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BERKSHIRE HATHAWAY INC
Form 13F-HR
February 14, 2013

BERKSHIRE HATHAWAY INC.
1440 KIEWIT PLAZA
OMAHA, NEBRASKA 68131
TELEPHONE (402) 346-1400
FAX (402) 346-3375

February 14, 2013

Securities and Exchange Commission
100 F Street NE
Washington, DC 20549

Gentlemen:

Enclosed herewith for filing is one Form 13F for the Quarter ended
December 31, 2012.

Yours truly,

BERKSHIRE HATHAWAY INC.

/s/ Marc D. Hamburg

Marc D. Hamburg
Senior Vice President

Enclosures

=====

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 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

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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 February 14, 2013
[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:

Table with 2 columns: Form 13F File Number, Name. Row 1: 28- 5194, General Re - New England Asset Management, Inc.

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 14
Form 13F Information Table Entry Total: 123
Form 13F Information Table Value Total: \$ 75,313,620 (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.

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[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. | 28-2226 | 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
December 31, 2012

| Name of Issuer | Title of Class | CUSIP | Market Value (In Thousands) | Shares or Principal Amount | Investment Discretion | Other Managers |
|----------------|----------------|-----------|--------------------------------|----------------------------------|--------------------------|-------------------|
| AMERICAN | | | | | | |
| EXPRESS CO | COM | 025816109 | 112,209 | 1,952,142 | Shared-Defined | 4 |
| AMERICAN | | | | | | |
| EXPRESS CO | COM | 025816109 | 990,116 | 17,225,400 | Shared-Defined | 4, 5 |
| AMERICAN | | | | | | |
| EXPRESS CO | COM | 025816109 | 48,274 | 839,832 | Shared-Defined | 4, 7 |
| AMERICAN | | | | | | |
| EXPRESS CO | COM | 025816109 | 111,689 | 1,943,100 | Shared-Defined | 4, 8, 11 |
| AMERICAN | | | | | | |
| EXPRESS CO | COM | 025816109 | 459,532 | 7,994,634 | Shared-Defined | 4, 10 |
| AMERICAN | | | | | | |
| EXPRESS CO | COM | 025816109 | 6,912,308 | 120,255,879 | Shared-Defined | 4, 11 |
| AMERICAN | | | | | | |
| EXPRESS CO | COM | 025816109 | 80,456 | 1,399,713 | Shared-Defined | 4, 13 |
| ARCHER DANIELS | | | | | | |
| MIDLAND CO | COM | 039483102 | 163,151 | 5,956,600 | Shared-Defined | 4, 5 |
| BANK OF NEW | | | | | | |
| YORK MELLON | | | | | | |
| CORP | COM | 064058100 | 206,661 | 8,041,300 | Shared-Defined | 4 |
| BANK OF NEW | | | | | | |
| YORK MELLON | | | | | | |
| CORP | COM | 064058100 | 46,104 | 1,793,915 | Shared-Defined | 2, 4, 11 |
| BANK OF NEW | | | | | | |
| YORK MELLON | | | | | | |
| CORP | COM | 064058100 | 251,827 | 9,798,700 | Shared-Defined | 4, 8, 11 |
| COCA COLA CO | COM | 191216100 | 29,000 | 800,000 | Shared-Defined | 4 |

