# 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)

# UNITED CONTINENTAL HOLDINGS, INC.

(Name of Issuer)

COMMON STOCK (Title of Class of Securities)

910047109 (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.	910	0047109				13G	Page 2 of 13 Pages
1	NAME OF REPORTING PERSON							
	Warren E. Buffett							
2				TE BOX IF A MEMBER	R OF A GROUP			
	(a) ⊠	(b	) 🗆					
3	SEC USI	E OI	NLY					
_								
4	CITIZE	NSH	IIP OR PLAC	OF ORGANIZATION				
	United	Stat	es Citizen					
	l	5	SOLE VOT	G POWER				
	DED OF		NONE					
	IBER OF IARES	6	SHARED V	ING POWER				
	FICIALLY NED BY	2	21 938 642	ares of Common Sto	nck			
E	ACH	7		ITIVE POWER	, ck			
	ORTING RSON		NONE					
WITH		8		OSITIVE POWER				
9	ACCRE	GAT		ares of Common Sto		DETING PERSON		
	AGGRE	UA	I E AMOUNT	ENEFICIALLI OWNE	D DT EACH KEI C	KIINGIERSON		
10	21,938,642 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							
	8.1%							
12	TYPE OF REPORTING PERSON							
	IN							
<u> </u>								

CUSIP No.		910	0047109	13G	Page 3 of 13 Pages			
1	NAME OF REPORTING PERSON							
	Berkshire Hathaway Inc.							
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP							
	(a) ⊠	(b	) 🗆					
3	SEC USI	E <b>O</b> I	NLY					
4	CITIZE	NSH	IP OR PLAC	E OF ORGANIZATION				
	State of	De	laware					
		5	SOLE VOT	NG POWER				
			NONE					
	BER OF ARES	6		OTING POWER				
BENEFICIALI OWNED BY EACH REPORTING PERSON WITH			21 020 642	shows of Common Stock				
		7		shares of Common Stock OSITIVE POWER				
		,						
			NONE					
		8	SHARED D.	ISPOSITIVE POWER				
				shares of Common Stock				
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
	21,938,642 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							
	8.1%							
12	8.1% TYPE OF REPORTING PERSON							
	HC, CC	)						

CUSIP No.		910047109	13G	Page 4 of 13 Pages				
1 N	NAME OF REPORTING PERSON							
l l	National Indemnity Company							
2 C	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP							
(a	a) 🗵	<b>(b)</b> □						
3 S	SEC USE	ONLY						
4 C	CITIZEN	SHIP OR PLAC	E OF ORGANIZATION					
S	State of	Nebraska						
L		5 SOLE VOT	ING POWER					
		NONE						
NUMBE SHAR	II.		OTING POWER					
BENEFIC								
OWNE	<u> </u>		shares of Common Stock					
EAC REPOR		7 SOLE DISP	OSITIVE POWER					
PERS	SON	NONE						
WIT	TH	8 SHARED D	ISPOSITIVE POWER					
		21.938.642	shares of Common Stock					
9 A	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
	21,938,642 shares of Common Stock							
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □							
	Not applicable.							
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9							
1	8.1%							
12   1	TYPE OF REPORTING PERSON							
I	IC, CO							

CUSIP	No.	910	0047109	13G	Page 5 of 13 Pages			
1	NAME OF REPORTING PERSON							
2	GEICO Corporation CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP							
2	(a) ⊠		E APPROPR ) 🗆	IALE BOX IF A MEMBER OF A GROUP				
	(.)	(	,					
3	SEC USI	E OI	NLY					
4	CITIZE	ICH	IIP OR PLAC	E OF ORGANIZATION				
•	CITIZE	1011	III OKTLAC	E OF ORGANIZATION				
	State of	De						
		5	SOLE VOT	ING POWER				
			NONE					
	BER OF ARES	6		OTING POWER				
	AKES FICIALLY	r						
	NED BY			shares of Common Stock				
	ACH DRTING	7	SOLE DISP	OSITIVE POWER				
PERSON			NONE					
WITH		8		ISPOSITIVE POWER				
9 AGGRE		CAT		shares of Common Stock BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	AGGKE	GA.	I E AMOUN I	DENEFICIALLY OWNED BY EACH REPORTING PERSON				
	5,668,831 shares of Common Stock							
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □							
	Not applicable							
11	Not applicable.  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9							
	TERCENT OF CEASS REFRESENTED DI AMOUNT IN ROW /							
	2.1%							
12	TYPE O	FR	EPORTING I	PERSON				
	HC, CO							
	110, 00							

