

<p style="text-align: center;"><b>Form 5500</b></p> <p style="text-align: center;">Department of the Treasury Internal Revenue Service</p> <hr/> <p style="text-align: center;">Department of Labor Employee Benefits Security Administration</p> <hr/> <p style="text-align: center;">Pension Benefit Guaranty Corporation</p>	<p><b>Annual Return/Report of Employee Benefit Plan</b></p> <p>This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).</p> <p>▶ <b>Complete all entries in accordance with the instructions to the Form 5500.</b></p>	<p>OMB Nos. 1210-0110 1210-0089</p> <hr/> <p style="text-align: center; font-size: 24pt;"><b>2014</b></p> <hr/> <p style="text-align: center;"><b>This Form is Open to Public Inspection</b></p>
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<b>Part I</b>	<b>Annual Report Identification Information</b>
For calendar plan year 2014 or fiscal plan year beginning <u>01/01/2014</u> and ending <u>12/31/2014</u>	
<b>A</b> This return/report is for:	<input checked="" type="checkbox"/> a multiemployer plan; <input type="checkbox"/> a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or <input type="checkbox"/> a single-employer plan; <input type="checkbox"/> a DFE (specify) ____
<b>B</b> This return/report is:	<input type="checkbox"/> the first return/report; <input type="checkbox"/> the final return/report; <input type="checkbox"/> an amended return/report; <input type="checkbox"/> a short plan year return/report (less than 12 months).
<b>C</b> If the plan is a collectively-bargained plan, check here. . . . .	<input checked="" type="checkbox"/>
<b>D</b> Check box if filing under:	<input checked="" type="checkbox"/> Form 5558; <input type="checkbox"/> automatic extension; <input type="checkbox"/> the DFVC program; <input type="checkbox"/> special extension (enter description)

<b>Part II</b>	<b>Basic Plan Information</b> —enter all requested information						
<b>1a</b> Name of plan <u>PRODUCER-WRITERS GUILD OF AMERICA PENSION PLAN</u>	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:80%;"><b>1b</b> Three-digit plan number (PN) ▶</td> <td style="width:20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2"><b>1c</b> Effective date of plan <u>03/31/1960</u></td> </tr> </table>	<b>1b</b> Three-digit plan number (PN) ▶	<u>001</u>	<b>1c</b> Effective date of plan <u>03/31/1960</u>			
<b>1b</b> Three-digit plan number (PN) ▶	<u>001</u>						
<b>1c</b> Effective date of plan <u>03/31/1960</u>							
<b>2a</b> Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>BOARD OF DIRECTORS PRODUCER-WRITERS GUILD OF AMERICA PENSION</u>  <u>2900 W. ALAMEDA AVE.</u> <u>BURBANK, CA 91505</u>	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td colspan="2"><b>2b</b> Employer Identification Number (EIN) <u>95-2216351</u></td> </tr> <tr> <td colspan="2"><b>2c</b> Plan Sponsor's telephone number <u>818-846-1015</u></td> </tr> <tr> <td colspan="2"><b>2d</b> Business code (see instructions) <u>525920</u></td> </tr> </table>	<b>2b</b> Employer Identification Number (EIN) <u>95-2216351</u>		<b>2c</b> Plan Sponsor's telephone number <u>818-846-1015</u>		<b>2d</b> Business code (see instructions) <u>525920</u>	
<b>2b</b> Employer Identification Number (EIN) <u>95-2216351</u>							
<b>2c</b> Plan Sponsor's telephone number <u>818-846-1015</u>							
<b>2d</b> Business code (see instructions) <u>525920</u>							

**Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.**

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

<b>SIGN HERE</b>	<u>Filed with authorized/valid electronic signature.</u>		
	<b>Signature of plan administrator</b>	Date	Enter name of individual signing as plan administrator
<b>SIGN HERE</b>			
	<b>Signature of employer/plan sponsor</b>	Date	Enter name of individual signing as employer or plan sponsor
<b>SIGN HERE</b>			
	<b>Signature of DFE</b>	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address (include room or suite number) (optional)			Preparer's telephone number (optional)

<b>3a</b> Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor	<b>3b</b> Administrator's EIN  <b>3c</b> Administrator's telephone number
<b>4</b> If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: <b>a</b> Sponsor's name	<b>4b</b> EIN  <b>4c</b> PN
<b>5</b> Total number of participants at the beginning of the plan year	<b>5</b> 14997
<b>6</b> Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines <b>6a(1)</b> , <b>6a(2)</b> , <b>6b</b> , <b>6c</b> , and <b>6d</b> ).	
<b>a(1)</b> Total number of active participants at the beginning of the plan year .....	<b>6a(1)</b> 6798
<b>a(2)</b> Total number of active participants at the end of the plan year .....	<b>6a(2)</b> 7257
<b>b</b> Retired or separated participants receiving benefits .....	<b>6b</b> 3811
<b>c</b> Other retired or separated participants entitled to future benefits.....	<b>6c</b> 4143
<b>d</b> Subtotal. Add lines <b>6a(2)</b> , <b>6b</b> , and <b>6c</b> .....	<b>6d</b> 15211
<b>e</b> Deceased participants whose beneficiaries are receiving or are entitled to receive benefits .....	<b>6e</b> 333
<b>f</b> Total. Add lines <b>6d</b> and <b>6e</b> .....	<b>6f</b> 15544
<b>g</b> Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) .....	<b>6g</b>
<b>h</b> Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	<b>6h</b> 284
<b>7</b> Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	<b>7</b> 1078
<b>8a</b> If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A	
<b>b</b> If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	

<b>9a</b> Plan funding arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor	<b>9b</b> Plan benefit arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor
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**10** Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

<b>a Pension Schedules</b> (1) <input checked="" type="checkbox"/> <b>R</b> (Retirement Plan Information) (2) <input checked="" type="checkbox"/> <b>MB</b> (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) <input type="checkbox"/> <b>SB</b> (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	<b>b General Schedules</b> (1) <input checked="" type="checkbox"/> <b>H</b> (Financial Information) (2) <input type="checkbox"/> <b>I</b> (Financial Information – Small Plan) (3) <input type="checkbox"/> <b>A</b> (Insurance Information) (4) <input checked="" type="checkbox"/> <b>C</b> (Service Provider Information) (5) <input checked="" type="checkbox"/> <b>D</b> (DFE/Participating Plan Information) (6) <input checked="" type="checkbox"/> <b>G</b> (Financial Transaction Schedules)
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**Part III**

**Form M-1 Compliance Information (to be completed by welfare benefit plans)**

**11a** If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) .....  Yes  No

If "Yes" is checked, complete lines 11b and 11c.

**11b** Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) .....  Yes  No

**11c** Enter the Receipt Confirmation Code for the 2014 Form M-1 annual report. If the plan was not required to file the 2014 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code \_\_\_\_\_

<b>SCHEDULE MB</b> <b>(Form 5500)</b>  <small>Department of the Treasury Internal Revenue Service</small>  <small>Department of Labor Employee Benefits Security Administration</small>  <small>Pension Benefit Guaranty Corporation</small>	<b>Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information</b>  This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).  <b>▶ File as an attachment to Form 5500 or 5500-SF.</b>	<small>OMB No. 1210-0110</small>  <b>2014</b>  <b>This Form is Open to Public Inspection</b>
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For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

<b>A</b> Name of plan <u>PRODUCER-WRITERS GUILD OF AMERICA PENSION PLAN</u>	<b>B</b> Three-digit plan number (PN) ▶	<u>001</u>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>BOARD OF DIRECTORS PRODUCER-WRITERS GUILD OF AMERICA PENSION</u>	<b>D</b> Employer Identification Number (EIN) <u>95-2216351</u>	

**E** Type of plan: (1)  Multiemployer Defined Benefit (2)  Money Purchase (see instructions)

**1a** Enter the valuation date: Month 01 Day 01 Year 2014

**b** Assets

(1) Current value of assets .....	<b>1b(1)</b>	<u>2456613932</u>
(2) Actuarial value of assets for funding standard account .....	<b>1b(2)</b>	<u>2694846091</u>

