

DIRECTV  
Form SC 13G/A  
February 14, 2014

**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. 2)**

**DIRECTV**

**(Name of Issuer)**

**COMMON STOCK**

**(Title of Class of Securities)**

**25490A309**

**(CUSIP Number)**

**December 31, 2013**

**(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.)

**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** 36,514,700 Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

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

**WITH**

36,514,700 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

36,514,700 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**

6.9%

**12 TYPE OF REPORTING PERSON**

IN

**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** 36,514,700 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

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

**WITH**

36,514,700 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

36,514,700 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**

6.9%

**12 TYPE OF REPORTING PERSON**

HC, CO

**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** 22,238,900 shares of Common Stock

**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON** NONE

**8 SHARED DISPOSITIVE POWER**

**WITH**

22,238,900 shares of Common Stock

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

22,238,900 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**

4.2%

**12 TYPE OF REPORTING PERSON**

IC, CO

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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**

22,238,900 shares of Common Stock

**EACH**

**7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON**

NONE

**8 SHARED DISPOSITIVE POWER**

**WITH**

22,238,900 shares of Common Stock

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

22,238,900 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**

4.2%

**12 TYPE OF REPORTING PERSON**

HC, CO

**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** 20,098,900 shares of Common Stock

**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON** NONE

**8 SHARED DISPOSITIVE POWER**

**WITH**

20,098,900 shares of Common Stock

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

20,098,900 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**

3.8%

**12 TYPE OF REPORTING PERSON**

IC, CO

**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**

**SHARES** NONE

**6 SHARED VOTING POWER**

**BENEFICIALLY**

**OWNED BY** 2,140,900 shares of Common Stock

**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON** NONE

**8 SHARED DISPOSITIVE POWER**

**WITH**

2,140,900 shares of Common Stock

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

2,140,900 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**

0.4%

**12 TYPE OF REPORTING PERSON**

IC, CO

**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** 330,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

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

**WITH**

330,000 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

330,000 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

**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** NONE

**6 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

**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** 231,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

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

**WITH**

231,000 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

231,000 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

**1 NAME OF REPORTING PERSON**

The 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** 59,500 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

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

**WITH**

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

59,500 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**

Less than 0.1%

**12 TYPE OF REPORTING PERSON**

EP

**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** 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**

EP

**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**

**SHARES** NONE  
**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**

EP

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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**

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

**BENEFICIALLY**

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

**REPORTING**

**PERSON** NONE  
**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**

EP

CUSIP No. 25490A309

13G

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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** NONE  
**6 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**

EP

**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**

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

**BENEFICIALLY**

**OWNED BY** 2,188,500 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

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

**WITH**

2,188,500 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

2,188,500 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**

0.4%

**12 TYPE OF REPORTING PERSON**

EP

**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** 2,024,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

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

**WITH**

2,024,000 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

2,024,000 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**

0.4%

**12 TYPE OF REPORTING PERSON**

EP

**1 NAME OF REPORTING PERSON**

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

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

95,000 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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13G

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**1 NAME OF REPORTING PERSON**

Scott Fetzer Company Collective Investment 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 Ohio

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

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

**BENEFICIALLY**

**OWNED BY** 270,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

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

**WITH**

270,000 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

270,000 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

**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** 5,475,700 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

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

**WITH**

5,475,700 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

5,475,700 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**

1.0%

**12 TYPE OF REPORTING PERSON**

EP

**1 NAME OF REPORTING PERSON**

Lubrizol Master Trust Pension

**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 Ohio

**5 SOLE VOTING POWER**

**NUMBER OF**

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

**BENEFICIALLY**

**OWNED BY** 1,677,000 shares of Common Stock  
**EACH** **7 SOLE DISPOSITIVE POWER**

**REPORTING**

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

**WITH**

1,677,000 shares of Common Stock  
**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

1,677,000 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

**1 NAME OF REPORTING PERSON**

R. Ted Weschler

**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** 627,432 shares of Common Stock

**6 SHARED VOTING POWER**

**BENEFICIALLY**

**OWNED BY** 0

**EACH 7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON** 627,432 shares of Common Stock

**8 SHARED DISPOSITIVE POWER**

**WITH**

85,136 shares of Common Stock

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

712,568 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**

IN

**SCHEDULE 13G**

**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

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

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

Lubrizol Master Trust Pension

c/o The Lubrizol Corporation

29400 Lakeland Blvd.

Wickliffe, Ohio 44092

Ohio

R. Ted Weschler

404 East Main Street

Charlottesville, VA 22902

United States Citizen

**(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, BNSF Master Retirement Trust and the Lubrizol Master Trust Pension 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 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 14<sup>th</sup> day of February, 2014

