

GREAT LAKES CHEMICAL CORP  
Form SC 13G/A  
February 14, 2002

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)  
Amendment No. 4/1/

Great Lakes Chemical Corporation

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

390568 10 3

-----  
(CUSIP Number)

December 31, 2001

-----  
(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)

(Continued on following pages)  
Page 1 of 15 Pages

-----  
/1/ 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

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1934 ("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. 390568 10 3  
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-----  
PAGE 2 OF 15 PAGES  
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-----  
NAME OF REPORTING PERSON

1 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Warren E. Buffett  
-----

-----  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

2

(a)

(b)

-----  
SEC USE ONLY

3  
-----

-----  
CITIZENSHIP OR PLACE OF ORGANIZATION

4

United States Citizen  
-----

-----  
SOLE VOTING POWER

5  
NUMBER OF 0  
SHARES  
-----

-----  
SHARED VOTING POWER

6  
BENEFICIALLY OWNED BY  
6,948,700  
-----

-----  
SOLE DISPOSITIVE POWER

7  
EACH REPORTING PERSON  
0  
-----

-----  
SHARED DISPOSITIVE POWER

8  
WITH 6,948,700  
-----

-----  
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

6,948,700  
-----

-----  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

10

Not Applicable

-----  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

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13.85

-----  
TYPE OF REPORTING PERSON\*  
12 IN  
-----

-----  
CUSIP NO. 390568 10 3  
-----

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-----  
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-----  
NAME OF REPORTING PERSON  
1 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
Berkshire Hathaway Inc.  
-----

-----  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
2 (a)   
(b)   
-----

-----  
SEC USE ONLY  
3  
-----

-----  
CITIZENSHIP OR PLACE OF ORGANIZATION  
4 Delaware Corporation  
-----

-----  
SOLE VOTING POWER  
5  
NUMBER OF 0  
SHARES  
-----

-----  
SHARED VOTING POWER  
6  
BENEFICIALLY OWNED BY 6,948,700  
-----

-----  
SOLE DISPOSITIVE POWER  
7  
EACH REPORTING PERSON 0  
-----

-----  
SHARED DISPOSITIVE POWER  
8  
WITH 6,948,700  
-----

-----  
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
9 6,948,700  
-----

-----  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
10 Not Applicable   
-----

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-----  
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
13.85

-----  
12 TYPE OF REPORTING PERSON\*  
HC

-----  
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-----  
1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
OBH, Inc.

-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a)  [X]  
(b)  [ ]

-----  
3 SEC USE ONLY

-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware Corporation

-----  
5 SOLE VOTING POWER  
NUMBER OF 5  
SHARES 0  
-----  
6 SHARED VOTING POWER  
BENEFICIALLY 6  
OWNED BY 6,948,700  
-----  
7 SOLE DISPOSITIVE POWER  
EACH 7  
REPORTING 0  
PERSON  
-----  
8 SHARED DISPOSITIVE POWER  
WITH 8  
6,948,700

-----  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
6,948,700

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-----  
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)  
13.85

-----  
12 TYPE OF REPORTING PERSON  
HC

-----  
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-----  
1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
National Indemnity Company

-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) [X]  
(b) [ ]

-----  
3 SEC USE ONLY

-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Nebraska Corporation

-----  
NUMBER OF 5 SOLE VOTING POWER  
SHARES 0  
-----  
BENEFICIALLY 6 SHARED VOTING POWER  
OWNED BY 6,948,700  
-----  
EACH 7 SOLE DISPOSITIVE POWER  
REPORTING 0  
PERSON  
-----  
WITH 8 SHARED DISPOSITIVE POWER  
6,948,700  
-----

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-----  
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9  
6,948,700

-----  
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

10  
Not Applicable

-----  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11  
13.85

-----  
TYPE OF REPORTING PERSON\*

12  
IC

-----  
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-----  
NAME OF REPORTING PERSON  
1 S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

GEICO Corporation

-----  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

2 (a)   
(b)

-----  
SEC USE ONLY

3

-----  
CITIZENSHIP OR PLACE OF ORGANIZATION

4  
Delaware Corporation

-----  
NUMBER OF 5 SOLE VOTING POWER  
SHARES 0

-----  
BENEFICIALLY 6 SHARED VOTING POWER  
OWNED BY 6,948,700

-----  
EACH 7 SOLE DISPOSITIVE POWER  
REPORTING 0

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PERSON -----  
SHARED DISPOSITIVE POWER  
WITH 8  
6,948,700

-----  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
6,948,700

-----  
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)  
13.85

-----  
12 TYPE OF REPORTING PERSON  
HC

-----  
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-----

-----  
1 NAME OF REPORTING PERSON  
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
Government Employees Insurance Company

-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) [X]  
(b) [ ]

-----  
3 SEC USE ONLY

-----  
4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Maryland Corporation

-----  
5 SOLE VOTING POWER  
NUMBER OF 0  
SHARES  
-----  
6 SHARED VOTING POWER  
BENEFICIALLY 6  
6,948,700  
OWNED BY  
-----

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EACH SOLE DISPOSITIVE POWER  
7  
REPORTING 0

PERSON -----  
SHARED DISPOSITIVE POWER  
WITH 8  
6,948,700

-----  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
6,948,700

-----  
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)  
13.85

-----  
12 TYPE OF REPORTING PERSON  
IC

-----  
Item 1(a). Name of Issuer:

