BUFFETT WARREN E
Form 4
February 17, 2010

FORM 4

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

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

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

(Last) (First) (Middle)

3555 FARNAM STREET,

(Street)

OMAHA, NE 68131

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
BURLINGTON NORTHERN SANTA FE, LLC [BNI]

3. Date of Earliest Transaction (Month/Day/Year)
02/12/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
__X__ 10% Owner
_____ Officer (give title below)
_____ Other (specify below)

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/12/2010		P		264,507,434	A	(1) (2)	0 (3)	I	See footnote 4. (4)

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

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SEC 1474 (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)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BERKSHIRE HATHAWAY INC 3555 FARNAM STREET OMAHA, NE 68131		X		
BUFFETT WARREN E 3555 FARNAM STREET OMAHA, NE 68131		X		
OBH INC 3555 FARNAM STREET SUITE 1440 OMAHA, NE 68131		X		
NATIONAL INDEMNITY CO 3024 HARNEY STREET OMAHA, NE 68131		X		

Signatures

Berkshire Hathaway Inc., by Marc D. Hamburg	02/17/2010
**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) As a result of the merger (the "Merger") of Burlington Northern Santa Fe Corporation ("BNSF") with and into R Acquisition Company, LLC, a subsidiary of National Indemnity Company ("NICO"), on February 12, 2010, each outstanding share of common stock of BNSF, other than shares owned by the Reporting Persons, was converted into the right to receive, at the election of the stockholder (subject to certain proration and reallocation procedures described in the merger agreement), either (i)??$100.00 in cash, or (ii)??a portion of a share of Berkshire Class??A common stock equal to the exchange ratio, which was calculated by dividing $100.00 by the average of the daily volume-weighted average trading prices per share of Berkshire Class??A common stock over the ten trading day period ending on the second full trading day prior to completion of the Merger.

(2) Shares of Berkshire Class B common stock were issued in lieu of fractional shares of Berkshire Class A common stock, and cash was paid in lieu of fractional shares of Berkshire Class B common stock.

(3) All of the outstanding common stock of BNSF was canceled in the Merger.

(4) NICO is a subsidiary of OBH LLC ("OBH"), and OBH is a subsidiary of Berkshire Hathaway Inc. ("Berkshire"). As OBH and Berkshire are each in the chain of ownership of NICO, each of OBH and Berkshire may be deemed to both beneficially own and have a pecuniary interest in all securities of BNSF acquired by NICO. Warren E. Buffett, as the controlling stockholder of Berkshire, may be deemed to beneficially own, but only to the extent he has a pecuniary interest in, the BNSF shares acquired by NICO. Mr. Buffett disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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