

GOLDMAN SACHS GROUP INC
Form SC 13G
February 14, 2019

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.)

GOLDMAN SACHS GROUP INC.

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

38141G104

(CUSIP Number)

December 31, 2018

(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. 38141G104

13G

Page 2 of 18 Pages

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 18,784,698 shares of Common Stock

EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE

8 SHARED DISPOSITIVE POWER

WITH

18,784,698 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

18,784,698 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

5.1%

12 TYPE OF REPORTING PERSON

IN

CUSIP No. 38141G104

13G

Page 3 of 18 Pages

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 18,784,698 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER

WITH

18,784,698 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

18,784,698 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

5.1%

12 TYPE OF REPORTING PERSON

HC, CO

CUSIP No. 38141G104

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

SHARES NONE
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 18,353,635 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER

WITH

18,353,635 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

18,353,635 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

4.9%

12 TYPE OF REPORTING PERSON

IC, CO

CUSIP No. 38141G104

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1 NAME OF REPORTING PERSON

Berkshire Hathaway Specialty 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 Nebraska

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

NONE

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

1,900,000 shares of Common Stock

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

NONE

8 SHARED DISPOSITIVE POWER**WITH**

1,900,000 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,900,000 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

0.5%

12 TYPE OF REPORTING PERSON

IC, CO

CUSIP No. 38141G104

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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**

4,375,968 shares of Common Stock

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

NONE

8 SHARED DISPOSITIVE POWER**WITH**

4,375,968 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,375,968 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

1.2%

12 TYPE OF REPORTING PERSON

HC, CO

CUSIP No. 38141G104

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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 3,135,023 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER

WITH

3,135,023 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,135,023 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

IC, CO

CUSIP No. 38141G104

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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**

| | |
|---------------|------------------------------|
| SHARES | NONE |
| | 6 SHARED VOTING POWER |

BENEFICIALLY

| | |
|-----------------|----------------------------------|
| OWNED BY | 1,175,633 shares of Common Stock |
| EACH | 7 SOLE DISPOSITIVE POWER |

REPORTING

| | |
|---------------|-----------------------------------|
| PERSON | NONE |
| | 8 SHARED DISPOSITIVE POWER |

WITH

| | |
|----------|---|
| | 1,175,633 shares of Common Stock |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON |

| | |
|-----------|---|
| | 1,175,633 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

IC, CO

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1 NAME OF REPORTING PERSON

GEICO Casualty 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 65,312 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER

WITH

65,312 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

65,312 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

IC, CO

CUSIP No. 38141G104

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1 NAME OF REPORTING PERSON

General Re 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

431,063 shares of Common Stock

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

PERSON

NONE

8 SHARED DISPOSITIVE POWER

WITH

431,063 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

431,063 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

HC, CO

CUSIP No. 38141G104

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1 NAME OF REPORTING PERSON

General Reinsurance 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**

431,063 shares of Common Stock

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

NONE

8 SHARED DISPOSITIVE POWER**WITH**

431,063 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

431,063 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

IC, CO

1 NAME OF REPORTING PERSON

General Star 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 Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES NONE
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 261,251 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER

WITH

261,251 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

261,251 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

IC, CO

CUSIP No. 38141G104

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1 NAME OF REPORTING PERSON

General Star National 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 Delaware

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

NONE

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

52,250 shares of Common Stock

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

NONE

8 SHARED DISPOSITIVE POWER**WITH**

52,250 shares of Common Stock

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

52,250 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

IC, CO

CUSIP No. 38141G104

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1 NAME OF REPORTING PERSON

Genesis 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 Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES NONE
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 52,250 shares of Common Stock
EACH **7 SOLE DISPOSITIVE POWER**

REPORTING

PERSON NONE
8 SHARED DISPOSITIVE POWER

WITH

52,250 shares of Common Stock
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

52,250 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

IC, CO

Item 1.

(a) Name of Issuer

Goldman Sachs Group, Inc.

