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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).)
- ☒ 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
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

Title Shares
or Voting
Authority of
Market Value
Principal
Investment
Other -----

--- Name of

Issuer Class
CUSIP (In
Thousands)
Amount
Discretion
Managers Sole
Shared None
~~AMERICAN~~
~~EXPRESS CO COM~~
~~025816109~~
~~110,999~~
~~1,952,142~~
~~Shared Defined~~
~~4 1,952,142~~
~~AMERICAN~~
~~EXPRESS CO COM~~
~~025816109~~
~~979,436~~
~~17,225,400~~
~~Shared Defined~~
~~4,5~~
~~17,225,400~~
~~AMERICAN~~
~~EXPRESS CO COM~~
~~025816109~~
~~47,753 839,832~~
~~Shared Defined~~
~~4,7 839,832~~
~~AMERICAN~~
~~EXPRESS CO COM~~
~~025816109~~
~~110,485~~
~~1,943,100~~
~~Shared Defined~~
~~4,8,11~~
~~1,943,100~~
~~AMERICAN~~
~~EXPRESS CO COM~~
~~025816109~~
~~454,575~~
~~7,994,634~~
~~Shared Defined~~
~~4,10~~
~~7,994,634~~
~~AMERICAN~~
~~EXPRESS CO COM~~
~~025816109~~
~~6,837,749~~
~~120,255,879~~
~~Shared Defined~~
~~4,11~~
~~120,255,879~~
~~AMERICAN~~
~~EXPRESS CO 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~~
~~COM 364730101~~
~~30,889~~
~~1,740,231~~
~~Shared Defined~~
~~4, 11~~
~~1,740,231~~
~~GENERAL~~
~~DYNAMICS CORP~~
~~COM 369550108~~
~~256,355~~
~~3,877,122~~
~~Shared Defined~~
~~4, 8, 11~~
~~3,877,122~~

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 COM 37045V100 227,500 10,000,000 Shared Defined 4, 8, 11 10,000,000~~
~~GLAXOSMITHKLINE~~
~~PLC 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 COM 459200101 13,890,565 66,958,616 Shared Defined 4, 11 66,958,616~~
~~JOHNSON &~~
~~JOHNSON COM 478160104 22,540 327,100 Shared Defined 4 327,100~~
~~JOHNSON &~~
~~JOHNSON COM 478160104 11,365 164,928 Shared Defined 4, 5 164,928~~
~~KRAFT FOODS INC CL A 50075N104 23,900 578,000 Shared Defined 4 578,000~~
~~KRAFT FOODS INC CL A 50075N104 167,434 4,049,200 Shared Defined 4, 5 4,049,200~~
~~KRAFT FOODS INC CL A 50075N104 293,056 7,087,200 Shared Defined 4, 8, 11 7,087,200~~
~~KRAFT FOODS INC CL A 50075N104 775,310 18,749,950 Shared Defined 4, 11 18,749,950~~
~~LEE ENTERPRISES~~
~~INC COM 523768109 1,673 1,130,720 Shared Defined 4, 5 1,130,720~~
~~LIBERTY MEDIA~~
~~CORPORATION LIB CAP COM A 530322106 260,200 2,500,000 Shared Defined 4 2,500,000~~
~~LIBERTY MEDIA~~

