

Axalta Coating Systems Ltd.  
Form SC 13G  
February 16, 2016

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, DC 20549**

**SCHEDULE 13G**

**(Rule 13d-102)**

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT**

**TO § 240.13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED**

**PURSUANT TO § 240.13d-2**

**(Amendment No. \_\_)**

**AXALTA COATINGS SYSTEMS LTD.**

**(Name of Issuer)**

**COMMON STOCK**

**(Title of Class of Securities)**

**G0750C108**

**(CUSIP Number)**

**December 31, 2015**

**(Date of Event Which Requires Filing of this Statement)**

**Check the appropriate box to designate the rule pursuant to which this Schedule is filed:**

☒ **Rule 13d-1 (b)**

☐ **Rule 13d-1 (c)**

☐ **Rule 13d-1 (d)**

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (the Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes.)

CUSIP No. G0750C108

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**1 NAME OF REPORTING PERSON**

Warren E. Buffett

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**(a) ☒ (b) ☐**3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

United States Citizen

**5 SOLE VOTING POWER****NUMBER OF**

**SHARES** NONE  
**6 SHARED VOTING POWER**

**BENEFICIALLY**

**OWNED BY** 23,324,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON** NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

23,324,000 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

23,324,000 shares of Common Stock  
**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES** ☐

**Not applicable.**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

9.8%

**12 TYPE OF REPORTING PERSON**

IN

CUSIP No. G0750C108

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**1 NAME OF REPORTING PERSON**

Berkshire Hathaway Inc.

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**(a) ☒ (b) ☐**3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Delaware

**5 SOLE VOTING POWER****NUMBER OF**

**SHARES** NONE  
**6 SHARED VOTING POWER**

**BENEFICIALLY**

**OWNED BY** 23,324,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON** NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

23,324,000 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

23,324,000 shares of Common Stock  
**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES** ☐

**Not applicable.**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

9.8%

**12 TYPE OF REPORTING PERSON**

HC, CO

CUSIP No. G0750C108

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**1 NAME OF REPORTING PERSON**

National Indemnity Company

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**(a) ☒ (b) ☐**3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Nebraska

**5 SOLE VOTING POWER****NUMBER OF****SHARES**

NONE

**6 SHARED VOTING POWER****BENEFICIALLY****OWNED BY**

20,000,000 shares of Common Stock

**EACH****7 SOLE DISPOSITIVE POWER****REPORTING****PERSON**

NONE

**8 SHARED DISPOSITIVE POWER****WITH**

20,000,000 shares of Common Stock

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

20,000,000 shares of Common Stock

**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐**

**Not applicable.**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

8.4%

**12 TYPE OF REPORTING PERSON**

IC, CO

CUSIP No. G0750C108

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**1 NAME OF REPORTING PERSON**

GEICO Corporation

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**(a) ☒ (b) ☐**3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Delaware

**5 SOLE VOTING POWER****NUMBER OF**

**SHARES** NONE  
**6 SHARED VOTING POWER**

**BENEFICIALLY**

**OWNED BY** 20,000,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON** NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

20,000,000 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

20,000,000 shares of Common Stock  
**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES** ☐

**Not applicable.**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

8.4%

**12 TYPE OF REPORTING PERSON**

HC, CO

CUSIP No. G0750C108

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**1 NAME OF REPORTING PERSON**

Government Employees Insurance Company

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**(a) ☒ (b) ☐**3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Maryland

**5 SOLE VOTING POWER****NUMBER OF****SHARES**

NONE

**6 SHARED VOTING POWER****BENEFICIALLY****OWNED BY**

20,000,000 shares of Common Stock

**EACH****7 SOLE DISPOSITIVE POWER****REPORTING****PERSON**

NONE

**8 SHARED DISPOSITIVE POWER****WITH**

20,000,000 shares of Common Stock

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

20,000,000 shares of Common Stock

**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐**

**Not applicable.**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

8.4%

**12 TYPE OF REPORTING PERSON**

IC, CO

CUSIP No. G0750C108

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**1 NAME OF REPORTING PERSON**

The Buffalo News Drivers/Distributors Pension Plan

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**(a) ☒ (b) ☐**3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of New York

**5 SOLE VOTING POWER****NUMBER OF****SHARES**

NONE

**6 SHARED VOTING POWER****BENEFICIALLY****OWNED BY**

10,000 shares of Common Stock

**EACH****7 SOLE DISPOSITIVE POWER****REPORTING****PERSON**

NONE

**8 SHARED DISPOSITIVE POWER****WITH**

10,000 shares of Common Stock

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

10,000 shares of Common Stock

**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐**

**Not applicable.**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

**12 TYPE OF REPORTING PERSON**

EP

CUSIP No. G0750C108

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**1 NAME OF REPORTING PERSON**

