



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

March 18, 2015

Via E-mail

Mr. Nicholas Swenson  
Groveland Group  
3033 Excelsior Blvd  
Suite 560  
Minneapolis, MN 55416

**Re: Biglari Holdings Inc.  
Definitive Additional Materials on Schedule 14A  
Filed March 17, 2015 by Nicholas J. Swenson et al.  
File No. 000-08445**

Dear Mr. Swenson:

We have reviewed your filing and have the following comments. In some of our comments, we may ask you to provide us with information so we may better understand your disclosure.

Please respond to this letter by amending your filing, by providing the requested information, or by advising us when you will provide the requested response. If you do not believe our comments apply to your facts and circumstances or do not believe an amendment is appropriate, please tell us why in your response.

After reviewing any amendment to your filing and the information you provide in response to these comments, we may have additional comments.

1. Each statement or assertion of opinion or belief must be clearly characterized as such, and a reasonable factual basis must exist for such opinion or belief. Support for any such opinions or beliefs should be self-evident, disclosed in the soliciting materials or provided to the staff on a supplemental basis. Please qualify the following types of statements as your belief in future filings:
  - “BH’s CEO has received outsized compensation ....” (slides 17-22)
  - “BH’s Board has demonstrated poor corporate governance practices.” (slides 23-29 and 32)
  - “BH’s Board and CEO have become entrenched.” (slides 30-31)
  - “The Steak n Shake brand and franchisee network are at risk.” (slides 33-36)
  - “Our nominees can help create shareholder value.” (slides 39-40)

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You may contact me at (202) 551-3589 or Nicholas P. Panos, Senior Special Counsel, at (202) 551-3266 if you have any questions regarding our comments.

Sincerely,

/s/ Tiffany Piland Posil

Tiffany Piland Posil  
Special Counsel  
Office of Mergers and Acquisitions

cc: Via E-mail  
Peter D. Fetzer, Esq.  
Foley & Lardner LLP