

DIRECTV
Form SC 13G
May 15, 2013

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.)

DIRECTV

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

25490A309

(CUSIP Number)

December 31, 2012

(Date of Event Which Requires Filing of this Statement)

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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. 25490A309

13G

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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**

34,037,500 Common Stock

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

NONE

8 SHARED DISPOSITIVE POWER**WITH****9 34,037,500 shares of Common Stock
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON****10 34,037,500 shares of Common Stock
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ☐**

Not Applicable.

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

5.8%

12 TYPE OF REPORTING PERSON

IN

CUSIP No. 25490A309

13G

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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 34,037,500 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER
WITH

34,037,500 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

34,037,500 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

5.8%

12 TYPE OF REPORTING PERSON

HC, CO

CUSIP No. 25490A309

13G

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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**

NONE
SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 22,999,600 shares of Common Stock
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER
WITH

22,999,600 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

22,999,600 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

3.9%

12 TYPE OF REPORTING PERSON

IC, CO

CUSIP No. 25490A309

13G

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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 22,999,600 shares of Common Stock
 EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER
 WITH

22,999,600 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

22,999,600 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

3.9%

12 TYPE OF REPORTING PERSON

HC, CO

CUSIP No. 25490A309

13G

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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**

NONE
SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 20,098,000 shares of Common Stock
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER
WITH

20,098,000 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

20,098,000 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

3.4%

12 TYPE OF REPORTING PERSON

IC, CO

CUSIP No. 25490A309

13G

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1 NAME OF REPORTING PERSON

GEICO 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 Maryland

5 SOLE VOTING POWER**NUMBER OF**

NONE

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

2,901,600 shares of Common Stock

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

NONE

8 SHARED DISPOSITIVE POWER**WITH**

2,901,600 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,901,600 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

0.5%

12 TYPE OF REPORTING PERSON

IC, CO

CUSIP No. 25490A309

13G

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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 229,000 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER
WITH

229,000 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

229,000 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. 25490A309

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1 NAME OF REPORTING PERSON

The Buffalo News Office 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 **6** NONE
SHARED VOTING POWER

BENEFICIALLY

OWNED BY 188,000 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER
WITH

188,000 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

188,000 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. 25490A309

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1 NAME OF REPORTING PERSON

The 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**

186,900 shares of Common Stock

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

NONE

8 SHARED DISPOSITIVE POWER**WITH****9 186,900 shares of Common Stock
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON****10 186,900 shares of Common Stock
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. 25490A309

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1 NAME OF REPORTING PERSON

2 The Buffalo News Mechanical Pension Plan
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 59,500 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER
WITH

9 59,500 shares of Common Stock
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 59,500 shares of Common Stock
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. 25490A309

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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 **6** NONE
SHARED VOTING POWER

BENEFICIALLY

OWNED BY 24,600 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER
WITH

24,600 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

24,600 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

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 Connecticut

5 SOLE VOTING POWER**NUMBER OF**

NONE

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

121,000 shares of Common Stock

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

NONE

8 SHARED DISPOSITIVE POWER**WITH**

121,000 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

121,000 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

FlightSafety 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**

NONE
SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 615,500 shares of Common Stock
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

NONE
PERSON 8 SHARED DISPOSITIVE POWER
WITH

615,500 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

615,500 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

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1 NAME OF REPORTING PERSON

Fruit of the Loom 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 Kentucky

5 SOLE VOTING POWER**NUMBER OF**

SHARES **6** NONE
SHARED VOTING POWER

BENEFICIALLY

OWNED BY 976,000 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER
WITH

976,000 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

976,000 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

GEICO Corporation Pension Plan 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 Maryland

5 SOLE VOTING POWER**NUMBER OF**

NONE
SHARES 6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 1,991,600 shares of Common Stock
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER
WITH

1,991,600 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,991,600 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

0.3%

12 TYPE OF REPORTING PERSON

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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 **6** NONE
SHARED VOTING POWER

BENEFICIALLY

OWNED BY 1,838,000 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER
WITH

1,838,000 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,838,000 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

0.3%

12 TYPE OF REPORTING PERSON

EP

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1 NAME OF REPORTING PERSON

2 Justin Brands, Inc. Union Pension Plan & Justin Brands, Inc. Pension Plan & Trust
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 95,000 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER
WITH

9 95,000 shares of Common Stock
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 95,000 shares of Common Stock
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

2 Scott Fetzer Company Collective Investment Trust
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 230,900 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER
WITH

230,900 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

230,900 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. 25490A309

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Page 20 of 24 Pages

1 NAME OF REPORTING PERSON

2 BNSF Master Retirement Trust
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 4,481,900 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER
WITH

9 4,481,900 shares of Common Stock
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 4,481,900 shares of Common Stock
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

SCHEDULE 13G

Explanatory Note: Due to an oversight this Schedule 13G was not timely filed. It should be noted that Berkshire Hathaway Inc. and the other Reporting Persons did include their holdings in the Issuer in Berkshire Hathaway Inc.'s Form 13F filed with the Commission on February 14, 2013 (the same date that this Schedule 13G should have been filed).

