |                |          |          |
|----------------------------------|---------------|-----------|-----------|------------|----------------|----------|----------|
| JOHNSON                          | COM           | 478160104 | 22,540    | 327,100    | Shared-Defined | 4        | 327,     |
| JOHNSON &<br>JOHNSON             | COM           | 478160104 | 11,365    | 164,928    | Shared-Defined | 4, 5     | 164,     |
| KRAFT FOODS INC                  | CL A          | 50075N104 | 23,900    | 578,000    | Shared-Defined | 4        | 578,     |
| KRAFT FOODS INC                  | CL A          | 50075N104 | 167,434   | 4,049,200  | Shared-Defined | 4, 5     | 4,049,   |
| KRAFT FOODS INC                  | CL A          | 50075N104 | 293,056   | 7,087,200  | Shared-Defined | 4, 8, 11 | 7,087,   |
| KRAFT FOODS INC                  | CL A          | 50075N104 | 775,310   | 18,749,950 | Shared-Defined | 4, 11    | 18,749,  |
| LEE ENTERPRISES<br>INC           | COM           | 523768109 | 1,673     | 1,130,720  | Shared-Defined | 4, 5     | 1,130,   |
| LIBERTY MEDIA<br>CORPORATION     | LIB CAP COM A | 530322106 | 260,200   | 2,500,000  | Shared-Defined | 4        | 2,500,   |
| LIBERTY MEDIA<br>CORPORATION     | LIB CAP COM A | 530322106 | 312,240   | 3,000,000  | Shared-Defined | 4, 8, 11 | 3,000,   |
| M & T BK CORP                    | COM           | 55261F104 | 51,957    | 546,000    | Shared-Defined | 4, 8, 11 | 546,     |
| M & T BK CORP                    | COM           | 55261F104 | 15,682    | 164,795    | Shared-Defined | 4, 10    | 164,     |
| M & T BK CORP                    | COM           | 55261F104 | 444,516   | 4,671,245  | Shared-Defined | 4, 11    | 4,671,   |
| MASTERCARD INC                   | CL A          | 57636Q104 | 182,849   | 405,000    | Shared-Defined | 4, 8, 11 | 405,     |
| MEDIA GEN INC                    | CL A          | 584404107 | 24,067    | 4,646,220  | Shared-Defined | 4        | 4,646,   |
| MOODYS CORP                      | COM           | 615369105 | 694,326   | 15,719,400 | Shared-Defined | 4, 8, 11 | 15,719,  |
| MOODYS CORP                      | COM           | 615369105 | 560,776   | 12,695,850 | Shared-Defined | 4, 11    | 12,695,  |
| NATIONAL<br>OILWELL VARCO<br>INC | COM           | 637071101 | 162,095   | 2,023,400  | Shared-Defined | 4        | 2,023,   |
| NATIONAL<br>OILWELL VARCO<br>INC | COM           | 637071101 | 173,310   | 2,163,400  | Shared-Defined | 4, 8, 11 | 2,163,   |
| PHILLIPS 66                      | COM           | 718546104 | 301,210   | 6,495,800  | Shared-Defined | 4        | 6,495,   |
| PHILLIPS 66                      | COM           | 718546104 | 422,600   | 9,113,650  | Shared-Defined | 4, 8, 11 | 9,113,   |
| PHILLIPS 66                      | COM           | 718546104 | 46,354    | 999,650    | Shared-Defined | 4, 10    | 999,     |
| PHILLIPS 66                      | COM           | 718546104 | 489,427   | 10,554,818 | Shared-Defined | 4, 11    | 10,554,  |
| PRECISION<br>CASTPARTS CORP      | COM           | 740189105 | 84,545    | 517,600    | Shared-Defined | 4        | 517,     |
| PRECISION<br>CASTPARTS CORP      | COM           | 740189105 | 119,451   | 731,301    | Shared-Defined | 4, 8, 11 | 731,     |
| PROCTER &<br>GAMBLE CO           | COM           | 742718109 | 21,876    | 315,400    | Shared-Defined | 4        | 315,     |
| PROCTER &<br>GAMBLE CO           | COM           | 742718109 | 1,406,621 | 20,280,000 | Shared-Defined | 4, 5     | 20,280,  |
| PROCTER &<br>GAMBLE CO           | COM           | 742718109 | 108,202   | 1,560,000  | Shared-Defined | 4, 6     | 1,560,   |
| PROCTER &<br>GAMBLE CO           | COM           | 742718109 | 432,806   | 6,240,000  | Shared-Defined | 4, 8, 11 | 6,240,   |
| PROCTER &<br>GAMBLE CO           | COM           | 742718109 | 432,806   | 6,240,000  | Shared-Defined | 4, 10    | 6,240,   |
