

BUFFETT WARREN E
Form 4
October 05, 2007

FORM 4

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

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).

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
BURLINGTON NORTHERN SANTA FE CORP [BNI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1440 KIEWIT PLAZA
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/03/2007

____ Director
____ Officer (give title below)
 10% Owner
____ 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
 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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock (acquisition from call options exercised) (1) | 10/03/2007 | | X | 7,847,818 (2) | A \$ 40 | 60,828,818 (2) (3) | I See footnotes 2 and 3 |

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

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number.

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 |
| Call option (right to buy) | \$ 40 | 10/03/2007 | | X | 7,847,818 | 10/03/2007 | 10/03/2007 | Common Stock | 7,847,818 |

Reporting Owners

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

Signatures

| | |
|--|------------|
| Berkshire Hathaway Inc., by Marc D. Hamburg | 10/05/2007 |
| **Signature of Reporting Person | Date |
| /s/ Warren E. Buffett | 10/05/2007 |
| **Signature of Reporting Person | Date |
| OBH, Inc., by Marc D. Hamburg | 10/05/2007 |
| **Signature of Reporting Person | Date |
| /s/ National Indemnity Company, by Marc D. Hamburg | 10/05/2007 |
| **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) The transaction reported on this Form 4 is solely the exercise of certain call options previously reported as acquired by the Reporting Persons.

These shares are owned by National Indemnity Company ("NICO"), a subsidiary of OBH, Inc. ("OBH"). OBH is a subsidiary of Berkshire Hathaway Inc. ("Berkshire"). Shares of Burlington Northern common stock previously held by two other subsidiaries of Berkshire, National Fire & Marine Insurance Company and Columbia Insurance Company, were transferred to NICO.

As OBH and Berkshire are each in the chain of ownership of NICO, each of Berkshire and OBH may be deemed presently to both beneficially own and have a pecuniary interest in all shares of Burlington Northern common stock presently owned by NICO. Warren E.

(3) 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 Burlington Northern common stock presently owned by NICO. Mr. Buffett disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

(4) The call options were owned by NICO.

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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