(1) Accrued liability for plan using immediate gain methods .....	<b>1c(1)</b>	<u>2944299596</u>
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(2) Information for plans using spread gain methods:		
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(a) Unfunded liability for methods with bases .....	<b>1c(2)(a)</b>	
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(b) Accrued liability under entry age normal method .....	<b>1c(2)(b)</b>	
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(c) Normal cost under entry age normal method .....	<b>1c(2)(c)</b>	
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(3) Accrued liability under unit credit cost method .....	<b>1c(3)</b>	<u>2690968571</u>
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**d** Information on current liabilities of the plan:

(1) Amount excluded from current liability attributable to pre-participation service (see instructions) .....	<b>1d(1)</b>	
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(2) "RPA '94" information:		
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(a) Current liability .....	<b>1d(2)(a)</b>	<u>4747331401</u>
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(b) Expected increase in current liability due to benefits accruing during the plan year .....	<b>1d(2)(b)</b>	<u>154854820</u>
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(c) Expected release from "RPA '94" current liability for the plan year .....	<b>1d(2)(c)</b>	<u>133466789</u>
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(3) Expected plan disbursements for the plan year .....	<b>1d(3)</b>	<u>140626789</u>
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**Statement by Enrolled Actuary**

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

<b>SIGN HERE</b>		<u>09/22/2015</u>
	Signature of actuary	Date
	<u>KEVIN M. CAMPE</u>	<u>14-05356</u>
	Type or print name of actuary	Most recent enrollment number
	<u>MILLIMAN, INC.</u>	<u>312-726-0677</u>
	Firm name	Telephone number (including area code)
	<u>71 S. WACKER DRIVE, 31ST FLOOR, CHICAGO, IL 60606</u>	
	Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions

**2** Operational information as of beginning of this plan year:

<b>a</b> Current value of assets (see instructions) .....	<b>2a</b>	2456613932
<b>b</b> "RPA '94" current liability/participant count breakdown:	<b>(1) Number of participants</b>	<b>(2) Current liability</b>
<b>(1)</b> For retired participants and beneficiaries receiving payment .....	4058	1730491244
<b>(2)</b> For terminated vested participants .....	4141	835537129
<b>(3)</b> For active participants:		
<b>(a)</b> Non-vested benefits .....		79334370
<b>(b)</b> Vested benefits .....		2101968658
<b>(c)</b> Total active .....	6798	2181303028
<b>(4)</b> Total .....	14997	4747331401
<b>c</b> If the percentage resulting from dividing line 2a by line 2b(4), column (2), is less than 70%, enter such percentage.....	<b>2c</b>	51.75 %

**3** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
07/01/2014	99434226				
<b>Totals ▶</b>			<b>3(b)</b>	99434226	<b>3(c)</b>
					0

**4** Information on plan status:

<b>a</b> Enter code to indicate plan's status (see instructions for attachment of supporting evidence of plan's status). If code is "N," go to line 5. ....	<b>4a</b>	N
<b>b</b> Funded percentage for monitoring plan's status (line 1b(2) divided by line 1c(3)) .....	<b>4b</b>	%
<b>c</b> Is the plan making the scheduled progress under any applicable funding improvement or rehabilitation plan? .....		<input type="checkbox"/> Yes <input type="checkbox"/> No
<b>d</b> If the plan is in critical status, were any adjustable benefits reduced? .....		<input type="checkbox"/> Yes <input type="checkbox"/> No
<b>e</b> If line d is "Yes," enter the reduction in liability resulting from the reduction in adjustable benefits, measured as of the valuation date.....	<b>4e</b>	
<b>f</b> If the rehabilitation plan projects emergence from critical status, enter the plan year in which it is projected to emerge. If the rehabilitation plan is based on forestalling possible insolvency, enter the plan year in which insolvency is expected and check here .....	<b>4f</b>	<input type="checkbox"/>

**5** Actuarial cost method used as the basis for this plan year's funding standard account computations (check all that apply):

- |  |   |   |  |
|--|---|---|--|
| <b>a</b> <input type="checkbox"/> Attained age normal      | <b>b</b> <input checked="" type="checkbox"/> Entry age normal | <b>c</b> <input type="checkbox"/> Accrued benefit (unit credit) | <b>d</b> <input type="checkbox"/> Aggregate            |
| <b>e</b> <input type="checkbox"/> Frozen initial liability | <b>f</b> <input type="checkbox"/> Individual level premium    | <b>g</b> <input type="checkbox"/> Individual aggregate          | <b>h</b> <input checked="" type="checkbox"/> Shortfall |
| <b>i</b> <input type="checkbox"/> Reorganization           | <b>j</b> <input type="checkbox"/> Other (specify):            |   |  |

<b>k</b> If box h is checked, enter period of use of shortfall method .....	<b>5k</b>	9
<b>l</b> Has a change been made in funding method for this plan year? .....		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>m</b> If line l is "Yes," was the change made pursuant to Revenue Procedure 2000-40 or other automatic approval? .....		<input type="checkbox"/> Yes <input type="checkbox"/> No
<b>n</b> If line l is "Yes," and line m is "No," enter the date (MM-DD-YYYY) of the ruling letter (individual or class) approving the change in funding method .....	<b>5n</b>	

**6** Checklist of certain actuarial assumptions:

<b>a</b> Interest rate for "RPA '94" current liability.....	<b>6a</b>	3.64 %
<b>b</b> Rates specified in insurance or annuity contracts .....	Pre-retirement	Post-retirement
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> N/A
<b>c</b> Mortality table code for valuation purposes:		

(1) Males.....	6c(1)		A		A
(2) Females .....	6c(2)		A		A
d Valuation liability interest rate.....	6d		7.50%		7.50 %
e Expense loading .....	6e	19.7 %	<input type="checkbox"/> N/A	%	<input checked="" type="checkbox"/> N/A
f Salary scale .....	6f	2.50%	<input type="checkbox"/> N/A		
g Estimated investment return on actuarial value of assets for year ending on the valuation date.....	6g				7.4 %
h Estimated investment return on current value of assets for year ending on the valuation date .....	6h				12.4 %

7 New amortization bases established in the current plan year:

(1) Type of base	(2) Initial balance	(3) Amortization Charge/Credit
2	810914	1360404
5	93651198	11412300
5	-93651198	-15903738

8 Miscellaneous information:

a If a waiver of a funding deficiency has been approved for this plan year, enter the date (MM-DD-YYYY) of the ruling letter granting the approval.....	8a	
b Is the plan required to provide a Schedule of Active Participant Data? (See the instructions.) If "Yes," attach schedule.		<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
c Are any of the plan's amortization bases operating under an extension of time under section 412(e) (as in effect prior to 2008) or section 431(d) of the Code?.....		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
d If line c is "Yes," provide the following additional information:		
(1) Was an extension granted automatic approval under section 431(d)(1) of the Code?.....		<input type="checkbox"/> Yes <input type="checkbox"/> No
(2) If line 8d(1) is "Yes," enter the number of years by which the amortization period was extended.....	8d(2)	
(3) Was an extension approved by the Internal Revenue Service under section 412(e) (as in effect prior to 2008) or 431(d)(2) of the Code?.....		<input type="checkbox"/> Yes <input type="checkbox"/> No
(4) If line 8d(3) is "Yes," enter number of years by which the amortization period was extended (not including the number of years in line (2)).....	8d(4)	
(5) If line 8d(3) is "Yes," enter the date of the ruling letter approving the extension.....	8d(5)	
(6) If line 8d(3) is "Yes," is the amortization base eligible for amortization using interest rates applicable under section 6621(b) of the Code for years beginning after 2007?.....		<input type="checkbox"/> Yes <input type="checkbox"/> No
e If box 5h is checked or line 8c is "Yes," enter the difference between the minimum required contribution for the year and the minimum that would have been required without using the shortfall method or extending the amortization base(s).....	8e	1108961

