

Symetra Financial CORP
Form 4
June 24, 2013

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BERKSHIRE HATHAWAY INC

2. Issuer Name and Ticker or Trading Symbol
Symetra Financial CORP [SYA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3555 FARNAM STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/20/2013

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

OMAHA, NE 68131

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/20/2013		X		9,487,872	A	\$ 11.494	26,887,872	I	See footnote (1) <u>(1)</u>
Common Stock	06/20/2013		J ⁽²⁾		7,023,029	D	\$ 15.528	19,864,843	I	See footnote (1) <u>(1)</u>
Common Stock	06/20/2013		J ⁽³⁾		184,036	A	\$ 0	20,048,879	I	See footnote (1) <u>(1)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Warrant (right to buy)	\$ 11.494	06/20/2013		X	9,487,872	07/30/2004	07/29/2014	Common Stock	9,487

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BERKSHIRE HATHAWAY INC 3555 FARNAM STREET OMAHA, NE 68131		X		
GENERAL RE CORP 1440 KIEWIT PLAZA OMAHA, NE		X		
GENERAL REINSURANCE CORP 1440 KIEWIT PLAZA OMAHA, NE 68131		X		
BUFFETT WARREN E 3555 FARNAM STREET OMAHA, NE 68131		X		

Signatures

Berkshire Hathaway Inc., by Marc D. Hamburg
06/24/2013

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1)

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These securities are owned directly by General Reinsurance Corporation ("GRC"), which is a wholly owned subsidiary of General Re Corporation ("Gen Re"), which is a wholly owned subsidiary of Berkshire Hathaway Inc. ("Berkshire"). As Berkshire and Gen Re are in the chain of ownership of GRC, each of Berkshire and Gen Re may be deemed presently to both beneficially own and have a pecuniary interest in all shares of Symetra Financial Corporation ("SYA") common stock presently owned by GRC. Warren E. Buffett, as the controlling stockholder of Berkshire, may be deemed presently to beneficially own, but only to the extent he has a pecuniary interest in, the shares of SYA common stock presently owned by GRC. Mr. Buffett disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

- On June 20, 2013, GRC exercised its warrant to purchase 9,487,872 shares of SYA common stock for \$11.494 per share and paid the exercise price on a cashless basis, resulting in SYA's withholding of 7,023,029 shares of SYA common stock in respect of the exercise price.
- (2)
- (3) In order to induce GRC to exercise the warrant as described in footnote 2, SYA has agreed to issue to GRC 184,036 additional shares of SYA common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.