| PROCTER &<br>GAMBLE CO           | COM           | 742718109 | 1,205,316 | 17,377,678 | Shared-Defined | 4, 11    | 17,377,  |
| PROCTER &<br>GAMBLE CO           | COM           | 742718109 | 54,101    | 780,000    | Shared-Defined | 4, 12    | 780,     |
| SANOFI                           | SPONSORED ADR | 80105N105 | 21,035    | 488,500    | Shared-Defined | 4, 8, 11 | 488,     |
| SANOFI                           | SPONSORED ADR | 80105N105 | 21,949    | 509,742    | Shared-Defined | 4, 5, 9  | 509,     |
| SANOFI                           | SPONSORED ADR | 80105N105 | 7,290     | 169,300    | Shared-Defined | 4, 10    | 169,30   |
| SANOFI                           | SPONSORED ADR | 80105N105 | 124,707   | 2,896,133  | Shared-Defined | 4, 11    | 2,896,13 |
| TORCHMARK<br>CORP                | COM           | 891027104 | 5,973     | 116,326    | Shared-Defined | 2, 4, 11 | 116,32   |
| TORCHMARK<br>CORP                | COM           | 891027104 | 34,640    | 674,592    | Shared-Defined | 4, 5     | 674,59   |

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|  |          |           |           |            |                |             |            |
|--|----------|-----------|-----------|------------|----------------|-------------|------------|
| TORCHMARK<br>CORP                                | COM      | 891027104 | 49,273    | 959,550    | Shared-Defined | 4, 10       | 959,550    |
| TORCHMARK<br>CORP                                | COM      | 891027104 | 127,623   | 2,485,350  | Shared-Defined | 4, 11       | 2,485,350  |
| US BANCORP<br>DEL                                | COM NEW  | 902973304 | 20,246    | 590,275    | Shared-Defined | 4           | 590,275    |
| US BANCORP<br>DEL                                | COM NEW  | 902973304 | 799,440   | 23,307,300 | Shared-Defined | 4, 5        | 23,307,300 |
| US BANCORP<br>DEL                                | COM NEW  | 902973304 | 434,900   | 12,679,300 | Shared-Defined | 4, 8, 11    | 12,679,300 |
| US BANCORP<br>DEL                                | COM NEW  | 902973304 | 74,568    | 2,174,000  | Shared-Defined | 4, 5, 9     | 2,174,000  |
| US BANCORP<br>DEL                                | COM NEW  | 902973304 | 712,367   | 20,768,726 | Shared-Defined | 4, 11       | 20,768,726 |
| US BANCORP<br>DEL                                | COM NEW  | 902973304 | 59,854    | 1,745,000  | Shared-Defined | 4, 14       | 1,745,000  |
| U S G CORP<br>UNITED<br>PARCEL<br>SERVICE<br>INC | COM NEW  | 903293405 | 374,735   | 17,072,192 | Shared-Defined | 4, 11       | 17,072,192 |
| VERISK<br>ANALYTICS<br>INC                       | CL B     | 911312106 | 4,251     | 59,400     | Shared-Defined | 4           | 59,400     |
| VIACOM INC<br>NEW                                | CL A     | 92345Y106 | 74,435    | 1,563,434  | Shared-Defined | 4, 8, 11    | 1,563,434  |
| VIACOM INC<br>NEW                                | CL B     | 92553P201 | 211,895   | 3,954,000  | Shared-Defined | 4           | 3,954,000  |
| VISA INC<br>WABCO<br>HLDGS INC                   | CL B     | 92553P201 | 195,775   | 3,653,200  | Shared-Defined | 4, 8, 11    | 3,653,200  |
| WABCO<br>HLDGS INC                               | COM CL A | 92826C839 | 208,867   | 1,555,459  | Shared-Defined | 4, 8, 11    | 1,555,459  |
| WAL MART<br>STORES INC                           | COM      | 92927K102 | 39,189    | 679,532    | Shared-Defined | 4           | 679,532    |
| WAL MART<br>STORES INC                           | COM      | 92927K102 | 53,046    | 919,532    | Shared-Defined | 4, 8, 11    | 919,532    |
| WAL MART<br>STORES INC                           | COM      | 931142103 | 21,402    | 290,000    | Shared-Defined | 4           | 290,000    |
| WAL MART<br>STORES INC                           | COM      | 931142103 | 12,546    | 170,000    | Shared-Defined | 1, 2, 4, 11 | 170,000    |
