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GREAT LAKES CHEMICAL CORP
Form SC 13G
February 14, 2001

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED
PURSUANT TO RULE 13d-2(b)
Amendment No. 3/1/

Great Lakes Chemical Corporation

(Name of Issuer)

Common Stock

(Title of Class of Securities)

390568 10 3

(CUSIP Number)

December 31, 2000

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to
which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

(Continued on following pages)
Page 1 of 15 Pages

/1/ The remainder of this cover page shall be filled out for a reporting
person's initial filing on this form with respect to the subject class of
securities, and for any subsequent amendment containing information which would
alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed

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to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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NAME OF REPORTING PERSON

1 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Warren E. Buffett

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

United States Citizen

SOLE VOTING POWER

5
NUMBER OF
SHARES

0

6
BENEFICIALLY
OWNED BY

SHARED VOTING POWER
7,000,000

7
EACH
REPORTING
PERSON

SOLE DISPOSITIVE POWER

0

8
WITH

SHARED DISPOSITIVE POWER
7,000,000

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

7,000,000

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

10

Not Applicable

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

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11
13.94

TYPE OF REPORTING PERSON*
12
IN

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NAME OF REPORTING PERSON
1 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Berkshire Hathaway Inc.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
2 (a) [X]
(b) []

SEC USE ONLY
3

CITIZENSHIP OR PLACE OF ORGANIZATION
4
Delaware Corporation

SOLE VOTING POWER
5
NUMBER OF 0
SHARES

SHARED VOTING POWER
BENEFICIALLY 6 7,000,000
OWNED BY

SOLE DISPOSITIVE POWER
EACH 7 0
REPORTING
PERSON

SHARED DISPOSITIVE POWER
WITH 8 7,000,000

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
9
7,000,000

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

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10

Not Applicable

[]

11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

13.94

12

TYPE OF REPORTING PERSON*

HC

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1 NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

OBH, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) [X]

(b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware Corporation

5 SOLE VOTING POWER
NUMBER OF 0
SHARES

6 SHARED VOTING POWER
BENEFICIALLY 7,000,000
OWNED BY

7 SOLE DISPOSITIVE POWER
EACH 0
REPORTING PERSON

8 SHARED DISPOSITIVE POWER
WITH 7,000,000

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AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

7,000,000

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

10

Not Applicable

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

13.94

TYPE OF REPORTING PERSON

12

HC

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NAME OF REPORTING PERSON

1

S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

National Indemnity Company

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Nebraska Corporation

SOLE VOTING POWER

5

NUMBER OF

0

SHARES

SHARED VOTING POWER

BENEFICIALLY

6

7,000,000

OWNED BY

EACH

SOLE DISPOSITIVE POWER

7

REPORTING

0

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PERSON -----
SHARED DISPOSITIVE POWER
WITH 8
7,000,000

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
7,000,000

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
Not Applicable

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
13.94

12 TYPE OF REPORTING PERSON*
IC

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1 NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
GEICO Corporation

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware Corporation

5 SOLE VOTING POWER
NUMBER OF 0
SHARES

6 SHARED VOTING POWER
BENEFICIALLY 7,000,000
OWNED BY

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| | | |
|--------------|-------|-----------------------------------------------------------------------|
| SHARES | ----- | |
| | | SHARED VOTING POWER |
| BENEFICIALLY | 6 | 7,000,000 |
| OWNED BY | | ----- |
| EACH | 7 | SOLE DISPOSITIVE POWER |
| REPORTING | | 0 |
| PERSON | | ----- |
| WITH | 8 | SHARED DISPOSITIVE POWER |
| | | 7,000,000 |
| | | ----- |
| 9 | | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |
| | | 7,000,000 |
| | | ----- |
| 10 | | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* |
| | | Not Applicable <input type="checkbox"/> |
| | | ----- |
| 11 | | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) |
| | | 13.94 |
| | | ----- |
| 12 | | TYPE OF REPORTING PERSON |
| | | IC |
| | | ----- |

Item 1(a). Name of Issuer:

Great Lakes Chemical Corporation

Item 1(b). Address of Issuer's Principal Executive Offices:

500 East 96th Street
Suite 500
Indianapolis, Indiana 46240

Item 2(a). Name of Persons Filing:

Item 2(b). Address of Principal Business Office:

Item 2(c). Citizenship:

Warren E. Buffett
1440 Kiewit Plaza
Omaha, Nebraska 68131
United States Citizen

Berkshire Hathaway Inc.
1440 Kiewit Plaza
Omaha, Nebraska 68131
Delaware Corporation

OBH, Inc.

