BERKSHIRE HATHAWAY INC
Form 8-K
August 15, 2013

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15 (D) OF THE

SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED) August 15, 2013

BERKSHIRE HATHAWAY INC.

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

DELAWARE	**001-14905**	**47-0813844**
(STATE OR OTHER JURISDICTION OF INCORPORATION)	**(COMMISSION FILE NUMBER)**	**(I.R.S. EMPLOYER IDENTIFICATION NO.)**

3555 Farnam Street	
Omaha, Nebraska	**68131**

(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES) **(ZIP CODE)**

(402) 346-1400

REGISTRANT S TELEPHONE NUMBER, INCLUDING AREA CODE

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

¨ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

¨ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

¨ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

¨ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events.

On August 15, 2013, Berkshire Hathaway Finance Corporation (BHFC) issued (i) $600,000,000 aggregate principal amount of its 0.950% Senior Notes due 2016 and (ii) $400,000,000 aggregate principal amount of its 2.000% Senior Notes due 2018, ((i) and (ii) collectively, the Notes), under a registration statement on Form S-3 under the Securities Act of 1933, as amended (the Securities Act), filed with the Securities and Exchange Commission (the Commission) on January 28, 2013 (Registration No. 333-186257) (the Registration Statement). The Notes, which will be fully and unconditionally guaranteed by Berkshire Hathaway Inc. (Berkshire), were sold pursuant to an underwriting agreement (the Underwriting Agreement) entered into on August 6, 2013, by and between (a) BHFC and Berkshire and (b) Goldman, Sachs & Co., Merrill Lynch, Pierce, Fenner & Smith Incorporated and Wells Fargo Securities, LLC (collectively, the Underwriters). The Notes are issued under an Indenture, dated as of February 1, 2010, by and among BHFC, as issuer, Berkshire, as guarantor, and The Bank of New York Mellon Trust Company, N.A., as trustee (the Indenture), and officers certificates dated as of August 15, 2013 (the Officers Certificates).

The relevant terms of the Notes and the Indenture are further described under the caption Description of the Notes and Guarantee in the prospectus supplement, dated August 6, 2013, filed with the Commission by Berkshire on August 7, 2013, pursuant to Rule 424(b)(2) under the Securities Act of 1933, as amended, and in the section entitled Description of the Debt Securities in the base prospectus, dated January 28, 2013, included in the Registration Statement, which descriptions are incorporated herein by reference.

A copy of the Indenture is set forth in Exhibit 4.1 of Berkshire s registration statement on Form S-3 under the Securities Act filed with the Commission on February 1, 2010 (Registration No. 333-164611) and is incorporated herein by reference. Copies of the Officers Certificates (including the forms of the Notes) are attached hereto as Exhibits 4.2 and 4.3 and are incorporated herein by reference. The descriptions of the Indenture, the Officers Certificates and the Notes in this report are summaries and are qualified in their entirety by the terms of the Indenture, the Officers Certificates and the Notes, respectively.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

1.1	Underwriting Agreement, dated August 6, 2013, by and between (a) Berkshire Hathaway Finance Corporation and Berkshire Hathaway Inc. and (b) Goldman, Sachs & Co., Merrill Lynch, Pierce, Fenner & Smith Incorporated and Wells Fargo Securities, LLC.
4.1	Indenture, dated as of February 1, 2010, among Berkshire Hathaway Inc., Berkshire Hathaway Finance Corporation and The Bank of New York Mellon Trust Company, N.A., as trustee (incorporated by reference to Exhibit 4.1 of Berkshire s Registration Statement on Form S-3 (Registration No. 333-164611) filed with the Commission on February 1, 2010).
4.2	Officers Certificate of Berkshire Hathaway Finance Corporation, dated as of August 15, 2013, including the form of Berkshire Hathaway Finance Corporation s 0.950% Senior Notes due 2016.
4.3	Officers Certificate of Berkshire Hathaway Finance Corporation, dated as of August 15, 2013, including the form of Berkshire Hathaway Finance Corporation s 2.000% Senior Notes due 2018.
5.1	Opinion of Munger, Tolles & Olson LLP, dated August 15, 2013.
23.1	Consent of Munger, Tolles & Olson LLP (included in Exhibit 5.1).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

August 15, 2013

BERKSHIRE HATHAWAY INC.

By: /s/ Marc D. Hamburg
Marc D. Hamburg
Senior Vice President and Chief Financial Officer

Exhibit Index

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