Buffalo News Editorial Pension Plan

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**(a) ☒ (b) ☐**3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of New York

**5 SOLE VOTING POWER****NUMBER OF****SHARES**

NONE

**6 SHARED VOTING POWER****BENEFICIALLY****OWNED BY**

165,000 shares of Common Stock

**EACH****7 SOLE DISPOSITIVE POWER****REPORTING****PERSON**

NONE

**8 SHARED DISPOSITIVE POWER****WITH**

165,000 shares of Common Stock

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

165,000 shares of Common Stock

**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐**

**Not applicable.**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

0.1%

**12 TYPE OF REPORTING PERSON**

EP

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**1 NAME OF REPORTING PERSON**

BNSF Master Retirement Trust

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**(a) ☒ (b) ☐**3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Texas

**5 SOLE VOTING POWER****NUMBER OF**

**SHARES** NONE  
**6 SHARED VOTING POWER**

**BENEFICIALLY**

**OWNED BY** 373,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON** NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

373,000 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

373,000 shares of Common Stock  
**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES** ☐

**Not applicable.**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

0.2%

**12 TYPE OF REPORTING PERSON**

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**1 NAME OF REPORTING PERSON**

Buffalo News Mechanical Pension Plan  
**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) ☒ (b) ☐

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of New York

**5 SOLE VOTING POWER**

**NUMBER OF**

**SHARES** NONE

**6 SHARED VOTING POWER**

**BENEFICIALLY**

**OWNED BY** 19,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON** NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

19,000 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

19,000 shares of Common Stock  
**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES** ☐

**Not applicable.**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

**12 TYPE OF REPORTING PERSON**

EP

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**1 NAME OF REPORTING PERSON**

Flight Safety International Inc. Retirement Income Plan  
**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) ☒ (b) ☐

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of New York

**5 SOLE VOTING POWER**

**NUMBER OF**

**SHARES** NONE

**6 SHARED VOTING POWER**

**BENEFICIALLY**

**OWNED BY** 250,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON** NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

250,000 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

250,000 shares of Common Stock  
**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES** ☐

**Not applicable.**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

0.1%

**12 TYPE OF REPORTING PERSON**

EP

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**1 NAME OF REPORTING PERSON**

Acme Brick Company Pension Trust  
**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) ☒ (b) ☐

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Texas

**5 SOLE VOTING POWER**

**NUMBER OF**

**SHARES** NONE  
**6 SHARED VOTING POWER**

**BENEFICIALLY**

**OWNED BY** 57,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON** NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

57,000 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

57,000 shares of Common Stock  
**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES** ☐

**Not applicable.**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

**12 TYPE OF REPORTING PERSON**

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**1 NAME OF REPORTING PERSON**

**2** Lubrizol Master Trust Pension  
**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a) ☒ (b) ☐

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Ohio

**5 SOLE VOTING POWER**

**NUMBER OF**

**SHARES** NONE  
**6 SHARED VOTING POWER**

**BENEFICIALLY**

**OWNED BY** 2,000,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON** NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

2,000,000 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

2,000,000 shares of Common Stock  
**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES** ☐

**Not applicable.**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

0.8%

**12 TYPE OF REPORTING PERSON**

EP

CUSIP No. G0750C108

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**1 NAME OF REPORTING PERSON**

Dexter Pension Plan

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**(a) ☒ (b) ☐**3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Texas

**5 SOLE VOTING POWER****NUMBER OF**

**SHARES** NONE  
**6 SHARED VOTING POWER**

**BENEFICIALLY**

**OWNED BY** 50,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON** NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

50,000 shares of Common Stock

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

50,000 shares of Common Stock

**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES** ☐

**Not applicable.**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

Less than 0.1%

**12 TYPE OF REPORTING PERSON**

EP

CUSIP No. G0750C108

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**1 NAME OF REPORTING PERSON**

Johns Manville Corporation Master Pension Trust

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**(a) ☒ (b) ☐**3 SEC USE ONLY****4 CITIZENSHIP OR PLACE OF ORGANIZATION**

State of Colorado

**5 SOLE VOTING POWER****NUMBER OF**

**SHARES** NONE  
**6 SHARED VOTING POWER**

**BENEFICIALLY**

**OWNED BY** 400,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON** NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

400,000 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

400,000 shares of Common Stock  
**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES** ☐

**Not applicable.**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9**

0.2%

**12 TYPE OF REPORTING PERSON**

EP

**Item 1.**

**(a) Name of Issuer**

Axalta Coatings Systems Ltd.