Item 1.**(a) Name of Issuer**

DIRECTV

(b) Address of Issuer's Principal Executive Offices

2230 East Imperial Highway, El Segundo, CA 90245

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 | GEICO Indemnity Company |
| One GEICO Plaza | One GEICO Plaza |
| Washington, DC 20076 | Washington, D.C. 20076 |
| Maryland Corporation | Maryland corporation |
| Acme Brick Company Pension Trust | The Buffalo News Office Pension Plan |

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| | |
|--|--|
| <p>c/o Acme Building Brands</p> <p>2821 West 7th Street</p> <p>Fort Worth, TX 76107</p> <p>Texas</p> <p>The Buffalo News Editorial Pension Plan</p> <p>c/o The Buffalo News</p> <p>One News Plaza</p> <p>Buffalo, NY 14240</p> <p>New York</p> <p>The Buffalo News Drivers/Distributors Pension Plan</p> <p>c/o The Buffalo News</p> <p>One News Plaza</p> <p>Buffalo, NY 14240</p> <p>New York</p> <p>FlightSafety International Inc. Retirement Income Plan</p> <p>c/o FlightSafety International Inc.</p> <p>LaGuardia Airport</p> <p>Flushing, NY 11371</p> <p>New York</p> <p>GEICO Corporation Pension Plan Trust</p> <p>c/o GEICO Corporation</p> <p>1 Geico Plaza</p> <p>Washington, DC 20076</p> <p>Maryland</p> | <p>c/o The Buffalo News</p> <p>One News Plaza</p> <p>Buffalo, NY 14240</p> <p>New York</p> <p>The Buffalo News Mechanical Pension Plan</p> <p>c/o The Buffalo News</p> <p>One News Plaza</p> <p>Buffalo, NY 14240</p> <p>New York</p> <p>Dexter Pension Plan</p> <p>c/o H.H. Brown Shoe Co.</p> <p>124 West Putnam Avenue</p> <p>Greenwich, CT 06830</p> <p>Connecticut</p> <p>Fruit of the Loom Pension Trust</p> <p>c/o Fruit of the Loom</p> <p>1 Fruit of the Loom Drive</p> <p>Bowling Green, KY 42102</p> <p>Kentucky</p> <p>Johns Manville Corporation Master Pension Trust</p> <p>c/o Johns Manville Corporation</p> <p>717 17th Street</p> <p>Denver, CO 80202</p> <p>Colorado</p> |
|--|--|

Justin Brands, Inc. Union Pension Plan & Justin Brands, Inc.
Pension Plan & Trust

c/o Justin Brands, Inc.

610 West Daggett

Fort Worth, TX 76104

Texas

BNSF Master Retirement Trust

c/o BNSF Railway

2650 Lou Menk Drive

Fort Worth, TX 76131

Texas

Scott Fetzer Company Collective Investment Trust

c/o Scott Fetzer Companies

28800 Clemens Road

Westlake, OH 44145

Ohio

(d) Title of Class of Securities

Common Stock

(e) CUSIP Number

25490A309

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

Acme Brick Company Pension Trust, The Buffalo News Office Pension Plan, The Buffalo News Editorial Pension Plan, The Buffalo News Mechanical Pension Plan, The Buffalo News Drivers/Distributors Pension Plan, Dexter Pension Plan, FlightSafety International Inc. Retirement Income Plan, Fruit of the Loom Pension Trust, GEICO Corporation Pension Plan Trust, Johns Manville Corporation Master Pension Trust, Justin Brands Inc. Union Pension Plan & Justin Brands Inc. Pension Plan & Trust, Scott Fetzer Company Collective Investment Trust and BNSF Master Retirement Trust are each an Employee Benefit Plan in accordance with § 240.13d-1(b)(1)(ii)(F).

The Reporting Persons together are a group in accordance with § 240.13d-1(b)(i)(ii)(K).

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.

Not Applicable.