9 Funding standard account statement for this plan year:

Charges to funding standard account:

a Prior year funding deficiency, if any.....	9a	0
b Employer's normal cost for plan year as of valuation date.....	9b	78936159
c Amortization charges as of valuation date:		Outstanding balance
(1) All bases except funding waivers and certain bases for which the amortization period has been extended.....	9c(1)	1604984994
(2) Funding waivers.....	9c(2)	0
(3) Certain bases for which the amortization period has been extended.....	9c(3)	0
d Interest as applicable on lines 9a, 9b, and 9c.....	9d	5920212
e Total charges. Add lines 9a through 9d.....	9e	84856371
f Prior year credit balance, if any.....	9f	330353557
g Employer contributions. Total from column (b) of line 3.....	9g	99434226
h Amortization credits as of valuation date.....	9h	1025177932
i Interest as applicable to end of plan year on lines 9f, 9g, and 9h.....	9i	28505300
j Full funding limitation (FFL) and credits:		Outstanding balance
(1) ERISA FFL (accrued liability FFL).....	9j(1)	926098047

<b>(2)</b> "RPA '94" override (90% current liability FFL) .....	<b>9j(2)</b>	1691769170	
<b>(3)</b> FFL credit .....			<b>9j(3)</b> 0
<b>k (1)</b> Waived funding deficiency .....			<b>9k(1)</b> 0
<b>(2)</b> Other credits .....			<b>9k(2)</b> 0
<b>l</b> Total credits. Add lines 9f through 9i, 9j(3), 9k(1), and 9k(2).....			<b>9l</b> 458293083
<b>m</b> Credit balance: If line 9l is greater than line 9e, enter the difference .....			<b>9m</b> 373436712
<b>n</b> Funding deficiency: If line 9e is greater than line 9l, enter the difference.....			<b>9n</b>

**9o** Current year's accumulated reconciliation account:

<b>(1)</b> Due to waived funding deficiency accumulated prior to the 2014 plan year .....	<b>9o(1)</b>		0
<b>(2)</b> Due to amortization bases extended and amortized using the interest rate under section 6621(b) of the Code:			
<b>(a)</b> Reconciliation outstanding balance as of valuation date .....	<b>9o(2)(a)</b>		0
<b>(b)</b> Reconciliation amount (line 9c(3) balance minus line 9o(2)(a)) .....	<b>9o(2)(b)</b>		0
<b>(3)</b> Total as of valuation date .....	<b>9o(3)</b>		0

**10** Contribution necessary to avoid an accumulated funding deficiency. (See instructions.)..... **10**

**11** Has a change been made in the actuarial assumptions for the current plan year? If "Yes," see instructions.....  Yes  No

<b>SCHEDULE C (Form 5500)</b>  <small>Department of the Treasury Internal Revenue Service</small>  <small>Department of Labor Employee Benefits Security Administration</small>  <small>Pension Benefit Guaranty Corporation</small>	<b>Service Provider Information</b>  This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).  <b>▶ File as an attachment to Form 5500.</b>	<small>OMB No. 1210-0110</small>  <b>2014</b>  <b>This Form is Open to Public Inspection.</b>
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For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

<b>A</b> Name of plan <u>PRODUCER-WRITERS GUILD OF AMERICA PENSION PLAN</u>	<b>B</b> Three-digit plan number (PN) ▶	<u>001</u>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 <u>BOARD OF DIRECTORS PRODUCER-WRITERS GUILD OF AMERICA PENSION</u>	<b>D</b> Employer Identification Number (EIN) <u>95-2216351</u>	

**Part I Service Provider Information (see instructions)**

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

**1 Information on Persons Receiving Only Eligible Indirect Compensation**

**a** Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).....  Yes  No

**b** If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation  
SSARIS ADVISORS, LLC

06-1620826

**(b)** Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation  
GRANTHAM, MAYO, VAN OTTERLOO & CO      40 ROWES WHARF  
BOSTON, MA 02110

**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation  
PIMCO ACCOUNT      840 NEWPORT CENTER DRIVE  
NEWPORT BEACH, CA 92660

**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation  
DFA INVESTMENTS      6300 BEE CAVE ROAD  
BUILDING ONE  
AUSTIN, TX 78746

**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

NEUBERGER BERMAN

80-0357906

**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

ARTISAN EMERGING MARKETS

100 PINE STREET  
SUITE 2950  
SAN FRANCISCO, CA 94111

**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

VONTOBEL ASSET MGMT

75-3220956

**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

TEMPLETON FRONTIER MARKETS FUND

P.O. BOX 997152  
SACRAMENTO, CA 95899-7152

**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

PAYDEN EMERGING MARKETS BOND

333 SOUTH GRAND AVE.  
SUITE 3200  
LOS ANGELOS, CA 90071

**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

BRIDGEWATER ASSOCIATES

27-1437501

**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

**(b)** Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

NIGRO KARLIN SEGAL & FELDSTEIN

95-3632775

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 50	NONE	916538	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

MEKETA INVESTMENT GROUP, INC.

04-2659023

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 50	NONE	850812	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

FIRST EAGLE INVESTMENT MANAGEMENT

57-1156902

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	625099	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

JP MORGAN

13-3200244

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 28 50 51	NONE	538474	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

MCMORGAN & COMPANY

52-2334338

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	528144	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

WELLINGTON MANAGEMENT COMPANY

04-2683227

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	454490	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

METROPOLITAN WEST ASSET MANAGEMENT

95-4597302

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	333746	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

CAMBIAR INVESTORS, INC.

84-1596610

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	314399	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

PROSKAUER ROSE LLP

13-1840454

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29 50	NONE	300694	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

REICH, ADELL & CVITAN

95-3082677

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
29 50	NONE	282668	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

HEITMAN REAL ESTATE SECURITIES

36-4265577

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	273369	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

CATALINA MEDIA DEVELOPMENT

46-4057328

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	272831	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

MILLIMAN, INC.

91-0675641

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 50	NONE	268393	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

RESEARCH AFFILIATES

02-0570299

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	266655	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

ERNST & YOUNG LLP

34-6565596

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 50	NONE	242685	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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(a) Enter name and EIN or address (see instructions)

SO CAL SERIES LOCKTON INS. BROKERS

725 S. FIGUEROA BLVD, 35TH FL  
LOS ANGELES, CA 90017

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
22 50	NONE	239809	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

RICE HALL JAMES & ASSOCIATES

43-1992528

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	228715	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

ROBECO

04-3270358

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	222415	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

VITECH SYSTEMS GROUP, INC.

13-3785492

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	220139	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

ACADIAN ASSET MANAGEMENT

04-2929221

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	210153	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

SEGAL CONSULTING

94-1503999

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	191264	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

NORTHERN TRUST

36-2723087

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	CO-TRUSTEE	189000	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

GOLDMAN SACHS ASSET MANAGEMENT, LP

13-3575636

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	177395	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 001008

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	EMPLOYEE	148958	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004359

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	121208	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

ADMINISTRATIVE SYSTEMS LLC

90-0951700

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	121165	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004182

95-2216351

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	119750	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

PIMCO

33-0629048

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	117911	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

IBM CORPORATION

13-0871985

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	96719	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

OPUS INVESTMENT ADVISORS, LLC

41-2063321

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27 50	NONE	94538	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

INTERSCAPE CONSTRUCTION

95-4081491

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	91017	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

NEXUS IS, INC.