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1440 Kiewit Plaza
Omaha, Nebraska 68131
Delaware Corporation

National Indemnity Company
3024 Harney Street
Omaha, Nebraska 68131
Nebraska Corporation

GEICO Corporation
1 Geico Plaza
Washington, DC 20076
Delaware Corporation

Government Employees Insurance Company
1 Geico Plaza
Washington, DC 20076
Maryland Corporation

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

390568 10 3

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Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

- (a) Broker or Dealer registered under Section 15 of the Act.
- (b) Bank as defined in Section 3(a)(6) of the Act.
- (c) Insurance Company as defined in Section 3(a)(19) of the Act.

National Indemnity Company
Government Employees Insurance Company

- (d) Investment Company registered under Section 8 of the Investment Company Act of 1940.
- (e) An investment advisor registered in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(ii)(G);

GEICO Corporation
OBH, Inc.
Berkshire Hathaway Inc.
Warren E. Buffett (an individual who may be

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deemed to control Berkshire Hathaway Inc.)

- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j) Group in accordance with Rule 13d-1(b)(1)(ii)(J).

See Exhibit A

If this statement is filed pursuant to Rule 13d-1(c), check this box.

Item 4. Ownership

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Warren E. Buffett

(a) Amount Beneficially Owned:

7,000,000

(b) Percent of Class:

13.94

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

-0-

(ii) shared power to vote or to direct the vote:

7,000,000

(iii) sole power to dispose or direct the disposition of:

-0-

(iv) shared power to dispose or to direct the disposition of:

7,000,000

Berkshire Hathaway Inc.

(a) Amount Beneficially Owned:

7,000,000

(b) Percent of Class:

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13.94

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

-0-

(ii) shared power to vote or to direct the vote:

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7,000,000

(iii) sole power to dispose or direct the disposition of:

-0-

(iv) shared power to dispose or to direct the disposition of:

7,000,000

OBH Inc.

(a) Amount Beneficially Owned:

7,000,000

(b) Percent of Class:

13.94

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

-0-

(ii) shared power to vote or to direct the vote:

7,000,000

(iii) sole power to dispose or direct the disposition of:

-0-

(iv) shared power to dispose or to direct the disposition of:

7,000,000

National Indemnity Company

(a) Amount Beneficially Owned:

7,000,000

(b) Percent of Class:

13.94

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(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

-0-

(ii) shared power to vote or to direct the vote:

7,000,000

(iii) sole power to dispose or direct the disposition of:

-0-

(iv) shared power to dispose or to direct the disposition of:

7,000,000

GEICO Corporation

(a) Amount Beneficially Owned:

7,000,000

(b) Percent of Class:

13.94

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

-0-

(ii) shared power to vote or to direct the vote:

7,000,000

(iii) sole power to dispose or direct the disposition of:

-0-

(iv) shared power to dispose or to direct the disposition of:

7,000,000

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Government Employees Insurance Company

(a) Amount Beneficially Owned:

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7,000,000

(b) Percent of Class:

13.94

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

-0-

(ii) shared power to vote or to direct the vote:

7,000,000

(iii) sole power to dispose or direct the disposition of:

-0-

(iv) shared power to dispose or to direct the disposition of:

7,000,000

Item 5. Ownership of Five Percent or Less of a Class.

Not Applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

See Exhibit A

Item 8. Identification and Classification of Members of the Group.

See Exhibit A

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Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having such purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated this 13th day of February, 2001

/s/ Warren E. Buffett

Warren E. Buffett

BERKSHIRE HATHAWAY INC.

OBH INC.

By: /s/ Warren E. Buffett

By: /s/ Warren E. Buffett

Warren E. Buffett
Chairman of the Board

Warren E. Buffett
Chairman of the Board

NATIONAL INDEMNITY COMPANY

GEICO CORPORATION

By: /s/ Warren E. Buffett

By: /s/ Warren E. Buffett

Warren E. Buffett

Warren E. Buffett

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Chairman of the Board

Chairman of the Board

Government Employees Insurance Company

By: /s/ Warren E. Buffett

Warren E. Buffett
Chairman of the Board

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Exhibit A

MEMBERS OF FILING GROUP

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PARENT HOLDING COMPANY:

Berkshire Hathaway Inc.

OBH Inc.

GEICO Corporation

Warren E. Buffett (an individual who may be deemed to control Berkshire Hathaway Inc.)

RELEVANT SUBSIDIARIES THAT ARE INSURANCE COMPANIES AS DEFINED IN SECTION 3(a)(19) OF THE ACT:

National Indemnity Company

Government Employees Insurance Company