Great Lakes Chemical Corporation

Item 1(b). Address of Issuer's Principal Executive Offices:

500 East 96th Street  
Suite 500  
Indianapolis, Indiana 46240

Item 2(a). Name of Persons Filing:

Item 2(b). Address of Principal Business Office:

Item 2(c). Citizenship:

Warren E. Buffett  
1440 Kiewit Plaza  
Omaha, Nebraska 68131  
United States Citizen

Berkshire Hathaway Inc.  
1440 Kiewit Plaza  
Omaha, Nebraska 68131  
Delaware Corporation

OBH, Inc.  
1440 Kiewit Plaza  
Omaha, Nebraska 68131  
Delaware Corporation

National Indemnity Company  
3024 Harney Street  
Omaha, Nebraska 68131



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Nebraska Corporation

GEICO Corporation  
1 Geico Plaza  
Washington, DC 20076  
Delaware Corporation

Government Employees Insurance Company  
1 Geico Plaza  
Washington, DC 20076  
Maryland Corporation

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

390568 10 3

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Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

- (a) [ ] Broker or Dealer registered under Section 15 of the Act.
- (b) [ ] Bank as defined in Section 3(a)(6) of the Act.
- (c) [X] Insurance Company as defined in Section 3(a)(19) of the Act.

National Indemnity Company  
Government Employees Insurance Company

- (d) [ ] Investment Company registered under Section 8 of the Investment Company Act of 1940.
- (e) [ ] An investment advisor registered in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) [ ] An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) [X] A parent holding company or control person in accordance with Rule 13d-1(b)(ii)(G);

GEICO Corporation  
OBH, Inc.  
Berkshire Hathaway Inc.  
Warren E. Buffett (an individual who may be deemed to control Berkshire Hathaway Inc.)

- (h) [ ] A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) [ ] A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment

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Company Act;

(j) [X] Group in accordance with Rule 13d-1(b)(1)(ii)(J).

See Exhibit A

Item 4. Ownership

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Warren E. Buffett

(a) Amount Beneficially Owned:

6,948,700

(b) Percent of Class:

13.85

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

-0-

(ii) shared power to vote or to direct the vote:

6,948,700

(iii) sole power to dispose or direct the disposition of:

-0-

(iv) shared power to dispose or to direct the disposition of:

6,948,700

Berkshire Hathaway Inc.

(a) Amount Beneficially Owned:

6,948,700

(b) Percent of Class:

13.85

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

-0-

(ii) shared power to vote or to direct the vote:

6,948,700

(iii) sole power to dispose or direct the disposition of:

-0-

(iv) shared power to dispose or to direct the disposition of:

6,948,700

OBH Inc.

(a) Amount Beneficially Owned:

6,948,700

(b) Percent of Class:

13.85

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

-0-

(ii) shared power to vote or to direct the vote:

6,948,700

(iii) sole power to dispose or direct the disposition of:

-0-

(iv) shared power to dispose or to direct the disposition of:

6,948,700

National Indemnity Company

(a) Amount Beneficially Owned:

6,948,700

(b) Percent of Class:

13.85

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

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-0-

(ii) shared power to vote or to direct the vote:

6,948,700

(iii) sole power to dispose or direct the disposition of:

-0-

(iv) shared power to dispose or to direct the disposition of:

6,948,700

GEICO Corporation

(a) Amount Beneficially Owned:

6,948,700

(b) Percent of Class:

13.85

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

-0-

(ii) shared power to vote or to direct the vote:

6,948,700

(iii) sole power to dispose or direct the disposition of:

-0-

(iv) shared power to dispose or to direct the disposition of:

6,948,700

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Government Employees Insurance Company

(a) Amount Beneficially Owned:

6,948,700

(b) Percent of Class:

13.85

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

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-0-

(ii) shared power to vote or to direct the vote:

6,948,700

(iii) sole power to dispose or direct the disposition of:

-0-

(iv) shared power to dispose or to direct the disposition of:

6,948,700

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

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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 such purpose or effect.

SIGNATURE

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.

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Dated this 14th day of February, 2002

/s/ Warren E. Buffett

-----  
Warren E. Buffett

BERKSHIRE HATHAWAY INC.

OBH INC.

By: /s/ Warren E. Buffett

By: /s/ Warren E. Buffett

\_\_\_\_\_  
Warren E. Buffett  
Chairman of the Board

\_\_\_\_\_  
Warren E. Buffett  
Chairman of the Board

NATIONAL INDEMNITY COMPANY

GEICO CORPORATION

By: /s/ Warren E. Buffett

By: /s/ Warren E. Buffett

\_\_\_\_\_  
Warren E. Buffett

\_\_\_\_\_  
Warren E. Buffett

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Chairman of the Board

Chairman of the Board

Government Employees Insurance Company

By: /s/ Warren E. Buffett

\_\_\_\_\_  
Warren E. Buffett  
Chairman of the Board

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Exhibit A

MEMBERS OF FILING GROUP

PARENT HOLDING COMPANY:

Berkshire Hathaway Inc.

OBH Inc.

GEICO Corporation

Warren E. Buffett (an individual who may be deemed to control Berkshire Hathaway Inc.)

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RELEVANT SUBSIDIARIES THAT ARE INSURANCE COMPANIES AS DEFINED IN SECTION  
3(a)(19) OF THE ACT:

National Indemnity Company  
Government Employees Insurance Company