
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)

SOUTHWEST AIRLINES CO.

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

844741108

(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.)

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		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 54,847,399 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 54,847,399 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 54,847,399 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 9.8%		
12	TYPE OF REPORTING PERSON IN		

CUSIP No.		844741108		13G		Page 3 of 15 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						
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE					
	6	SHARED VOTING POWER 54,847,399 shares of Common Stock					
	7	SOLE DISPOSITIVE POWER NONE					
	8	SHARED DISPOSITIVE POWER 54,847,399 shares of Common Stock					
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 54,847,399 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 9.8%						
12	TYPE OF REPORTING PERSON HC, CO						

CUSIP No.		844741108		13G		Page 4 of 15 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						
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE					
	6	SHARED VOTING POWER 47,882,174 shares of Common Stock					
	7	SOLE DISPOSITIVE POWER NONE					
	8	SHARED DISPOSITIVE POWER 47,882,174 shares of Common Stock					
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 47,882,174 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 8.5%						
12	TYPE OF REPORTING PERSON IC, CO						

1	NAME OF REPORTING PERSON Berkshire Hathaway Consolidated Pension Plan 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 Delaware		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 4,200,000 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 4,200,000 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 4,200,000 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 0.7%		
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 Delaware		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 2,500,000 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 2,500,000 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,500,000 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 Precision Castparts Corp. Master 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 Oregon		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 250,000 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 250,000 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 250,000 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 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		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE	
	6	SHARED VOTING POWER 6,500 shares of Common Stock	
	7	SOLE DISPOSITIVE POWER NONE	
	8	SHARED DISPOSITIVE POWER 6,500 shares of Common Stock	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 6,500 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		

CUSIP No.		844741108		13G		Page 9 of 15 Pages	
1	NAME OF REPORTING PERSON Medical Protective 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 Indiana						
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER NONE					
	6	SHARED VOTING POWER 8,722 shares of Common Stock					
	7	SOLE DISPOSITIVE POWER NONE					
	8	SHARED DISPOSITIVE POWER 8,722 shares of Common Stock					
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,722 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

Southwest Airlines Co.

(b) Address of Issuer's Principal Executive Offices

P.O. Box 36611, Dallas, TX 75235

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

Medical Protective Company
5814 Reed Road
Fort Wayne, IN 46835
Indiana corporation

Precision Castparts Corp. Master Trust
c/o Precision Castparts Corp.
4650 SW Macadam Ave
Portland, OR 97239
Oregon Corporation

Berkshire Hathaway Inc.
3555 Farnam Street
Omaha, Nebraska 68131
Delaware corporation

Berkshire Hathaway Consolidated Pension Plan Master Retirement Trust
c/o Berkshire Hathaway Inc
3555 Farnam Street
Omaha, NE 68131
Delaware corporation

Buffalo News Drivers/Distributors Pension Plan
c/o Buffalo News
One News Plaza
Buffalo, NY 14240
New York Corporation

GEICO Corporation Pension Plan Trust
c/o GEICO Corporation
One GEICO Plaza
Washington, DC 20076
Delaware corporation

(d) Title of Class of Securities

Common Stock

(e) CUSIP Number

844741108

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 and Medical Protective Company are each an Insurance Company as defined in section 3(a)(19) of the Act.

The Buffalo News Drivers/Distributors Pension Plan, Berkshire Hathaway Consolidated Pension Plan Master Retirement Trust, GEICO Corporation Pension Plan Trust and Precision Castparts Corp. Master Trust 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 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 14 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, MEDICAL PROTECTIVE
COMPANY, THE BUFFALO NEWS DRIVERS/DISTRIBUTORS
PENSION PLAN, BERKSHIRE HATHAWAY CONSOLIDATED
PENSION PLAN MASTER RETIREMENT TRUST, GEICO
CORPORATION PENSION PLAN TRUST AND PRECISION
CASTPARTS CORP. MASTER TRUST

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
Medical Protective Company

EMPLOYEE BENEFIT PLANS IN ACCORDANCE WITH § 240.13d-1-(b)(1)(ii)(F)

The Buffalo News Drivers/Distributors Pension Plan
Berkshire Hathaway Consolidated Pension Plan Master Retirement Trust
GEICO Corporation Pension Plan Trust
Precision Castparts Corp. Master Trust

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 Southwest Airlines Co. 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

Medical Protective Company

Dated: February 14, 2019

/S/ Daniel Landrigan

By: Daniel Landrigan

Title: Chief Financial Officer

The Buffalo News Drivers/Distributors Pension Plan

Dated: February 14, 2019

/S/ Warren Colville

By: Warren Colville

Title: President, The Buffalo News

Berkshire Hathaway Consolidated Pension Plan Master Retirement Trust

Dated: February 14, 2019

/S/ Mark D. Millard

By: Mark D. Millard

Title: Vice president, Berkshire Hathaway Inc.

GEICO Corporation Pension Plan Trust

Dated: February 14, 2019

/S/ William E. Roberts

By: William E. Roberts

Title: President, GEICO Corporation

Dated: February 14, 2019

/S/ Shawn Hagel

By: Shawn Hagel

Title: Executive Vice President, Precision Castparts Corp.