CUSIP No.		910047109		13G	Page 6 of 13 Pages			
1	NAME OF REPORTING PERSON							
	Government Employees Insurance Company							
2			IE APPROPRIATE BOX IF A MEMBER OF A GROUP					
-	(a) ⊠		b) $\square$					
3	SEC USI	E OI	NI V					
	SEC CSI	. 01						
4	CITIZE	NSH	HIP OR PLACE OF ORGANIZATION					
	State of	Ma	aryland					
		5	SOLE VOTING POWER					
			NONE					
	BER OF ARES	6						
BENE	FICIALLY	r						
	NED BY		5,268,231 shares of Common Stock					
	ACH DRTING	7	SOLE DISPOSITIVE POWER					
PERSON			NONE					
WITH		8	SHARED DISPOSITIVE POWER					
			5,268,231 shares of Common Stock					
9	AGGRE	GA	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	5,268,231 shares of Common Stock							
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES □							
	Not applicable							
11	Not applicable.  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9							
10	1.9%							
12	TYPE O	f K	EPORTING PERSON					
	IC, CO							

CUSIP	No.	910047109	13G	Page 7 of 13 Pages			
1	NAME OF REPORTING PERSON						
	GEICO Indemnity Company						
2			IATE BOX IF A MEMBER OF A GROUP				
	(a) ⊠	(b) □					
3	SEC USI	E ONLY					
4	CITIZE	NSHIP OR PLAC	CE OF ORGANIZATION				
	State of	Maryland					
	I.	5 SOLE VOT	ING POWER				
NUM	BER OF	NONE					
	ARES		OTING POWER				
	FICIALLY NED BY		ares of Common Stock				
	ACH		OSITIVE POWER				
	ORTING	, sold bisi	OSITIVE TO WER				
PERSON		NONE					
WITH		8 SHARED D	ISPOSITIVE POWER				
		400 600 -1	and of Common Stock				
9	AGGRE		ares of Common Stock BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	NOOKL	GATE AMOUNT	DENERICINEER OWNED DE ENCH REFORMAGE ERSON				
	400,600 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						
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9						
	0.1%						
12	TYPE OF REPORTING PERSON						
	IC, CO						

### Item 1.

#### (a) Name of Issuer

United Continental Holdings, Inc.

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

233 South Wacker Drive, Chicago, IL 60606

#### Item 2(a). Name of Person Filing:

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

### Item 2(c). Citizenship:

Warren E. Buffett 3555 Farnam Street Omaha, Nebraska 68131 United States Citizen

National Indemnity Company 1314 Douglas Street Omaha, Nebraska 68102 Nebraska corporation

Government Employees Insurance Company

One GEICO Plaza Washington, DC 20076 Maryland corporation Berkshire Hathaway Inc. 3555 Farnam Street Omaha, Nebraska 68131 Delaware corporation

GEICO Corporation One GEICO Plaza Washington, DC 20076 Delaware corporation

GEICO Indemnity Company

One GEICO Plaza Washington D.C. 20076 Maryland corporation

## (d) Title of Class of Securities

Common Stock

## (e) CUSIP Number

910047109

#### 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.

#### 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 AND GEICO INDEMNITY 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** 

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

National Indemnity Company

Government Employees Insurance Company

**GEICO Indemnity 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 United Continental Holdings, 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
20000.100.000.3 11, 2017	By: William E. Roberts
	Title: President