20-0549497

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	83258	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

PAYDEN RYGELL

95-3921788

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	83189	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

NORTHERN TRUST GLOBAL INVESTMENTS

36-3608252

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50	NONE	75708	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

OFFICE TEAM

94-1648752

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	75233	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

NORTHERN TRUST

36-2723087

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	68484	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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(a) Enter name and EIN or address (see instructions)

ABM ONSITE SERVICES

95-1658740

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	67989	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

UNIVERSAL PROTECTION SERVICES

33-0973846

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	66580	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004229

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	62500	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

SSGA QSI INDEX FUND, LLC

45-4050347

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	56557	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004279

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	55837	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004210

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	54478	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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(a) Enter name and EIN or address (see instructions)

STATE STREET GLOBAL ADVISORS NAT RE

04-0025081

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 51	NONE	52154	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 001010

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	48988	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004344

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	48757	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004230

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	EMPLOYEE	47171	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYERS ASSURANCE CO

7110 N FRESNO ST  
STE 250  
FRESNO, CA 93720

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
22 50	NONE	44956	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

NORTHERN TRUST GLB INV EAFE INTL

95-2216351

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50	NONE	44671	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004360

95-2216351

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	43883	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

ECONOMY OFFICE SUPPLY

95-2908041

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	42631	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

WESTERN MECHANICAL, INC.

95-4313464

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	41715	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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(a) Enter name and EIN or address (see instructions)

CISCO SYSTEMS CAPITAL CORP

38-1904500

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	41003	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004175

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	40585	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

ATT

208 S AKARD ST  
DALLAS, TX 75202

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	40523	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004311

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	40250	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004285

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	39304	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

WAVE TECHNOLOGY SOLUTIONSS GRP

33-0541320

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	38168	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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(a) Enter name and EIN or address (see instructions)

SIGMANET INC

52-1728942

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	37173	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004350

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	36542	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004352

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	36150	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 001013

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	36122	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

THE NORTHERN TRUST COMPANY

36-1561860

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
19 28 50	CO-TRUSTEE	33689	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004202

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	32750	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004305

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	32433	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

ROBERT HALF TECHNOLOGY

94-1648752

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	31958	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

PREDICTIVE TECHNOLOGIES, INC.

20-1095479

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	31414	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

**(a)** Enter name and EIN or address (see instructions)

EMPLOYEE 001004

95-2216354

<b>(b)</b> Service Code(s)	<b>(c)</b> Relationship to employer, employee organization, or person known to be a party-in-interest	<b>(d)</b> Enter direct compensation paid by the plan. If none, enter -0-.	<b>(e)</b> Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	<b>(f)</b> Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	<b>(g)</b> Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	<b>(h)</b> Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	31033	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**(a)** Enter name and EIN or address (see instructions)

SPENCER STUART

36-3538416

<b>(b)</b> Service Code(s)	<b>(c)</b> Relationship to employer, employee organization, or person known to be a party-in-interest	<b>(d)</b> Enter direct compensation paid by the plan. If none, enter -0-.	<b>(e)</b> Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	<b>(f)</b> Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	<b>(g)</b> Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	<b>(h)</b> Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	30390	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**(a)** Enter name and EIN or address (see instructions)

NSE INC.

86-0579257

<b>(b)</b> Service Code(s)	<b>(c)</b> Relationship to employer, employee organization, or person known to be a party-in-interest	<b>(d)</b> Enter direct compensation paid by the plan. If none, enter -0-.	<b>(e)</b> Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	<b>(f)</b> Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	<b>(g)</b> Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	<b>(h)</b> Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	30010	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 001208

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	29477	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 001011

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	29442	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

BOYDEN GLOBAL EXECUTIVE SEARCH

46-0735520

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	29400	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

ACCONTEMPS

94-1468752

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	28758	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004290

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	28660	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004291

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	28201	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004245

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	27874	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004281

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	27480	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004340

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	26478	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

PHOENIX NAP

80-0373491

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	26108	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

UNION BANK

94-0304228

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	26050	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

KEY INFORMATION SYSTEMS, INC.

21700 OXNARD STREET  
SUITE 250  
WOODLAND HILLS, CA 91367

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	25982	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004318

95-2216351

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	25933	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

WELLS FARGO FINANCIAL LEASING

42-1074725

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	25148	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004375

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	25000	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004320

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	23731	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

BRITSTAN INC

PO BOX 483  
TORBA LINDA, CA 92885

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	23240	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 001691

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	22966	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004348

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	22796	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

NORTHERN TRUST GL INV US TIPS

95-2216351

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50	NONE	22760	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

PHILLIPS DRAPERIES

95-1989901

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	22216	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

AVISON YOUNG SOUTHERN CAL LTD

45-3001221

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	22000	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004374

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	21099	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 001306

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	21072	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004357

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	20752	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004277

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	20417	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004272

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	20358	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

ROYAL OAK PROPERTY SERVICES

95-3938602

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	19881	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004361

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	19672	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004369

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	19542	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004312

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	19335	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004354

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	19172	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004336

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	18783	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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(a) Enter name and EIN or address (see instructions)

EMPLOYEE 001003

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	18524	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004337

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	18163	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004356

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	18055	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004244

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	17783	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004355

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	17382	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004254

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	16924	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004366

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	16704	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004368

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	15795	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

OJAI VALLEY INN & SPA

37-1472460

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	15658	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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(a) Enter name and EIN or address (see instructions)

CITYSCAPE INC

95-3152027

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	14389	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

ZURICH

NORTH AMERICA  
PO BOX 4664  
CAROL STREAM, IL 60197

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	13650	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004247

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	13373	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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(a) Enter name and EIN or address (see instructions)

EMPLOYEE 001009

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	12625	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004235

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	12500	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 001012

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	12463	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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(a) Enter name and EIN or address (see instructions)

MELISSA SALMONS

107 W. 86TH STREET #16H  
NEW YORK, NY 10024

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
20 50	TRUSTEE	12426	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	755	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

BOB SCHNEIDER

1603 10TH AVENUE  
BROOKLYN, NY 11215

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
20 50	TRUSTEE	12271	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	772	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004332

95-2216351

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	12212	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

XO COMMUNICATIONS

FILE 50550  
LOS ANGELES, CA 90074

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	12205	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004168

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	11851	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

VISION ENV & PRINTING CO

95-4409543

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	11307	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

JOHN AUERBACH

418 CENTRAL PARK WEST #80  
NEW YORK, NY 10025

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
20 50	TRUSTEE	11260	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	109	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

BUDGET PRINT AND COPY INC.

59-3783274

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
36 50	NONE	10345	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 001002

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	9892	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

PITNEY BOWES GLOBAL FINANCIAL SVC

20-1344287

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
50 99	NONE	9693	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004196

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	8964	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

FACILITY SOLUTIONS GROUP

74-2942838

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	8445	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 004353

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	8382	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

HEMINGE AND CONDELL

94-3278426

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	8360	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

MOSHIRI ASSOCIATES

36-4695641

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	7836	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

ORACLE USA, INC.

84-1332577

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	7808	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

THOUGHTMATRIX

77-0601260

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	7530	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

EMPLOYEE 001128

95-2216354

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	7369	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

INTERNATIONAL MGMT SYSTEMS

26-4024351

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	7280	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

AMERICAN CABINET WORKS

26-0435877

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	7206	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

VORTEX INDUSTRIES

95-2761304

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	7119	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

**(a)** Enter name and EIN or address (see instructions)

THE HARMAN PRESS

95-2280466

<b>(b)</b> Service Code(s)	<b>(c)</b> Relationship to employer, employee organization, or person known to be a party-in-interest	<b>(d)</b> Enter direct compensation paid by the plan. If none, enter -0-.	<b>(e)</b> Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	<b>(f)</b> Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	<b>(g)</b> Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	<b>(h)</b> Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	7039	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**(a)** Enter name and EIN or address (see instructions)

EMPLOYEE 001017

95-2216354

<b>(b)</b> Service Code(s)	<b>(c)</b> Relationship to employer, employee organization, or person known to be a party-in-interest	<b>(d)</b> Enter direct compensation paid by the plan. If none, enter -0-.	<b>(e)</b> Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	<b>(f)</b> Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	<b>(g)</b> Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	<b>(h)</b> Did the service provider give you a formula instead of an amount or estimated amount?
30 50	EMPLOYEE	6941	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**(a)** Enter name and EIN or address (see instructions)

