

TORCHMARK CORP  
Form SC 13G  
April 20, 2018

**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**

**TORCHMARK CORPORATION**

**(Name of Issuer)**

**COMMON STOCK**

**(Title of Class of Securities)**

**891027104**

**(CUSIP Number)**

**May 8, 2015**

**(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. 891027104

13G

**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**

6,353,727 shares of Common Stock  
**7 SOLE DISPOSITIVE POWER**

**EACH**

**REPORTING**

**PERSON**

NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

6,353,727 shares of Common Stock

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

6,353,727 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**

5.6%

**12 TYPE OF REPORTING PERSON**

IN

CUSIP No. 891027104

13G

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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**

6,353,727 shares of Common Stock  
**7 SOLE DISPOSITIVE POWER**

**EACH**

**REPORTING**

**PERSON**

NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

6,353,727 shares of Common Stock

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

6,353,727 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**

5.6%

**12 TYPE OF REPORTING PERSON**

HC, CO

CUSIP No. 891027104

13G

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Pages

**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**

3,902,514 shares of Common Stock  
**7 SOLE DISPOSITIVE POWER**

**EACH**

**REPORTING**

**PERSON**

NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

3,902,514 shares of Common Stock

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

3,902,514 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**

3.4%

**12 TYPE OF REPORTING PERSON**

IC, CO



CUSIP No. 891027104

13G

**1 NAME OF REPORTING PERSON**

Berkshire Hathaway Life Insurance Company of Nebraska

**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**

174,489 shares of Common Stock  
**7 SOLE DISPOSITIVE POWER**

**EACH**

**REPORTING**

**PERSON**

NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

174,489 shares of Common Stock

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

174,489 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**

IC, CO

CUSIP No. 891027104

13G

**1 NAME OF REPORTING PERSON**

WestGUARD 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 Pennsylvania

**5 SOLE VOTING POWER**

**NUMBER OF**

**SHARES**

NONE  
**6 SHARED VOTING POWER**

**BENEFICIALLY**

**OWNED BY**

551,000 shares of Common Stock  
**7 SOLE DISPOSITIVE POWER**

**EACH**

**REPORTING**

**PERSON**

NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

551,000 shares of Common Stock

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

551,000 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. 891027104

13G

Page 7 of 15  
Pages**1 NAME OF REPORTING PERSON**

National Fire and Marine 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****EACH**1,439,325 shares of Common Stock  
**7 SOLE DISPOSITIVE POWER****REPORTING****PERSON****WITH**NONE  
**8 SHARED DISPOSITIVE POWER**

1,439,325 shares of Common Stock

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

1,439,325 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**

1.3%

**12 TYPE OF REPORTING PERSON**

IC, CO

CUSIP No. 891027104

13G

**1 NAME OF REPORTING PERSON**

Columbia 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**

1,011,888 shares of Common Stock  
**7 SOLE DISPOSITIVE POWER**

**EACH**

**REPORTING**

**PERSON**

NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

1,011,888 shares of Common Stock

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

1,011,888 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**

0.9%

**12 TYPE OF REPORTING PERSON**

IC, CO



CUSIP No. 891027104

13G

**1 NAME OF REPORTING PERSON**

Berkshire Hathaway Direct 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**

135,000 shares of Common Stock  
**7 SOLE DISPOSITIVE POWER**

**EACH**

**REPORTING**

**PERSON**

NONE  
**8 SHARED DISPOSITIVE POWER**

**WITH**

135,000 shares of Common Stock

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

135,000 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**

IC, CO

**Explanatory Note:** This Schedule 13G is being filed on account of a reduction in the outstanding number of shares of Common Stock of the Issuer and was not timely filed due to an oversight. Berkshire Hathaway Inc. and the other Reporting Persons did include the holdings in the Issuer reported in this Schedule 13G in Berkshire Hathaway Inc.'s Form 13F filed with the Commission on November 14, 2014 and in each of its subsequent Form 13Fs.

**Item 1.**

**(a) Name of Issuer**

Torchmark Corporation

**(b) Address of Issuer's Principal Executive Offices**

3700 South Stonebridge Drive, McKinney, TX 75070

**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	Columbia Insurance Company
1314 Douglas Street	1314 Douglas Street
Omaha, Nebraska 68102	Omaha, NE 68102
Nebraska corporation	Nebraska corporation

Berkshire Hathaway Life Insurance Company of Nebraska	Berkshire Hathaway Direct Insurance Company
1314 Douglas Street	1314 Douglas Street
Omaha, NE 68102	Omaha, NE 68102
Nebraska corporation	Nebraska corporation

Omaha, NE 68102

Nebraska corporation

WestGUARD Insurance Company

16 S. River Street

Wilkes-Barre, PA 18703

Pennsylvania corporation

National Fire and Marine Insurance Company

1314 Douglas Street

Omaha, NE 68102

Nebraska corporation

**(d) Title of Class of Securities**

Common Stock

**(e) CUSIP Number**

891027104

**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.) and Berkshire Hathaway Inc. are each a Parent Holding Company or Control Person, in accordance with § 240.13d-1(b)(1)(ii)(G).

National Indemnity Company, Berkshire Hathaway Life Insurance Company of Nebraska, WestGUARD Insurance Company, National Fire and Marine Insurance Company, Columbia Insurance Company, and Berkshire Hathaway Direct 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 20th day of April, 2018

/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,  
BERKSHIRE HATHAWAY LIFE  
INSURANCE COMPANY OF NEBRASKA,  
WESTGUARD INSURANCE COMPANY,  
NATIONAL FIRE AND MARINE  
INSURANCE COMPANY, COLUMBIA  
INSURANCE COMPANY, AND

BERKSHIRE HATHAWAY DIRECT  
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.

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

National Indemnity Company

Berkshire Hathaway Life Insurance Company of Nebraska

WestGUARD Insurance Company

National Fire and Marine Insurance Company

Columbia Insurance Company

Berkshire Hathaway Direct 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 Torchmark Corporation 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: April 20, 2018 /S/ Warren E. Buffett  
Warren E. Buffett

Berkshire Hathaway Inc.

Dated: April 20, 2018 /S/ Warren E. Buffett  
By: Warren E. Buffett  
Title: Chairman of the Board

National Indemnity Company

Dated: April 20, 2018 /S/ Marc D. Hamburg  
By: Marc D. Hamburg  
Title: Chairman of the Board

Berkshire Hathaway Life Insurance  
Company of Nebraska

Dated: April 20, 2018 /S/ Dale D. Geistkemper  
By: Dale D. Geistkemper  
Title: Treasurer

WestGUARD Insurance Company

Dated: April 20, 2018 /S/ Sy Foguel  
By: Sy Foguel  
Title: President

National Fire and Marine Insurance  
Company

Dated: April 20, 2018 /S/ Dale D. Geistkemper

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By: Dale D. Geistkemper

Title: Treasurer

Columbia Insurance Company

Dated: April 20, 2018 /S/ Dale D. Geistkemper  
By: Dale D. Geistkemper  
Title: Treasurer

Berkshire Hathaway Direct Insurance  
Company

Dated: April 20, 2018 /S/ Dale D. Geistkemper  
By: Dale D. Geistkemper  
Title: Treasurer