CORPORATION	LIB CAP COM A	530322106	312,240	3,000,000	Shared-Defined	4, 8, 11	3,000,000
M & T BK CORP	COM	55261F104	51,957	546,000	Shared-Defined	4, 8, 11	546,000
M & T BK CORP	COM	55261F104	15,682	164,795	Shared-Defined	4, 10	164,795
M & T BK CORP	COM	55261F104	444,516	4,671,245	Shared-Defined	4, 11	4,671,245
MASTERCARD INC	CL A	57636Q104	182,849	405,000	Shared-Defined	4, 8, 11	405,000
MEDIA GEN INC	CL A	584404107	24,067	4,646,220	Shared-Defined	4	4,646,220
MOODYS CORP	COM	615369105	694,326	15,719,400	Shared-Defined	4, 8, 11	15,719,400
MOODYS CORP	COM	615369105	560,776	12,695,850	Shared-Defined	4, 11	12,695,850
NATIONAL							
OILWELL VARGO							
INC	COM	637071101	162,095	2,023,400	Shared-Defined	4	2,023,400
NATIONAL							
OILWELL VARGO							
INC	COM	637071101	173,310	2,163,400	Shared-Defined	4, 8, 11	2,163,400
PHILLIPS 66	COM	718546104	301,210	6,495,800	Shared-Defined	4	6,495,800
PHILLIPS 66	COM	718546104	422,600	9,113,650	Shared-Defined	4, 8, 11	9,113,650
PHILLIPS 66	COM	718546104	46,354	999,650	Shared-Defined	4, 10	999,650
PHILLIPS 66	COM	718546104	489,427	10,554,818	Shared-Defined	4, 11	10,554,818
PRECISION							
CASTPARTS CORP	COM	740189105	84,545	517,600	Shared-Defined	4	517,600
PRECISION							
CASTPARTS CORP	COM	740189105	119,451	731,301	Shared-Defined	4, 8, 11	731,301
PROCTER &							
GAMBLE CO	COM	742718109	21,876	315,400	Shared-Defined	4	315,400
PROCTER &							
GAMBLE CO	COM	742718109	1,406,621	20,280,000	Shared-Defined	4, 5	20,280,000
PROCTER &							
GAMBLE CO	COM	742718109	108,202	1,560,000	Shared-Defined	4, 6	1,560,000
PROCTER &							
GAMBLE CO	COM	742718109	432,806	6,240,000	Shared-Defined	4, 8, 11	6,240,000
PROCTER &							
GAMBLE CO	COM	742718109	432,806	6,240,000	Shared-Defined	4, 10	6,240,000
PROCTER &							
GAMBLE CO	COM	742718109	1,205,316	17,377,678	Shared-Defined	4, 11	17,377,678
PROCTER &							
GAMBLE CO	COM	742718109	54,101	780,000	Shared-Defined	4, 12	780,000
SANOFI	SPONSORED ADR	80105N105	21,035	488,500	Shared-Defined	4, 8, 11	488,500
SANOFI	SPONSORED ADR	80105N105	21,949	509,742	Shared-Defined	4, 5, 9	509,742

SANOFI	SPONSORED ADR	80105N105	7,290	169,300	Shared-Defined	4, 10	169,300
SANOFI	SPONSORED ADR	80105N105	124,707	2,896,133	Shared-Defined	4, 11	2,896,133
TORCHMARK							
CORP	COM	891027104	5,973	116,326	Shared-Defined	2, 4, 11	116,326
TORCHMARK							
CORP	COM	891027104	34,640	674,592	Shared-Defined	4, 5	674,592
TORCHMARK							
CORP	COM	891027104	49,273	959,550	Shared-Defined	4, 10	959,550
TORCHMARK							
CORP	COM	891027104	127,623	2,485,350	Shared-Defined	4, 11	2,485,350
US BANCORP							
DEL	COM NEW	902973304	20,246	590,275	Shared-Defined	4	590,275
US BANCORP							
DEL	COM NEW	902973304	799,440	23,307,300	Shared-Defined	4, 5	23,307,300
US BANCORP							
DEL	COM NEW	902973304	434,900	12,679,300	Shared-Defined	4, 8, 11	12,679,300
US BANCORP							
DEL	COM NEW	902973304	74,568	2,174,000	Shared-Defined	4, 5, 9	2,174,000
US BANCORP							
DEL	COM NEW	902973304	712,367	20,768,726	Shared-Defined	4, 11	20,768,726
US BANCORP							
DEL	COM NEW	902973304	59,854	1,745,000	Shared-Defined	4, 14	1,745,000
U S G CORP	COM NEW	903293405	374,735	17,072,192	Shared-Defined	4, 11	17,072,192
UNITED							
PARCEL							
SERVICE							
INC	CL B	911312106	4,251	59,400	Shared-Defined	4	59,400
VERISK							
ANALYTICS							
INC	CL A	92345Y106	74,435	1,563,434	Shared-Defined	4, 8, 11	1,563,434
VIACOM INC							
NEW	CL B	92553P201	211,895	3,954,000	Shared-Defined	4	3,954,000
VIACOM INC							
NEW	CL B	92553P201	195,775	3,653,200	Shared-Defined	4, 8, 11	3,653,200
VISA INC	COM CL A	92826C839	208,867	1,555,459	Shared-Defined	4, 8, 11	1,555,459
WABCO							
HLDGS INC	COM	92927K102	39,189	679,532	Shared-Defined	4	679,532
WABCO							
HLDGS INC	COM	92927K102	53,046	919,532	Shared-Defined	4, 8, 11	919,532
WAL MART							
STORES INC	COM	931142103	21,402	290,000	Shared-Defined	4	290,000

[illegible]