NEWPORT CONSULTING GROUP

33-0383174

<b>(b)</b> Service Code(s)	<b>(c)</b> Relationship to employer, employee organization, or person known to be a party-in-interest	<b>(d)</b> Enter direct compensation paid by the plan. If none, enter -0-.	<b>(e)</b> Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	<b>(f)</b> Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	<b>(g)</b> Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	<b>(h)</b> Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	6661	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

HILAIRE MCGRUFF PC

46-2408056

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	6300	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

CHAMBERLIN BUILDING SERVICES INC

68-0630059

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	5640	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

SEAN QUINN

77 WEST 66TH STREET  
RM 1535  
NEW YORK, NY 10023

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
20 50	TRUSTEE	5529	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	19	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

**2. Information on Other Service Providers Receiving Direct or Indirect Compensation.** Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

WINMILL SOFTWARE

52-2247044

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
49 50	NONE	5184	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

**Part I Service Provider Information (continued)**

**3** If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

<b>(a)</b> Enter service provider name as it appears on line 2	<b>(b)</b> Service Codes (see instructions)	<b>(c)</b> Enter amount of indirect compensation
<b>(d)</b> Enter name and EIN (address) of source of indirect compensation	<b>(e)</b> Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
<b>(a)</b> Enter service provider name as it appears on line 2	<b>(b)</b> Service Codes (see instructions)	<b>(c)</b> Enter amount of indirect compensation
<b>(d)</b> Enter name and EIN (address) of source of indirect compensation	<b>(e)</b> Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
<b>(a)</b> Enter service provider name as it appears on line 2	<b>(b)</b> Service Codes (see instructions)	<b>(c)</b> Enter amount of indirect compensation
<b>(d)</b> Enter name and EIN (address) of source of indirect compensation	<b>(e)</b> Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	



**Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)**  
(complete as many entries as needed)

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

<b>a</b> Name:	<b>b</b> EIN:
<b>c</b> Position:	
<b>d</b> Address:	<b>e</b> Telephone:

Explanation:

**SCHEDULE D  
(Form 5500)**

Department of the Treasury  
Internal Revenue Service

Department of Labor  
Employee Benefits Security Administration

**DFE/Participating Plan Information**

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

**2014**

**This Form is Open to Public Inspection.**

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

<b>A</b> Name of plan <u>PRODUCER-WRITERS GUILD OF AMERICA PENSION PLAN</u>		<b>B</b> Three-digit plan number (PN) ▶ <u>001</u>
<b>C</b> Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>BOARD OF DIRECTORS PRODUCER-WRITERS GUILD OF AMERICA PENSION</u>		<b>D</b> Employer Identification Number (EIN) <u>95-2216351</u>

**Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**  
(Complete as many entries as needed to report all interests in DFEs)

<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE: <u>NT COLLECTIVE S&amp;P 400 INDEX FUND NL</u>		
<b>b</b> Name of sponsor of entity listed in (a): <u>NORTHERN TRUST GLOBAL INVESTMENTS</u>		
<b>c</b> EIN-PN <u>45-6138589-004</u>	<b>d</b> Entity code <u>C</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>11625653</u>
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE: <u>SPECIAL SITUATION PROPERTY</u>		
<b>b</b> Name of sponsor of entity listed in (a): <u>JPMORGAN CHASE BANK</u>		
<b>c</b> EIN-PN <u>13-3980309-001</u>	<b>d</b> Entity code <u>C</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>25313390</u>
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE: <u>STRATEGIC PROPERTY</u>		
<b>b</b> Name of sponsor of entity listed in (a): <u>JPMORGAN CHASE BANK</u>		
<b>c</b> EIN-PN <u>13-6038770-001</u>	<b>d</b> Entity code <u>C</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>38321866</u>
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE: <u>NT COLLECTIVE EAFE INDEX FD-NL</u>		
<b>b</b> Name of sponsor of entity listed in (a): <u>NORTHERN TRUST GLOBAL INVESTMENTS</u>		
<b>c</b> EIN-PN <u>45-6138589-024</u>	<b>d</b> Entity code <u>C</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>17431912</u>
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE: <u>NTGI COLLECTIVE SHORT-TERM INVST FD</u>		
<b>b</b> Name of sponsor of entity listed in (a): <u>NORTHERN TRUST GLOBAL INVESTMENTS</u>		
<b>c</b> EIN-PN <u>45-6138589-084</u>	<b>d</b> Entity code <u>C</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>3458752</u>
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE: <u>NT COLLECTIVE RUSSELL 3000 IDX NL</u>		
<b>b</b> Name of sponsor of entity listed in (a): <u>NORTHERN TRUST GLOBAL INVESTMENTS</u>		
<b>c</b> EIN-PN <u>45-6138589-097</u>	<b>d</b> Entity code <u>C</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>15399036</u>
<b>a</b> Name of MTIA, CCT, PSA, or 103-12 IE: <u>NT COLLECTIVE S&amp;P 500 INDEX FUND-NL</u>		
<b>b</b> Name of sponsor of entity listed in (a): <u>NORTHERN TRUST GLOBAL INVESTMENTS</u>		
<b>c</b> EIN-PN <u>45-6138589-003</u>	<b>d</b> Entity code <u>C</u>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>91617105</u>

**a** Name of MTIA, CCT, PSA, or 103-12 IE: [NT COLLECTIVE RUSSELL 2000 IDX NL](#)

**b** Name of sponsor of entity listed in (a): [NORTHERN TRUST GLOBAL INVESTMENTS](#)

<b>c</b> EIN-PN <a href="#">45-6138589-096</a>	<b>d</b> Entity code <a href="#">C</a>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	<a href="#">8028456</a>
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**a** Name of MTIA, CCT, PSA, or 103-12 IE: [GLOBAL NATURAL RESOURCES STK IDX NL](#)

**b** Name of sponsor of entity listed in (a): [STATE STREET BANK AND TRUST](#)

<b>c</b> EIN-PN <a href="#">90-0337987-287</a>	<b>d</b> Entity code <a href="#">C</a>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	<a href="#">25622549</a>
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**a** Name of MTIA, CCT, PSA, or 103-12 IE: [ALL WEATHER PORTFOLIO LIMITED](#)

**b** Name of sponsor of entity listed in (a): [ALL WEATHER PORTFOLIO LIMITED](#)

<b>c</b> EIN-PN <a href="#">98-0501379-001</a>	<b>d</b> Entity code <a href="#">E</a>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	<a href="#">105769421</a>
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**a** Name of MTIA, CCT, PSA, or 103-12 IE: [NT COLLECTIVE TIPS INDX FD NL](#)

**b** Name of sponsor of entity listed in (a): [NORTHERN TRUST GLOABAL INVESTMENTS](#)

<b>c</b> EIN-PN <a href="#">45-6137578-091</a>	<b>d</b> Entity code <a href="#">C</a>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	<a href="#">119410341</a>
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**a** Name of MTIA, CCT, PSA, or 103-12 IE: [QSI INDEX FUND, LLC](#)

**b** Name of sponsor of entity listed in (a): [STATE STREET BANK & TRUST COMPANY](#)

<b>c</b> EIN-PN <a href="#">45-4050347-001</a>	<b>d</b> Entity code <a href="#">C</a>	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	<a href="#">150657207</a>
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**a** Name of MTIA, CCT, PSA, or 103-12 IE:

**b** Name of sponsor of entity listed in (a):

<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
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**a** Name of MTIA, CCT, PSA, or 103-12 IE:

**b** Name of sponsor of entity listed in (a):

<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
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**a** Name of MTIA, CCT, PSA, or 103-12 IE:

**b** Name of sponsor of entity listed in (a):

<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
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**a** Name of MTIA, CCT, PSA, or 103-12 IE:

**b** Name of sponsor of entity listed in (a):

<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
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**a** Name of MTIA, CCT, PSA, or 103-12 IE:

**b** Name of sponsor of entity listed in (a):

<b>c</b> EIN-PN	<b>d</b> Entity code	<b>e</b> Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
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**Part II Information on Participating Plans (to be completed by DFEs)**