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| | | | | | | |
|------------------------------------|------------------|-----------|------------|-------------|----------------|----------|
| COCA COLA CO | COM | 191216100 | 2,910,266 | 80,283,200 | Shared-Defined | 4, 5 |
| COCA COLA CO | COM | 191216100 | 66,120 | 1,824,000 | Shared-Defined | 4, 6 |
| COCA COLA CO | COM | 191216100 | 522,406 | 14,411,200 | Shared-Defined | 4, 8, 11 |
| COCA COLA CO | COM | 191216100 | 662,592 | 18,278,400 | Shared-Defined | 4, 10 |
| COCA COLA CO | COM | 191216100 | 10,146,056 | 279,891,200 | Shared-Defined | 4, 11 |
| COCA COLA CO | COM | 191216100 | 128,760 | 3,552,000 | Shared-Defined | 4, 12 |
| COCA COLA CO | COM | 191216100 | 34,800 | 960,000 | Shared-Defined | 4, 13 |
| CONOCOPHILLIPS | COM | 20825C104 | 58,858 | 1,014,974 | Shared-Defined | 4, 8, 11 |
| CONOCOPHILLIPS | COM | 20825C104 | 115,939 | 1,999,300 | Shared-Defined | 4, 10 |
| CONOCOPHILLIPS | COM | 20825C104 | 1,224,148 | 21,109,637 | Shared-Defined | 4, 11 |
| COSTCO WHSL CORP NEW | COM | 22160K105 | 427,833 | 4,333,363 | Shared-Defined | 4, 11 |
| DAVITA HEALTHCARE PARTNERS I | COM | 23918K108 | 840,905 | 7,607,935 | Shared-Defined | 4 |
| DAVITA HEALTHCARE PARTNERS I | COM | 23918K108 | 663,180 | 6,000,000 | Shared-Defined | 4, 8, 11 |
| DEERE & CO | COM | 244199105 | 144,002 | 1,666,300 | Shared-Defined | 4 |
| DEERE & CO | COM | 244199105 | 199,843 | 2,312,467 | Shared-Defined | 4, 8, 11 |
| DIRECTV | COM | 25490A309 | 553,661 | 11,037,900 | Shared-Defined | 4 |
| DIRECTV | COM | 25490A309 | 1,153,660 | 22,999,600 | Shared-Defined | 4, 8, 11 |
| GANNETT INC | COM | 364730101 | 31,342 | 1,740,231 | Shared-Defined | 4, 11 |
| GENERAL DYNAMICS CORP | COM | 369550108 | 268,568 | 3,877,122 | Shared-Defined | 4, 8, 11 |
| GENERAL ELECTRIC CO | COM | 369604103 | 12,361 | 588,900 | Shared-Defined | 4 |
| GENERAL MTRS CO | COM | 37045V100 | 432,450 | 15,000,000 | Shared-Defined | 4 |
| GENERAL MTRS CO | COM | 37045V100 | 288,300 | 10,000,000 | Shared-Defined | 4, 8, 11 |
| GLAXOSMITHKLINE PLC | SPONSORED ADR | 37733W105 | 65,661 | 1,510,500 | Shared-Defined | 4, 11 |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 16,182 | 84,480 | Shared-Defined | 4 |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 114,468 | 597,588 | Shared-Defined | 4, 5 |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 90,948 | 474,800 | Shared-Defined | 4, 8, 11 |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 12,825,923 | 66,958,616 | Shared-Defined | 4, 11 |
| JOHNSON & JOHNSON | COM | 478160104 | 22,930 | 327,100 | Shared-Defined | 4 |
| KRAFT FOODS GROUP INC | COM | 50076Q106 | 8,761 | 192,666 | Shared-Defined | 4 |
| KRAFT FOODS GROUP INC | COM | 50076Q106 | 67,116 | 1,476,048 | Shared-Defined | 4, 8, 11 |
| LEE ENTERPRISES INC | COM | 523768109 | 101 | 88,863 | Shared-Defined | 4, 5 |
| LIBERTY MEDIA CORPORATION | LIB CAP COM A | 530322106 | 304,218 | 2,622,340 | Shared-Defined | 4 |
| LIBERTY MEDIA CORPORATION | LIB CAP COM A | 530322106 | 348,030 | 3,000,000 | Shared-Defined | 4, 8, 11 |
| M & T BK CORP | COM | 55261F104 | 53,765 | 546,000 | Shared-Defined | 4, 8, 11 |
| M & T BK CORP | COM | 55261F104 | 16,227 | 164,795 | Shared-Defined | 4, 10 |
| M & T BK CORP | COM | 55261F104 | 459,977 | 4,671,245 | Shared-Defined | 4, 11 |
| MASTERCARD INC | CL A | 57636Q104 | 198,968 | 405,000 | Shared-Defined | 4, 8, 11 |

