



Surface Transportation Board  
Washington, D.C. 20423-0001

Office of Public Assistance, Governmental Affairs,  
and Compliance

233116  
FD 35506

September 18, 2012

Mr. Roger Nober  
Executive Vice President  
Law and Secretary  
BNSF Railway Company  
PO Box 961039  
Fort Worth, TX 76131-0039

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Office of Proceedings  
September 18, 2012  
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Public Record

Dear Mr. Nober:

This is in response to your letter as a representative of Berkshire Hathaway Inc. (Berkshire) to Chairman Daniel Elliott dated September 13, 2012, in which you disclose that Berkshire owned or controlled the CBEC Railway and the White City Terminal Union Railway (WCTU) when it bought the BNSF Railway Company in February, 2010. As you observed, Berkshire is not permitted to own or control multiple carriers without Board authorization. According to the facts in your letter, Berkshire failed to comply with the requirements of 49 U.S.C. §11323 when it acquired BNSF and when it first obtained control over both the CBEC and WCTU. You have stated that Berkshire intends to comply fully with the requirements of federal law by divesting itself of CBEC and WCTU, or by other appropriate means.

Based on your statements, the transactions that resulted in the acquisition of WCTU and BNSF by Berkshire are within the Board's jurisdiction. Berkshire must *promptly* take action to comply with its legal requirements. Berkshire is directed to submit within 10 days a letter specifying the method and timing by which it proposes to remedy its failure to comply with §11323. The Board will, at that time, consider whether further action is warranted. Your letter and this response will be posted on the Board's website.

Thank you for your attention to this matter. Please do not hesitate to contact me at 202-245-0238 should you have questions.

Sincerely,

Lucille L. Marvin  
Director