**(b) Address of Issuer's Principal Executive Offices**

2001 Market Street, Philadelphia, PA 19103

**Item 2(a). Name of Person Filing:**

**Item 2(b). Address of Principal Business Office:**

**Item 2(c). Citizenship:**

|                                         |                                                    |
|-----------------------------------------|----------------------------------------------------|
| Warren E. Buffett                       | Berkshire Hathaway Inc.                            |
| 3555 Farnam Street                      | 3555 Farnam Street                                 |
| Omaha, Nebraska 68131                   | Omaha, Nebraska 68131                              |
| United States Citizen                   | Delaware corporation                               |
| National Indemnity Company              | GEICO Corporation                                  |
| 3024 Harney Street                      | One GEICO Plaza                                    |
| Omaha, Nebraska 68131                   | Washington, DC 20076                               |
| Nebraska corporation                    | Delaware Corporation                               |
| Government Employees Insurance Company  | The Buffalo News Drivers/Distributors Pension Plan |
| One GEICO Plaza                         | c/o The Buffalo News                               |
| Washington, DC 20076                    | One News Plaza                                     |
| Maryland Corporation                    | Buffalo, NY 14240                                  |
|                                         | New York                                           |
| The Buffalo News Editorial Pension Plan | Buffalo News Mechanical Pension Plan               |

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c/o The Buffalo News

One News Plaza

Buffalo, NY 14240

New York

BNSF Master Retirement Trust

c/o BNSF Railway

2650 Lou Menk Drive

Fort Worth, TX 76131

Texas

c/o The Buffalo News

One News Plaza

Buffalo, NY 14240

New York Corporation

Johns Manville Corporation Master Pension Trust

c/o Johns Manville Corporation

717 17th Street

Denver, CO 80202

Delaware Corporation

Lubrizol Master Trust Pension

c/o The Lubrizol Corporation

29400 Lakeland Blvd.

Wickliffe, Ohio 44092

Ohio

Flight Safety International Inc. Retirement

Income Plan

c/o Flight Safety International Inc.

La Guardia Airport

Marine Air Terminal

Flushing, NY 11371

New York Corporation

Acme Brick Company Pension Trust

c/o Acme Brick Company

3024 Acme Brick Plaza

Fort Worth, TX 76109

Delaware Corporation

Dexter Pension Plan

c/o H.H. Brown Shoe Company

124 Putnam Avenue

Greenwich, CT 06830

Delaware Corporation

**(d) Title of Class of Securities**

Common Stock

**(e) CUSIP Number**

G0750C108

**Item 3. If this statement is filed pursuant to § 240.13d-1(b), or § 240.13d-2(b) or (c), check whether the person filing is a:**

Warren E. Buffett (an individual who may be deemed to control Berkshire Hathaway Inc.), Berkshire Hathaway Inc. and GEICO Corporation are each a Parent Holding Company or Control Person, in accordance with § 240.13d-1(b)(1)(ii)(G).

National Indemnity Company and Government Employees Insurance Company are each an Insurance Company as defined in section 3(a)(19) of the Act.

The Buffalo News Editorial Pension Plan, The Buffalo News Drivers/Distributors Pension Plan, BNSF Master Retirement Trust, Lubrizol Master Trust Pension, Buffalo News Mechanical Pension Plan, Flight Safety International Inc. Retirement Income Plan, Johns Manville Corporation Master Pension Trust, Acme Brick Company Pension Trust and Dexter Pension Plan are each an Employee Benefit Plan in accordance with § 240.13d-1(b)(1)(ii)(F).

**Item 4. Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

**(a) Amount beneficially Owned**

See the Cover Pages for each of the Reporting Persons.

**(b) Percent of Class**

See the Cover Pages for each of the Reporting Persons.

**(c) Number of shares as to which such person has:**

(i) sole power to vote or to direct the vote

(ii) shared power to vote or to direct the vote

(iii) sole power to dispose or to direct the disposition of

(iv) shared power to dispose or to direct the disposition of

See the Cover Pages for each of the Reporting Persons.

**Item 5. Ownership of Five Percent or Less of a Class.**

Not Applicable.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

Not Applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.**

See Exhibit A.

**Item 8. Identification and Classification of Members of the Group.**

See Exhibit A.

**Item 9. Notice of Dissolution of Group.**

Not Applicable.

**Item 10. Certification.**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

### SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated this 16<sup>th</sup> day of February, 2016

/s/ Warren E. Buffett  
Warren E. Buffett

BERKSHIRE HATHAWAY INC.