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|----------------------------------|------------------|-----------|-----------|------------|----------------|----------|
| MEDIA GEN INC | CL A | 584404107 | 19,979 | 4,646,220 | Shared-Defined | 4 |
| MONDELEZ INTL INC | CL A | 609207105 | 14,712 | 578,000 | Shared-Defined | 4 |
| MONDELEZ INTL INC | CL A | 609207105 | 103,065 | 4,049,200 | Shared-Defined | 4, 5 |
| MONDELEZ INTL INC | CL A | 609207105 | 180,392 | 7,087,200 | Shared-Defined | 4, 8, 11 |
| MONDELEZ INTL INC | CL A | 609207105 | 28,662 | 1,126,050 | Shared-Defined | 4, 11 |
| MOODYS CORP | COM | 615369105 | 791,000 | 15,719,400 | Shared-Defined | 4, 8, 11 |
| MOODYS CORP NATIONAL | COM | 615369105 | 638,855 | 12,695,850 | Shared-Defined | 4, 11 |
| OILWELL VARCO INC | COM | 637071101 | 214,031 | 3,131,400 | Shared-Defined | 4 |
| NATIONAL OILWELL VARCO INC | COM | 637071101 | 147,868 | 2,163,400 | Shared-Defined | 4, 8, 11 |
| PHILLIPS 66 | COM | 718546104 | 344,927 | 6,495,800 | Shared-Defined | 4 |
| PHILLIPS 66 | COM | 718546104 | 483,935 | 9,113,650 | Shared-Defined | 4, 8, 11 |
| PHILLIPS 66 | COM | 718546104 | 53,081 | 999,650 | Shared-Defined | 4, 10 |
| PHILLIPS 66 | COM | 718546104 | 560,461 | 10,554,818 | Shared-Defined | 4, 11 |
| PRECISION CASTPARTS CORP | COM | 740189105 | 224,413 | 1,184,735 | Shared-Defined | 4 |
| PRECISION CASTPARTS CORP | COM | 740189105 | 150,134 | 792,601 | Shared-Defined | 4, 8, 11 |
| PROCTER & GAMBLE CO | COM | 742718109 | 21,413 | 315,400 | Shared-Defined | 4 |
| PROCTER & GAMBLE CO | COM | 742718109 | 1,376,809 | 20,280,000 | Shared-Defined | 4, 5 |
| PROCTER & GAMBLE CO | COM | 742718109 | 105,908 | 1,560,000 | Shared-Defined | 4, 6 |
| PROCTER & GAMBLE CO | COM | 742718109 | 423,634 | 6,240,000 | Shared-Defined | 4, 8, 11 |
| PROCTER & GAMBLE CO | COM | 742718109 | 423,634 | 6,240,000 | Shared-Defined | 4, 10 |
| PROCTER & GAMBLE CO | COM | 742718109 | 1,179,771 | 17,377,678 | Shared-Defined | 4, 11 |
| PROCTER & GAMBLE CO | COM | 742718109 | 52,954 | 780,000 | Shared-Defined | 4, 12 |
| SANOFI | SPONSORED ADR | 80105N105 | 23,145 | 488,500 | Shared-Defined | 4, 8, 11 |
| SANOFI | SPONSORED ADR | 80105N105 | 24,152 | 509,742 | Shared-Defined | 4, 5, 9 |
| SANOFI | SPONSORED ADR | 80105N105 | 8,021 | 169,300 | Shared-Defined | 4, 10 |
| SANOFI | SPONSORED ADR | 80105N105 | 137,219 | 2,896,133 | Shared-Defined | 4, 11 |
| TORCHMARK CORP | COM | 891027104 | 6,011 | 116,326 | Shared-Defined | 2, 4, 11 |
| TORCHMARK CORP | COM | 891027104 | 34,856 | 674,592 | Shared-Defined | 4, 5 |
| TORCHMARK CORP | COM | 891027104 | 49,580 | 959,550 | Shared-Defined | 4, 10 |
| TORCHMARK CORP | COM | 891027104 | 128,418 | 2,485,350 | Shared-Defined | 4, 11 |
| US BANCORP DEL | COM NEW | 902973304 | 18,853 | 590,275 | Shared-Defined | 4 |
| US BANCORP DEL | COM NEW | 902973304 | 744,435 | 23,307,300 | Shared-Defined | 4, 5 |
| US BANCORP DEL | COM NEW | 902973304 | 404,977 | 12,679,300 | Shared-Defined | 4, 8, 11 |
| US BANCORP DEL | COM NEW | 902973304 | 69,438 | 2,174,000 | Shared-Defined | 4, 5, 9 |

