

BERKSHIRE HATHAWAY INC
Form S-8 POS
February 23, 2012

As filed with the Securities and Exchange Commission on February 23, 2012

Registration No. 333-43366

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

POST-EFFECTIVE AMENDMENT NO. 1
TO
FORM S-8
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

BERKSHIRE HATHAWAY INC.

(Exact name of Registrant as specified in its Charter)

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Delaware
(State or Other Jurisdiction)

47-0813844
(I.R.S. Employer

of Incorporation or Organization)

Identification Number)

3555 Farnam Street

Omaha, Nebraska 68131

(402) 346-1400

(Address, Including Zip Code, and Telephone Number, Including Area Code, of Registrant's Principal Executive Offices)

Berkshire Hathaway Inc. 1996 Stock Option Plan, as Amended and Restated

(Full Title of the Plan)

Marc D. Hamburg

Berkshire Hathaway Inc.

3555 Farnam Street

Omaha, Nebraska 68131

(402) 346-1400

(Name, Address, Including Zip Code, and Telephone Number, Including Area Code, of Agent For Service)

Copy To:

Mary Ann Todd

Munger, Tolles & Olson LLP

355 South Grand Avenue

Los Angeles, California 90071

(213) 683-9100

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Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☒
Non-accelerated filer ☐ (Do not check if a smaller reporting company)

Accelerated filer ☐
Smaller reporting company ☐

EXPLANATORY NOTE

The sole purpose of this amendment is to remove from registration shares of common stock remaining unsold at the termination of an offering.

This Post-Effective Amendment No. 1 amends the Registration Statement on Form S-8, file number 333-43366 (the "Registration Statement"), originally filed with the Securities and Exchange Commission on August 9, 2000 by Berkshire Hathaway Inc. ("Berkshire"). Berkshire filed the Registration Statement to register 10,056 shares of its Class B common stock, par value \$0.1667 per share, available for issuance under the Berkshire Hathaway Inc. 1996 Stock Option Plan, as Amended and Restated. The offer of shares pursuant to the Registration Statement has terminated.

Pursuant to the undertaking in Item 9 of the Registration Statement, Berkshire hereby removes from registration, by means of this Post-Effective Amendment No. 1, the registered shares that were unsold at the termination of the offering pursuant to the Registration Statement.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Omaha, State of Nebraska, on February 23, 2012.

BERKSHIRE HATHAWAY INC.

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

[Post-Effective Amendment - 333-43366]

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Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to the Registration Statement has been signed below by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
/s/ Warren E. Buffett	Chairman of the Board and Director	February 23, 2012
Warren E. Buffett	(principal executive officer)	
/s/ Marc D. Hamburg	Senior Vice President and Chief	February 23, 2012
Marc D. Hamburg	Financial Officer (principal financial officer)	
/s/ Daniel J. Jaksich	Controller (principal accounting officer)	February 23, 2012
Daniel J. Jaksich		
/s/ Charles T. Munger	Vice-Chairman of the Board and Director	February 23, 2012
Charles T. Munger		
/s/ Walter Scott, Jr.	Director	February 23, 2012
Walter Scott, Jr.		
/s/ Howard G. Buffett	Director	February 23, 2012
Howard G. Buffett		
/s/ Ronald L. Olson	Director	February 23, 2012
Ronald L. Olson		
/s/ Susan L. Decker	Director	February 23, 2012
Susan L. Decker		
/s/ William H. Gates III	Director	February 23, 2012
William H. Gates III		
/s/ David S. Gottesman	Director	February 23, 2012
David S. Gottesman		

[Signatures continue on following page.]

[Post-Effective Amendment - 333-43366]

/s/ Charlotte Guyman	Director	February 23, 2012
Charlotte Guyman		
/s/ Donald R. Keough	Director	February 23, 2012
Donald R. Keough		
/s/ Thomas S. Murphy	Director	February 23, 2012
Thomas S. Murphy		
/s/ Stephen B. Burke	Director	February 23, 2012
Stephen B. Burke		

[Post-Effective Amendment - 333-43366]