

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
of Incorporation or Organization)

47-0813844
(I.R.S. Employer

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.]

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| | | |
|----------------------|----------|-------------------|
| /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]