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|------------------------------|----------|-----------|-----------|------------|----------------|----------|
| US BANCORP DEL | COM NEW | 902973304 | 663,353 | 20,768,726 | Shared-Defined | 4, 11 |
| US BANCORP DEL | COM NEW | 902973304 | 55,735 | 1,745,000 | Shared-Defined | 4, 14 |
| U S G CORP | COM NEW | 903293405 | 479,216 | 17,072,192 | Shared-Defined | 4, 11 |
| UNITED PARCEL SERVICE INC | CL B | 911312106 | 4,380 | 59,400 | Shared-Defined | 4 |
| VERISIGN INC | COM | 92343E102 | 143,079 | 3,685,700 | Shared-Defined | 4 |
| VERISK ANALYTICS INC | CL A | 92345Y106 | 79,688 | 1,563,434 | Shared-Defined | 4, 8, 11 |
| VIACOM INC NEW | CL B | 92553P201 | 208,534 | 3,954,000 | Shared-Defined | 4 |
| VIACOM INC NEW | CL B | 92553P201 | 192,670 | 3,653,200 | Shared-Defined | 4, 8, 11 |
| VISA INC | COM CL A | 92826C839 | 235,776 | 1,555,459 | Shared-Defined | 4, 8, 11 |
| WABCO HLDGS INC | COM | 92927K102 | 158,648 | 2,433,632 | Shared-Defined | 4 |
| WABCO HLDGS INC | COM | 92927K102 | 106,800 | 1,638,293 | Shared-Defined | 4, 8, 11 |
| WAL MART STORES INC | COM | 931142103 | 19,787 | 290,000 | Shared-Defined | 4 |
| WAL MART STORES INC | COM | 931142103 | 11,599 | 170,000 | Shared-Defined | 11 |
| WAL MART STORES INC | COM | 931142103 | 2,013 | 29,500 | Shared-Defined | 2, 4, 11 |
| WAL MART STORES INC | COM | 931142103 | 286,566 | 4,200,000 | Shared-Defined | 3, 4, 5 |
| WAL MART STORES INC | COM | 931142103 | 71,508 | 1,048,040 | Shared-Defined | 4, 5 |
| WAL MART STORES INC | COM | 931142103 | 17,467 | 256,000 | Shared-Defined | 4, 6 |
| WAL MART STORES INC | COM | 931142103 | 64,546 | 946,000 | Shared-Defined | 4, 8, 11 |
| WAL MART STORES INC | COM | 931142103 | 122,063 | 1,789,000 | Shared-Defined | 4, 5, 9 |
| WAL MART STORES INC | COM | 931142103 | 57,927 | 849,000 | Shared-Defined | 4, 10 |
| WAL MART STORES INC | COM | 931142103 | 2,552,665 | 37,412,642 | Shared-Defined | 4, 11 |
| WAL MART STORES INC | COM | 931142103 | 34,866 | 511,000 | Shared-Defined | 4, 14 |
| WASHINGTON POST CO | CL B | 939640108 | 54,165 | 148,311 | Shared-Defined | 11 |
| WASHINGTON POST CO | CL B | 939640108 | 236,716 | 648,165 | Shared-Defined | 4, 10 |
| WASHINGTON POST CO | CL B | 939640108 | 326,609 | 894,304 | Shared-Defined | 4, 11 |
| WASHINGTON POST CO | CL B | 939640108 | 13,507 | 36,985 | Shared-Defined | 4, 12 |
| WELLS FARGO & CO NEW | COM | 949746101 | 355,472 | 10,400,000 | Shared-Defined | 4 |
| WELLS FARGO & CO NEW | COM | 949746101 | 546,880 | 16,000,000 | Shared-Defined | 11 |
| WELLS FARGO & CO NEW | COM | 949746101 | 181,274 | 5,303,500 | Shared-Defined | 2, 4, 11 |
| WELLS FARGO & CO NEW | COM | 949746101 | 232,863 | 6,812,857 | Shared-Defined | 3, 4, 5 |
| WELLS FARGO & CO NEW | COM | 949746101 | 2,307,812 | 67,519,371 | Shared-Defined | 4, 5 |
| WELLS FARGO & CO NEW | COM | 949746101 | 28,028 | 820,000 | Shared-Defined | 4, 6 |

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|-------------------------|-------|-----------|------------|-------------|-------------------------|
| WELLS FARGO & CO NEW | COM | 949746101 | 58,106 | 1,700,000 | Shared-Defined 4, 7 |
| WELLS FARGO & CO NEW | COM | 949746101 | 1,232,845 | 36,069,200 | Shared-Defined 4, 8, 11 |
| WELLS FARGO & CO NEW | COM | 949746101 | 350,926 | 10,267,000 | Shared-Defined 4, 5, 9 |
| WELLS FARGO & CO NEW | COM | 949746101 | 1,719,366 | 50,303,270 | Shared-Defined 4, 10 |
| WELLS FARGO & CO NEW | COM | 949746101 | 7,802,096 | 228,264,943 | Shared-Defined 4, 11 |
| WELLS FARGO & CO NEW | COM | 949746101 | 95,294 | 2,788,000 | Shared-Defined 4, 12 |
| WELLS FARGO & CO NEW | COM | 949746101 | 55,020 | 1,609,720 | Shared-Defined 4, 13 |
| WELLS FARGO & CO NEW | COM | 949746101 | 68,360 | 2,000,000 | Shared-Defined 4, 14 |
| | Total | | 75,313,620 | | |