(Complete as many entries as needed to report all participating plans)

**a** Plan name

**b** Name of plan sponsor

**c** EIN-PN

**a** Plan name

**b** Name of plan sponsor

**c** EIN-PN

**a** Plan name

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**b** Name of plan sponsor

**c** EIN-PN

**a** Plan name

**b** Name of plan sponsor

**c** EIN-PN

**a** Plan name

**b** Name of plan sponsor

**c** EIN-PN

**SCHEDULE G  
(Form 5500)**

Department of Treasury  
Internal Revenue Service

Department of Labor  
Employee Benefits Security Administration

**Financial Transaction Schedules**

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

**2014**

**This Form is Open to Public Inspection.**

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

<b>A</b> Name of plan <u>PRODUCER-WRITERS GUILD OF AMERICA PENSION PLAN</u>		<b>B</b> Three-digit plan number (PN) ▶ <u>001</u>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 <u>BOARD OF DIRECTORS PRODUCER-WRITERS GUILD OF AMERICA PENSION</u>		<b>D</b> Employer Identification Number (EIN) <u>95-2216351</u>

**Part I Schedule of Loans or Fixed Income Obligations in Default or Classified as Uncollectible**  
Complete as many entries as needed to report all loans or fixed income obligations in default or classified as uncollectible. Check box (a) if obligor is known to be a party in interest. Attach Overdue Loan Explanation for each loan listed. See Instructions.

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
<input type="checkbox"/>	<u>NATIONAL STEEL CORP</u>	<u>CORP BD PV 32,246 CUSIP C637844AE1, MAT DT 08/01/2006 INTEREST RATE 8.375%</u>

(d) Original amount of loan	Amount received during reporting year		(g) Unpaid balance at end of year	Amount overdue	
	(e) Principal	(f) Interest		(h) Principal	(i) Interest
<u>32246</u>		<u>6</u>			

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
<input type="checkbox"/>		

(d) Original amount of loan	Amount received during reporting year		(g) Unpaid balance at end of year	Amount overdue	
	(e) Principal	(f) Interest		(h) Principal	(i) Interest

(a)	(b) Identity and address of obligor	(c) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
<input type="checkbox"/>		

(d) Original amount of loan	Amount received during reporting year		(g) Unpaid balance at end of year	Amount overdue	
	(e) Principal	(f) Interest		(h) Principal	(i) Interest

<b>(a)</b>	<b>(b)</b> Identity and address of obligor	<b>(c)</b> Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
□		

	Amount received during reporting year			Amount overdue	
<b>(d)</b> Original amount of loan	<b>(e)</b> Principal	<b>(f)</b> Interest	<b>(g)</b> Unpaid balance at end of year	<b>(h)</b> Principal	<b>(i)</b> Interest

<b>(a)</b>	<b>(b)</b> Identity and address of obligor	<b>(c)</b> Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
□		

	Amount received during reporting year			Amount overdue	
<b>(d)</b> Original amount of loan	<b>(e)</b> Principal	<b>(f)</b> Interest	<b>(g)</b> Unpaid balance at end of year	<b>(h)</b> Principal	<b>(i)</b> Interest

<b>(a)</b>	<b>(b)</b> Identity and address of obligor	<b>(c)</b> Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
□		

	Amount received during reporting year			Amount overdue	
<b>(d)</b> Original amount of loan	<b>(e)</b> Principal	<b>(f)</b> Interest	<b>(g)</b> Unpaid balance at end of year	<b>(h)</b> Principal	<b>(i)</b> Interest

<b>(a)</b>	<b>(b)</b> Identity and address of obligor	<b>(c)</b> Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
□		

	Amount received during reporting year			Amount overdue	
<b>(d)</b> Original amount of loan	<b>(e)</b> Principal	<b>(f)</b> Interest	<b>(g)</b> Unpaid balance at end of year	<b>(h)</b> Principal	<b>(i)</b> Interest

<b>(a)</b>	<b>(b)</b> Identity and address of obligor	<b>(c)</b> Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation, and other material items
□		

	Amount received during reporting year			Amount overdue	
<b>(d)</b> Original amount of loan	<b>(e)</b> Principal	<b>(f)</b> Interest	<b>(g)</b> Unpaid balance at end of year	<b>(h)</b> Principal	<b>(i)</b> Interest

<b>Part II Schedule of Leases in Default or Classified as Uncollectible</b>					
Complete as many entries as needed to report all leases in default or classified as uncollectible. Check box (a) if lessor or lessee is known to be a party in interest. Attach Overdue Lease Explanation for each lease listed. (See instructions)					
(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)		
<input type="checkbox"/>					
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears
(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)		
<input type="checkbox"/>					
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears
(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)		
<input type="checkbox"/>					
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears
(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)		
<input type="checkbox"/>					
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears
(a)	(b) Identity of lessor/lessee	(c) Relationship to plan, employer, employee organization, or other party-in-interest	(d) Terms and description (type of property, location and date it was purchased, terms regarding rent, taxes, insurance, repairs, expenses, renewal options, date property was leased)		
<input type="checkbox"/>					
(e) Original cost	(f) Current value at time of lease	(g) Gross rental receipts during the plan year	(h) Expenses paid during the plan year	(i) Net receipts	(j) Amount in arrears

**Part III Nonexempt Transactions**

Complete as many entries as needed to report all nonexempt transactions. **Caution:** If a nonexempt prohibited transaction occurred with respect to a disqualified person, file Form 5330 with the IRS to pay the excise tax on the transaction.

(a) Identity of party involved		(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value		(d) Purchase price
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved		(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value		(d) Purchase price
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved		(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value		(d) Purchase price
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved		(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value		(d) Purchase price
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved		(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value		(d) Purchase price
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction
(a) Identity of party involved		(b) Relationship to plan, employer, or other party-in-interest	(c) Description of transaction including maturity date, rate of interest, collateral, par or maturity value		(d) Purchase price
(e) Selling price	(f) Lease rental	(g) Transaction expenses	(h) Cost of asset	(i) Current value of asset	(j) Net gain (or loss) on each transaction

**SCHEDULE H  
(Form 5500)**

Department of the Treasury  
Internal Revenue Service

Department of Labor  
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

**Financial Information**

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

**2014**

**This Form is Open to Public Inspection**

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

<b>A</b> Name of plan <u>PRODUCER-WRITERS GUILD OF AMERICA PENSION PLAN</u>		<b>B</b> Three-digit plan number (PN) ▶	<u>001</u>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 <u>BOARD OF DIRECTORS PRODUCER-WRITERS GUILD OF AMERICA PENSION</u>		<b>D</b> Employer Identification Number (EIN) <u>95-2216351</u>	