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 15th day of May, 2013

/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 CORPORATION, GEICO INDEMNITY COMPANY, ACME BRICK COMPANY PENSION TRUST, THE BUFFALO NEWS OFFICE PENSION PLAN, THE BUFFALO NEWS EDITORIAL PENSION PLAN, THE BUFFALO NEWS MECHANICAL PENSION PLAN, THE BUFFALO NEWS DRIVERS/DISTRIBUTORS PENSION PLAN, DEXTER PENSION PLAN, FLIGHTSAFETY INTERNATIONAL INC. RETIREMENT INCOME PLAN, FRUIT OF THE LOOM PENSION TRUST, GEICO CORPORATION PENSION PLAN TRUST, JOHNS MANVILLE CORPORATION MASTER PENSION TRUST, JUSTIN BRANDS, INC., UNION PENSION PLAN & JUSTIN BRANDS, INC. PENSION & TRUST, SCOTT FETZER COMPANY COLLECTIVE INVESTMENT TRUST AND BNSF MASTER RETIREMENT TRUST

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

GEICO Indemnity Company

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

Acme Brick Company Pension Trust

The Buffalo News Office Pension Plan

The Buffalo News Editorial Pension Plan

The Buffalo News Mechanical Pension Plan

The Buffalo News Drivers/Distributors Pension Plan

Dexter Pension Plan

FlightSafety International Inc. Retirement Income Plan

Fruit of the Loom Pension Trust

GEICO Corporation Pension Plan Trust

Johns Manville Corporation Master Pension Trust

Justin Brands Inc. Union Pension Plan & Justin Brands Inc. Pension Plan & Trust

Scott Fetzer Company Collective Investment Trust

BNSF Master Retirement Trust

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 DIRECTV 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: May 15, 2013

/S/ Warren E. Buffett
Warren E. Buffett

Berkshire Hathaway Inc.

Dated: May 15, 2013

/S/ Warren E. Buffett
By: Warren E. Buffett
Title: Chairman of the Board

National Indemnity Company

Dated: May 15, 2013

/S/ Marc D. Hamburg
By: Marc D. Hamburg
Title: Chairman of the Board

GEICO Corporation

Dated: May 15, 2013

/S/ Michael H. Campbell
By: Michael H. Campbell
Title: Vice President

Government Employees Insurance Company

Dated: May 15, 2013

/S/ Michael H. Campbell
By: Michael H. Campbell
Title: Senior Vice President

GEICO Indemnity Company

Dated: May 15, 2013

/S/ Michael H. Campbell
By: Michael H. Campbell
Title: Senior Vice President

The Buffalo News Office Pension Plan

Dated: May 15, 2013

/S/ Warren Colville
By: Warren Colville
Title: President and Chief Executive Officer, The Buffalo News

The Buffalo News Editorial Pension Plan

Dated: May 15, 2013

/S/ Warren Colville
By: Warren Colville
Title: President and Chief Executive Officer, The Buffalo News

The Buffalo News Mechanical Pension Plan

Dated: May 15, 2013

/S/ Warren Colville
By: Warren Colville
Title: President and Chief Executive Officer, The Buffalo News

The Buffalo News Drivers/Distributors Pension Plan

Dated: May 15, 2013

/S/ Warren Colville
By: Warren Colville
Title: President and Chief Executive Officer, The Buffalo News

Dexter Pension Plan

Dated: May 15, 2013

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

FlightSafety International Inc. Retirement Income Plan

Dated: May 15, 2013

/S/ Bruce Whitman
By: Bruce Whitman
Title: President and Chief Executive Officer,
FlightSafety International, Inc.

Fruit of the Loom Pension Trust

Dated: May 15, 2013

/S/ Rick Medlin
By: Rick Medlin
Title: President and Chief Executive Officer, Fruit of the Loom

GEICO Corporation Pension Plan Trust

Dated: May 15, 2013

/S/ Michael H. Campbell
By: Michael H. Campbell
Title: President and Chief Executive Officer, GEICO Corporation

Johns Manville Corporation Master Pension Plan

Dated: May 15, 2013

/S/ Mary Rhinehart
By: Mary Rhinehart
Title: President and Chief Executive Officer
Johns Manville Corporation

Justin Brands, Inc. Union Pension Plan & Justin Brands, Inc.
Pension Plan & Trust

Dated: May 15, 2013

/S/ Randy Watson
By: Randy Watson
Title: President and Chief Executive Officer, Justin Brands, Inc.

Acme Brick Company Pension Trust

Dated: May 15, 2013

/S/ Dennis Knautz
By: Dennis Knautz
Title: President and Chief Executive Officer,
Acme Building Brands

Scott Fetzer Company Collective Investment Trust

Dated: May 15, 2013

/S/ Robert McBride
By: Robert McBride
Title: President and Chief Executive Officer,
Scott Fetzer Companies

BNSF Master Retirement Trust

Dated: May 15, 2013

/S/ Thomas N. Hund
By: Thomas N. Hund
Title: Executive Vice President, Burlington Northern
Santa Fe, LLC