(b) Address of Issuer's Principal Executive Offices

200 West Street, New York, NY 10282

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 |
| 1314 Douglas Street | One GEICO Plaza |
| Omaha, Nebraska 68102 | Washington, DC 20076 |
| Nebraska corporation | Delaware corporation |
| Government Employees Insurance Company | Berkshire Hathaway Specialty Insurance Company |
| One GEICO Plaza | 1314 Douglas Street |
| Washington, DC 20076 | Omaha, NE 68102 |
| Maryland corporation | Nebraska Corporation |
| GEICO Indemnity Company | General Star Indemnity Company |

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| | |
|---------------------------------|---|
| One GEICO Plaza | 120 Long Ridge Road |
| Washington, DC 20076 | Stamford, CT 06902 |
| Maryland Corporation | Delaware Corporation |
| GEICO Casualty Company | General Star National Insurance Company |
| One GEICO Plaza | 120 Long Ridge Road |
| Washington, DC 20076 | Stamford, CT 06902 |
| Maryland Corporation | Delaware Corporation |
| General Re Corporation | Genesis Insurance Company |
| 120 Long Ridge Road | 120 Long Ridge Road |
| Stamford, CT 06902 | Stamford, CT 06902 |
| Delaware Corporation | Delaware Corporation |
| General Reinsurance Corporation | |
| 120 Long Ridge Road | |
| Stamford, CT 06902 | |
| Delaware Corporation | |

(d) Title of Class of Securities

Common Stock

(e) CUSIP Number

38141G104

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.

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 14th day of February, 2019

/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 CASUALTY COMPANY, GEICO
INDEMNITY COMPANY, GENERAL RE
CORPORATION, GENERAL
REINSURANCE CORPORATION
GENERAL STAR INDEMNITY COMPANY,
GENERAL STAR NATIONAL INSURANCE
COMPANY, GENESIS INSURANCE
COMPANY AND BERKSHIRE
HATHAWAY SPECIALTY INSURANCE
COMPANY

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

General Re Corporation

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

National Indemnity Company

Government Employees Insurance Company

GEICO Casualty Company

GEICO Indemnity Company

General Reinsurance Corporation

General Star Indemnity Company

General Star National Insurance Company

Genesis Insurance Company

Berkshire Hathaway Specialty Insurance Company

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 Delta Air Lines, Inc. 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, 2019

/S/ Warren E. Buffett
Warren E. Buffett

Berkshire Hathaway Inc.

Dated: February 14, 2019

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

National Indemnity Company

Dated: February 14, 2019

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

GEICO Corporation

Dated: February 14, 2019

/S/ William E. Roberts
By: William E. Roberts

Title: President

Government Employees Insurance Company

Dated: February 14, 2019

/S/ William E. Roberts

By: William E. Roberts

Title: President

GEICO Indemnity Company

Dated: February 14, 2019

/S/ William E. Roberts

By: William E. Roberts

Title: President

GEICO Casualty Company

Dated: February 14, 2019

/S/ William E. Roberts

By: William E. Roberts

Title: President

General Re Corporation

Dated: February 14, 2019

/S/ Michael P. O Dea

By: Michael P. O Dea

Title: Senior Vice President

General Reinsurance Corporation

Dated: February 14, 2019

/S/ Michael P. O Dea

By: Michael P. O Dea

Title: Senior Vice President

General Star Indemnity Company

Dated: February 14, 2019

/S/ Edward M. Nosenzo

By: Edward M. Nosenzo

Title: Treasurer

General Star National Insurance Company

Dated: February 14, 2019

/S/ Edward M. Nosenzo

By: Edward M. Nosenzo

Title: Treasurer

Genesis Insurance Company

Dated: February 14, 2019

/S/ Edward M. Nosenzo

By: Edward M. Nosenzo

Title: Treasurer

Berkshire Hathaway Specialty Insurance Company

Dated: February 14, 2019

/S/ Todd J. Link

By: Todd J. Link

Title: Chief Financial Officer