**Part I Asset and Liability Statement**

**1** Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

<b>Assets</b>	<b>(a) Beginning of Year</b>	<b>(b) End of Year</b>
<b>a</b> Total noninterest-bearing cash .....	<b>1a</b> 11890057	13001221
<b>b</b> Receivables (less allowance for doubtful accounts):		
<b>(1)</b> Employer contributions.....	<b>1b(1)</b> 11150947	11830339
<b>(2)</b> Participant contributions.....	<b>1b(2)</b>	
<b>(3)</b> Other.....	<b>1b(3)</b> 7706258	11060069
<b>c</b> General investments:		
<b>(1)</b> Interest-bearing cash (include money market accounts & certificates of deposit).....	<b>1c(1)</b>	
<b>(2)</b> U.S. Government securities .....	<b>1c(2)</b> 278810637	217951143
<b>(3)</b> Corporate debt instruments (other than employer securities):		
<b>(A)</b> Preferred .....	<b>1c(3)(A)</b> 0	117161166
<b>(B)</b> All other.....	<b>1c(3)(B)</b> 147086421	67251890
<b>(4)</b> Corporate stocks (other than employer securities):		
<b>(A)</b> Preferred .....	<b>1c(4)(A)</b> 291351	284482
<b>(B)</b> Common.....	<b>1c(4)(B)</b> 418161231	352881941
<b>(5)</b> Partnership/joint venture interests .....	<b>1c(5)</b> 737268615	663196149
<b>(6)</b> Real estate (other than employer real property).....	<b>1c(6)</b> 45129321	56132530
<b>(7)</b> Loans (other than to participants) .....	<b>1c(7)</b>	
<b>(8)</b> Participant loans.....	<b>1c(8)</b>	
<b>(9)</b> Value of interest in common/collective trusts .....	<b>1c(9)</b> 271223517	506886268
<b>(10)</b> Value of interest in pooled separate accounts .....	<b>1c(10)</b>	
<b>(11)</b> Value of interest in master trust investment accounts .....	<b>1c(11)</b>	
<b>(12)</b> Value of interest in 103-12 investment entities.....	<b>1c(12)</b> 98428154	105769421
<b>(13)</b> Value of interest in registered investment companies (e.g., mutual funds).....	<b>1c(13)</b> 433533480	451331802
<b>(14)</b> Value of funds held in insurance company general account (unallocated contracts).....	<b>1c(14)</b>	
<b>(15)</b> Other.....	<b>1c(15)</b> 265087544	234772906

<b>1d</b> Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities.....	<b>1d(1)</b>		
(2) Employer real property.....	<b>1d(2)</b>		
<b>e</b> Buildings and other property used in plan operation.....	<b>1e</b>	9805423	9838902
<b>f</b> Total assets (add all amounts in lines 1a through 1e).....	<b>1f</b>	2735572956	2819350229
<b>Liabilities</b>			
<b>g</b> Benefit claims payable.....	<b>1g</b>	4411811	3324866
<b>h</b> Operating payables.....	<b>1h</b>	2200966	2487527
<b>i</b> Acquisition indebtedness.....	<b>1i</b>	21795768	26917977
<b>j</b> Other liabilities.....	<b>1j</b>	251432275	228937323
<b>k</b> Total liabilities (add all amounts in lines 1g through 1j).....	<b>1k</b>	279840820	261667693
<b>Net Assets</b>			
<b>l</b> Net assets (subtract line 1k from line 1f).....	<b>1l</b>	2455732136	2557682536

**Part II Income and Expense Statement**

**2** Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

<b>Income</b>		(a) Amount	(b) Total
<b>a Contributions:</b>			
(1) Received or receivable in cash from: <b>(A)</b> Employers.....	<b>2a(1)(A)</b>	99434226	
(B) Participants.....	<b>2a(1)(B)</b>		
(C) Others (including rollovers).....	<b>2a(1)(C)</b>		
(2) Noncash contributions.....	<b>2a(2)</b>		99434226
(3) Total contributions. Add lines <b>2a(1)(A)</b> , <b>(B)</b> , <b>(C)</b> , and line <b>2a(2)</b> .....	<b>2a(3)</b>		
<b>b Earnings on investments:</b>			
<b>(1) Interest:</b>			
(A) Interest-bearing cash (including money market accounts and certificates of deposit).....	<b>2b(1)(A)</b>		
(B) U.S. Government securities.....	<b>2b(1)(B)</b>	3491508	
(C) Corporate debt instruments.....	<b>2b(1)(C)</b>	5602351	
(D) Loans (other than to participants).....	<b>2b(1)(D)</b>		
(E) Participant loans.....	<b>2b(1)(E)</b>		
(F) Other.....	<b>2b(1)(F)</b>	180676	
(G) Total interest. Add lines <b>2b(1)(A)</b> through <b>(F)</b> .....	<b>2b(1)(G)</b>		
<b>(2) Dividends:</b>			
(A) Preferred stock.....	<b>2b(2)(A)</b>	3379	
(B) Common stock.....	<b>2b(2)(B)</b>	7080928	
(C) Registered investment company shares (e.g. mutual funds).....	<b>2b(2)(C)</b>	13575020	
(D) Total dividends. Add lines <b>2b(2)(A)</b> , <b>(B)</b> , and <b>(C)</b> .....	<b>2b(2)(D)</b>		20659327
(3) Rents.....	<b>2b(3)</b>		
<b>(4) Net gain (loss) on sale of assets:</b>			
(A) Aggregate proceeds.....	<b>2b(4)(A)</b>	1793291742	
(B) Aggregate carrying amount (see instructions).....	<b>2b(4)(B)</b>	1775367179	
(C) Subtract line <b>2b(4)(B)</b> from line <b>2b(4)(A)</b> and enter result.....	<b>2b(4)(C)</b>		
<b>(5) Unrealized appreciation (depreciation) of assets:</b>			
(A) Real estate.....	<b>2b(5)(A)</b>	677956	
(B) Other.....	<b>2b(5)(B)</b>	75336586	
(C) Total unrealized appreciation of assets. Add lines <b>2b(5)(A)</b> and <b>(B)</b> .....	<b>2b(5)(C)</b>		76014542

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts .....	2b(6)		18603542
(7) Net investment gain (loss) from pooled separate accounts .....	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts .....	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities .....	2b(9)		7341267
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		-21391462
c Other income.....	2c		17133849
d Total income. Add all <b>income</b> amounts in column (b) and enter total.....	2d		244994389

**Expenses**

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	129367613	
(2) To insurance carriers for the provision of benefits.....	2e(2)		
(3) Other.....	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		129367613
f Corrective distributions (see instructions) .....	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees.....	2i(1)	2024550	
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)	5966708	
(4) Other.....	2i(4)	5685118	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		13676376
j Total expenses. Add all <b>expense</b> amounts in column (b) and enter total .....	2j		143043989

**Net Income and Reconciliation**

k Net income (loss). Subtract line 2j from line 2d.....	2k		101950400
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan .....	2l(2)		

**Part III Accountant's Opinion**

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1)  Unqualified (2)  Qualified (3)  Disclaimer (4)  Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?  Yes  No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: ERNST & YOUNG LLP

(2) EIN: 34-6565596

d The opinion of an independent qualified public accountant is **not attached** because:

(1)  This form is filed for a CCT, PSA, or MTIA. (2)  It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

**Part IV Compliance Questions**

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.) .....

b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....

	Yes	No	Amount
4a		X	
4b	X		

	Yes	No	Amount
<b>c</b> Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.) .....		X	
<b>d</b> Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
<b>e</b> Was this plan covered by a fidelity bond? .....	X		1000000
<b>f</b> Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty? .....		X	
<b>g</b> Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?.....	X		921587103
<b>h</b> Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?.....		X	
<b>i</b> Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.) .....	X		
<b>j</b> Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.) .....	X		
<b>k</b> Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC? .....		X	
<b>l</b> Has the plan failed to provide any benefit when due under the plan?.....		X	
<b>m</b> If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....			
<b>n</b> If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3. ....			

**5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?   
 If "Yes," enter the amount of any plan assets that reverted to the employer this year.....  Yes  No **Amount:**

**5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

**5c** If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? .....  Yes  No  Not determined

**Part V Trust Information (optional)**

<b>6a</b> Name of trust	<b>6b</b> Trust's EIN

**SCHEDULE R  
(Form 5500)**

Department of the Treasury  
Internal Revenue Service

Department of Labor  
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

**Retirement Plan Information**

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

**2014**

**This Form is Open to Public Inspection.**

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

<b>A</b> Name of plan <u>PRODUCER-WRITERS GUILD OF AMERICA PENSION PLAN</u>		<b>B</b> Three-digit plan number (PN) ▶ <u>001</u>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 <u>BOARD OF DIRECTORS PRODUCER-WRITERS GUILD OF AMERICA PENSION</u>		<b>D</b> Employer Identification Number (EIN) <u>95-2216351</u>

**Part I Distributions**

All references to distributions relate only to payments of benefits during the plan year.

**1** Total value of distributions paid in property other than in cash or the forms of property specified in the instructions..... 