| WAL MART<br>STORES INC                           | COM      | 931142103 | 2,177     | 29,500     | Shared-Defined | 2, 4, 11    | 29,500     |
| WAL MART<br>STORES INC                           | COM      | 931142103 | 309,960   | 4,200,000  | Shared-Defined | 3, 4, 5     | 4,200,000  |
| WAL MART<br>STORES INC                           | COM      | 931142103 | 18,819    | 255,000    | Shared-Defined | 4, 5        | 255,000    |
| WAL MART<br>STORES INC                           | COM      | 931142103 | 18,893    | 256,000    | Shared-Defined | 4, 6        | 256,000    |
| WAL MART<br>STORES INC                           | COM      | 931142103 | 69,815    | 946,000    | Shared-Defined | 4, 8, 11    | 946,000    |
| WAL MART<br>STORES INC                           | COM      | 931142103 | 132,028   | 1,789,000  | Shared-Defined | 4, 5, 9     | 1,789,000  |
| WAL MART<br>STORES INC                           | COM      | 931142103 | 62,656    | 849,000    | Shared-Defined | 4, 10       | 849,000    |
| WASHINGTON<br>POST CO                            | COM      | 931142103 | 2,761,053 | 37,412,642 | Shared-Defined | 4, 11       | 37,412,642 |
| WASHINGTON<br>POST CO                            | COM      | 931142103 | 37,712    | 511,000    | Shared-Defined | 4, 14       | 511,000    |
| WASHINGTON<br>POST CO                            | CL B     | 939640108 | 53,841    | 148,311    | Shared-Defined | 1, 2, 4, 11 | 148,311    |
| WASHINGTON<br>POST CO                            | CL B     | 939640108 | 235,303   | 648,165    | Shared-Defined | 4, 10       | 648,165    |
| WASHINGTON<br>POST CO                            | CL B     | 939640108 | 324,659   | 894,304    | Shared-Defined | 4, 11       | 894,304    |

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|                            |       |           |            |             |                |             |             |
|----------------------------|-------|-----------|------------|-------------|----------------|-------------|-------------|
| POST CO<br>WELLS           | CL B  | 939640108 | 13,427     | 36,985      | Shared-Defined | 4, 12       |             |
| FARGO &<br>CO NEW<br>WELLS | COM   | 949746101 | 359,112    | 10,400,000  | Shared-Defined | 4           | 10,400,000  |
| FARGO &<br>CO NEW<br>WELLS | COM   | 949746101 | 552,480    | 16,000,000  | Shared-Defined | 1, 2, 4, 11 | 16,000,000  |
| FARGO &<br>CO NEW<br>WELLS | COM   | 949746101 | 183,130    | 5,303,500   | Shared-Defined | 2, 4, 11    | 5,303,500   |
| FARGO &<br>CO NEW<br>WELLS | COM   | 949746101 | 235,248    | 6,812,857   | Shared-Defined | 3, 4, 5     | 6,812,857   |
| FARGO &<br>CO NEW          | COM   | 949746101 | 2,277,720  | 65,963,496  | Shared-Defined | 4, 5        | 65,963,496  |
| WELLS FARGO & CO NEW       | COM   | 949746101 | 28,315     | 820,000     | Shared-Defined | 4, 6        | 820,000     |
| WELLS FARGO & CO NEW       | COM   | 949746101 | 58,701     | 1,700,000   | Shared-Defined | 4, 7        | 1,700,000   |
| WELLS FARGO & CO NEW       | COM   | 949746101 | 1,245,469  | 36,069,200  | Shared-Defined | 4, 8, 11    | 36,069,200  |
| WELLS FARGO & CO NEW       | COM   | 949746101 | 354,520    | 10,267,000  | Shared-Defined | 4, 5, 9     | 10,267,000  |
| WELLS FARGO & CO NEW       | COM   | 949746101 | 1,736,972  | 50,303,270  | Shared-Defined | 4, 10       | 50,303,270  |
| WELLS FARGO & CO NEW       | COM   | 949746101 | 7,338,057  | 212,512,502 | Shared-Defined | 4, 11       | 212,512,502 |
| WELLS FARGO & CO NEW       | COM   | 949746101 | 96,270     | 2,788,000   | Shared-Defined | 4, 12       | 2,788,000   |
| WELLS FARGO & CO NEW       | COM   | 949746101 | 55,584     | 1,609,720   | Shared-Defined | 4, 13       | 1,609,720   |
| WELLS FARGO & CO NEW       | COM   | 949746101 | 69,060     | 2,000,000   | Shared-Defined | 4, 14       | 2,000,000   |
|                            | Total |           | 75,326,633 |             |                |             |             |