/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,  
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,  
BNSF MASTER RETIREMENT TRUST  
AND LUBRIZOL MASTER TRUST  
PENSION

By: /s/ Warren E. Buffett

Warren E. Buffett

Attorney-in-Fact

/s/ R. Ted Weschler

R. Ted Weschler

**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

Lubrizol Master Trust Pension

OTHER MEMBER OF FILING GROUP

R. Ted Weschler

**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: February 14, 2014

/S/ Warren E. Buffett

Warren E. Buffett  
Berkshire Hathaway Inc.

Dated: February 14, 2014

/S/ Warren E. Buffett

By: Warren E. Buffett  
Title: Chairman of the Board  
National Indemnity Company

Dated: February 14, 2014

/S/ Marc D. Hamburg

By: Marc D. Hamburg  
Title: Chairman of the Board  
GEICO Corporation

Dated: February 14, 2014

/S/ Michael H. Campbell

By: Michael H. Campbell  
Title: Vice President  
Government Employees Insurance Company

Dated: February 14, 2014

/S/ Michael H. Campbell

By: Michael H. Campbell  
Title: Senior Vice President  
GEICO Indemnity Company

Dated: February 14, 2014

/S/ Michael H. Campbell

By: Michael H. Campbell

Title: Senior Vice President

The Buffalo News Office Pension Plan

Dated: February 14, 2014

/S/ Warren Colville

By: Warren Colville

Title: President and Chief Executive Officer, The Buffalo News  
The Buffalo News Editorial Pension Plan

Dated: February 14, 2014

/S/ Warren Colville

By: Warren Colville

Title: President and Chief Executive Officer, The Buffalo News  
The Buffalo News Mechanical Pension Plan

Dated: February 14, 2014

/S/ Warren Colville

By: Warren Colville

Title: President and Chief Executive Officer, The Buffalo News  
The Buffalo News Drivers/Distributors Pension Plan

Dated: February 14, 2014

/S/ Warren Colville

By: Warren Colville

Title: President and Chief Executive Officer, The Buffalo News  
Dexter Pension Plan

Dated: February 14, 2014

/S/ James Issler

By: James Issler

Title: President, H.H. Brown Shoe Co.  
FlightSafety International Inc. Retirement Income Plan

Dated: February 14, 2014

/S/ Bruce Whitman

By: Bruce Whitman

Title: President and Chief Executive Officer,  
FlightSafety International, Inc.  
Fruit of the Loom Pension Trust

Dated: February 14, 2014

/S/ Rick Medlin

By: Rick Medlin

Title: President and Chief Executive Officer, Fruit of the Loom  
GEICO Corporation Pension Plan Trust

Dated: February 14, 2014

/S/ Michael H. Campbell

By: Michael H. Campbell

Title: Vice President, GEICO Corporation

Johns Manville Corporation Master Pension Plan

Dated: February 14, 2014

/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: February 14, 2014

/S/ Randy Watson

By: Randy Watson

Title: President and Chief Executive Officer, Justin Brands, Inc.

Acme Brick Company Pension Trust

Dated: February 14, 2014

/S/ Dennis Knautz

By: Dennis Knautz

Title: President and Chief Executive Officer,

Acme Building Brands

Scott Fetzer Company Collective Investment Trust

Dated: February 14, 2014

/S/ Robert McBride

By: Robert McBride

Title: President and Chief Executive Officer,

Scott Fetzer Companies

BNSF Master Retirement Trust

Dated: February 14, 2014

/S/ Julie Piggott

By: Julie Piggott

Title: Vice President, Burlington Northern Santa Fe, LLC

Lubrizol Master Trust Pension

Dated: February 14, 2014

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/S/ Brian Valentine

By: Brian Valentine

Title: Vice President, The Lubrizol Corporation

Dated: February 14, 2014

/S/ R. Ted Weschler

By: R. Ted Weschler