

BUFFETT WARREN E

Form 4

May 06, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

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

2. Issuer Name **and** Ticker or Trading
Symbol
MOODYS CORP /DE/ [MCO]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3555 FARNAM STREET

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

05/02/2013

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

____ Form filed by One Reporting Person
__X__ Form filed by More than One Reporting
Person

OMAHA, NE 68131

(City) (State) (Zip)

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	05/02/2013		S		800,600	D	\$ <u>60.496</u> ⁽¹⁾	25,867,950	I	See footnotes 5 and 6. <u>(5)</u> <u>(6)</u>
Common Stock	05/03/2013		S		223,222	D	\$ <u>62.269</u> ⁽²⁾	25,644,728	I	See footnotes 5 and 6. <u>(5)</u> <u>(6)</u>
Common Stock	05/03/2013		S		161,078	D	\$ <u>62.7755</u> ⁽³⁾	25,483,650	I	See footnotes 5 and 6. <u>(5)</u> <u>(6)</u>

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Common Stock	05/06/2013	S	190,111	D	\$ 63,4212 (4)	25,293,539	I	See footnotes 5 and 6. (5) (6)
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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 Own 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		
NATIONAL INDEMNITY CO 3024 HARNEY STREET OMAHA, NE 68131		X		

Signatures

Berkshire Hathaway Inc., by Marc D.
Hamburg

05/06/2013

**Signature of Reporting Person

Date

Warren E. Buffett

05/06/2013

Signature of Reporting Person

Date

National Indemnity Company, by Marc D.
Hamburg

05/06/2013

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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$60.25 to \$61.04. The reporting person undertakes to provide to Moody's Corporation, any security holder of Moody's Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes 1 through 4 of this Form 4.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$61.50 to \$62.49.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$62.50 to \$62.95.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$62.92 to \$63.76.
- (5) 12,597,689 of these shares are owned by Government Employees Insurance Company ("GEICO") and 12,695,850 of these shares are owned by National Indemnity Company ("NICO"). GEICO is a subsidiary of GEICO Corporation, and GEICO Corporation is a subsidiary of NICO. NICO is a subsidiary of Berkshire Hathaway Inc. ("Berkshire").

- As Berkshire is in the chain of ownership of NICO and GEICO, Berkshire may be deemed presently to both beneficially own and have a pecuniary interest in all shares of Moody's Corporation common stock presently owned by NICO and GEICO. As GEICO is in the chain of ownership of NICO, NICO may be deemed presently to both beneficially own and have a pecuniary interest in all shares of Moody's Corporation common stock presently owned by GEICO. Warren E. 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 Moody's Corporation Common Stock presently owned by NICO and GEICO. Mr. Buffett disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (6)

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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