By: /s/ Warren E. Buffett  
Warren E. Buffett  
Chairman of the Board

NATIONAL INDEMNITY COMPANY, GEICO CORPORATION, GOVERNMENT EMPLOYEES INSURANCE COMPANY, THE BUFFALO NEWS EDITORIAL PENSION PLAN, THE BUFFALO NEWS DRIVERS/DISTRIBUTORS PENSION PLAN, BNSF MASTER RETIREMENT TRUST, LUBRIZOL MASTER TRUST PENSION, THE BUFFALO NEWS MECHANICAL PENSION PLAN, FLIGHT SAFETY INTERNATIONAL INC., JOHNS MANVILLE CORPORATION MASTER PENSION TRUST, ACME BRICK COMPANY PENSION TRUST AND DEXTER PENSION PLAN

By /s/ Warren E. Buffett  
Warren E. Buffett  
Attorney-in-Fact

**SCHEDULE 13G**

**EXHIBIT A**

**RELEVANT SUBSIDIARIES AND MEMBERS OF FILING GROUP**

**PARENT HOLDING COMPANIES OR CONTROL PERSONS:**

Warren E. Buffett (an individual who may be deemed to control Berkshire Hathaway Inc.)

Berkshire Hathaway Inc.

GEICO Corporation

**INSURANCE COMPANIES AS DEFINED IN SECTION 3(a)(19) OF THE ACT:**

National Indemnity Company

Government Employees Insurance Company

**EMPLOYEE BENEFIT PLANS IN ACCORDANCE WITH § 240.13d-1-(b)(1)(ii)(F)**

The Buffalo News Editorial Pension Plan

The Buffalo News Drivers/Distributors Pension Plan

BNSF Master Retirement Trust

Lubrizol Master Trust Pension

Buffalo News Mechanical Pension Plan

Flight Safety International Inc. Retirement Income Plan

Johns Manville Corporation Master Pension Trust

Acme Brick Company Pension Trust

Dexter Pension Plan

**SCHEDULE 13G**

**EXHIBIT B**

**JOINT FILING AGREEMENT PURSUANT TO RULE 13d-1(k)(1)**

The undersigned persons hereby agree that reports on Schedule 13G, and amendments thereto, with respect to the Common Stock of Axalta Coatings Systems Ltd. may be filed in a single statement on behalf of each of such persons, and further, each of such persons designates Warren E. Buffett as its agent and Attorney-in-Fact for the purpose of executing any and all Schedule 13G filings required to be made by it with the Securities and Exchange Commission.

Dated: February 16, 2016 /S/ Warren E. Buffett  
Warren E. Buffett

Berkshire Hathaway Inc.

Dated: February 16, 2016 /S/ Warren E. Buffett  
By: Warren E. Buffett  
Title: Chairman of the Board

National Indemnity Company

Dated: February 16, 2016 /S/ Marc D. Hamburg  
By: Marc D. Hamburg  
Title: Chairman of the Board

GEICO Corporation

Dated: February 16, 2016 /S/ Michael H. Campbell  
By: Michael H. Campbell  
Title: Vice President

Government Employees Insurance Company

Dated: February 16, 2016 /S/ Michael H. Campbell  
By: Michael H. Campbell  
Title: Senior Vice President

The Buffalo News Editorial Pension Plan

Dated: February 16, 2016 /S/ Warren Colville  
By: Warren Colville  
Title: President, The Buffalo News

The Buffalo News Drivers/Distributors Pension Plan

Dated: February 16, 2016 /S/ Warren Colville  
By: Warren Colville  
Title: President, The Buffalo News

The Buffalo News Mechanical Pension Plan

Dated: February 16, 2016 /S/ Warren Colville  
By: Warren Colville  
Title: President, The Buffalo News

BNSF Master Retirement Trust

Dated: February 16, 2016 /S/ Julie Piggott  
By: Julie Piggott  
Vice President, Burlington Northern Santa Fe, LLC

Lubrizol Master Trust Pension

Dated: February 16, 2016 /S/ Brian Valentine  
By: Brian Valentine  
Title: Vice President, The Lubrizol Corporation

Flight Safety International Inc. Retirement Income Plan

Dated: February 16, 2016 /S/ Bruce Whitman  
By: Bruce Whitman  
Title: President, Flight Safety International Inc.

Johns Manville Corporation Master  
Pension Trust

Dated: February 16, 2016

/S/ Mary Rhinehart  
By: Mary Rhinehart  
Title: President, Johns Manville  
Corporation

Acme Brick Company Pension Trust

Dated: February 16, 2016

/S/ Dennis Knautz  
By: Dennis Knautz  
Title: President, Acme Brick Company

Dexter Pension Plan

Dated: February 16, 2016

/S/ James Issler  
By: James Issler  
Title: President, H.H. Brown Shoe  
Company