<b>1</b>	<u>0</u>
----------	----------

**2** Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):  
EIN(s): 95-6041299

**Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.**

**3** Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year..... 

<b>3</b>	<u>0</u>
----------	----------

**Part II Funding Information** (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

**4** Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....  Yes  No  N/A  
**If the plan is a defined benefit plan, go to line 8.**

**5** If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month \_\_\_\_\_ Day \_\_\_\_\_ Year \_\_\_\_\_  
**If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.**

<b>6 a</b> Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived).....	<b>6a</b>	
<b>b</b> Enter the amount contributed by the employer to the plan for this plan year.....	<b>6b</b>	
<b>c</b> Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	<b>6c</b>	

**If you completed line 6c, skip lines 8 and 9.**

**7** Will the minimum funding amount reported on line 6c be met by the funding deadline?.....  Yes  No  N/A

**8** If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....  Yes  No  N/A

**Part III Amendments**

**9** If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box.....  Increase  Decrease  Both  No

**Part IV ESOPs** (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

**10** Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? .....  Yes  No

**11 a** Does the ESOP hold any preferred stock? .....  Yes  No

**b** If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.).....  Yes  No

**12** Does the ESOP hold any stock that is not readily tradable on an established securities market?.....  Yes  No

**Part V Additional Information for Multiemployer Defined Benefit Pension Plans**

**13** Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. Complete as many entries as needed to report all applicable employers.

**a** Name of contributing employer 20TH CENTURY FOX FILM CORPORATION

**b** EIN 84-0850630 **c** Dollar amount contributed by employer 11582080

**d** Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box  and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month 05 Day 01 Year 2014

**e** Contribution rate information (If more than one rate applies, check this box  and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) 0.80

(2) Base unit measure:  Hourly  Weekly  Unit of production  Other (specify): REPORTABLE COMP

**a** Name of contributing employer WARNER BROS TELEVISION PRODUCTIONS

**b** EIN 95-2576343 **c** Dollar amount contributed by employer 6996374

**d** Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box  and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month 05 Day 01 Year 2014

**e** Contribution rate information (If more than one rate applies, check this box  and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) 0.80

(2) Base unit measure:  Hourly  Weekly  Unit of production  Other (specify): REPORTABLE COMP

**a** Name of contributing employer UNIVERSAL TELEVISION PRODUCTIONS

**b** EIN 13-1946472 **c** Dollar amount contributed by employer 5525581

**d** Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box  and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month 05 Day 01 Year 2014

**e** Contribution rate information (If more than one rate applies, check this box  and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) 0.80

(2) Base unit measure:  Hourly  Weekly  Unit of production  Other (specify): REPORTABLE COMP

**a** Name of contributing employer TOUCHSTONE TELEVISION

**b** EIN 95-4771596 **c** Dollar amount contributed by employer 5516431

**d** Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box  and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month 05 Day 01 Year 2014

**e** Contribution rate information (If more than one rate applies, check this box  and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) 0.80

(2) Base unit measure:  Hourly  Weekly  Unit of production  Other (specify): REPORTABLE COMP

**a** Name of contributing employer \_\_\_\_\_

**b** EIN \_\_\_\_\_ **c** Dollar amount contributed by employer \_\_\_\_\_

**d** Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box  and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month \_\_\_\_\_ Day \_\_\_\_\_ Year \_\_\_\_\_

**e** Contribution rate information (If more than one rate applies, check this box  and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) \_\_\_\_\_

(2) Base unit measure:  Hourly  Weekly  Unit of production  Other (specify): \_\_\_\_\_

**a** Name of contributing employer \_\_\_\_\_

**b** EIN \_\_\_\_\_ **c** Dollar amount contributed by employer \_\_\_\_\_

**d** Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box  and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month \_\_\_\_\_ Day \_\_\_\_\_ Year \_\_\_\_\_

**e** Contribution rate information (If more than one rate applies, check this box  and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) \_\_\_\_\_

(2) Base unit measure:  Hourly  Weekly  Unit of production  Other (specify): \_\_\_\_\_

**14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

<b>a</b> The current year .....	<b>14a</b>	0
<b>b</b> The plan year immediately preceding the current plan year .....	<b>14b</b>	0
<b>c</b> The second preceding plan year .....	<b>14c</b>	0

**15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

<b>a</b> The corresponding number for the plan year immediately preceding the current plan year .....	<b>15a</b>	
<b>b</b> The corresponding number for the second preceding plan year .....	<b>15b</b>	

**16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

<b>a</b> Enter the number of employers who withdrew during the preceding plan year .....	<b>16a</b>	0
<b>b</b> If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers .....	<b>16b</b>	

**17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment.

**Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans**

**18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment

**19** If the total number of participants is 1,000 or more, complete lines (a) through (c)

- a** Enter the percentage of plan assets held as:  
 Stock: 14.0% Investment-Grade Debt: 16.0% High-Yield Debt: 0.0% Real Estate: 5.0% Other: 65.0%
- b** Provide the average duration of the combined investment-grade and high-yield debt:  
 0-3 years  3-6 years  6-9 years  9-12 years  12-15 years  15-18 years  18-21 years  21 years or more
- c** What duration measure was used to calculate line 19(b)?  
 Effective duration  Macaulay duration  Modified duration  Other (specify):

AUDITED FINANCIAL STATEMENTS AND  
SUPPLEMENTAL SCHEDULES

Producer-Writers Guild of America Pension Plan  
Years Ended December 31, 2014 and 2013  
With Report of Independent Auditors

Ernst & Young LLP



Producer-Writers Guild of America Pension Plan

Audited Financial Statements  
and Supplemental Schedules

Years Ended December 31, 2014 and 2013

**Contents**

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## Report of Independent Auditors

The Directors  
Producer-Writers Guild of America Pension Plan

We have audited the accompanying financial statements of Producer-Writers Guild of America Pension Plan, which comprise the statements of net assets available for benefits as of December 31, 2014 and 2013, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

### **Management's Responsibility for the Financial Statements**

Management is responsible for the preparation and fair presentation of these financial statements in conformity with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

## **Opinion**

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Producer-Writers Guild of America Pension Plan at December 31, 2014, and the changes in its net assets available for benefits for the year then ended, and the financial status of Producer-Writers Guild of America Pension Plan at December 31, 2013, and the changes in its financial status for the year then ended, in conformity with U.S. generally accepted accounting principles.

## **Supplemental Schedules**

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying supplemental schedules of assets (held at end of year) and loans or fixed-income obligations in default or classified as uncollectible as of December 31, 2014, and reportable transactions for the year then ended, are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

*Ernst + Young LLP*

August 24, 2015

Producer-Writers Guild of America Pension Plan

Statements of Net Assets Available for Benefits

	December 31	
	2014	2013
<b>Assets</b>		
Investments, at fair value:		
United States government securities, net of securities on loan	\$ 93,221,891	\$ 153,215,807
Corporate bonds and notes, net of securities on loan	177,872,401	135,861,709
Provincial and municipal bonds and notes	5,157,963	13,390,494
Common stock and other equities, net of securities on loan	268,371,293	325,262,308
REITs – publicly traded, net of securities on loan	48,946,659	36,591,602
Common collective trusts	352,770,309	268,248,589
Mutual funds	451,331,802	433,533,480
Limited partnerships and other funds	919,622,777	835,696,769
Derivatives	–	35,238
Money market fund	3,458,752	2,974,928
	<u>2,320,753,847</u>	<u>2,204,810,924</u>
Investments on loan as part of securities lending arrangement:		
United States government securities	124,729,252	125,594,830
Corporate bonds and notes	6,540,655	11,224,712
Common stock and other equities	84,795,130	93,190,274
REITs – publicly traded	7,185,871	8,537,719
	<u>223,250,908</u>	<u>238,547,535</u>
Fair value of collateral held related to securities lent	228,937,323	243,948,250
Total investments	<u>2,772,942,078</u>	<u>2,687,306,709</u>
Receivables:		
Employer contributions	11,830,339	11,150,947
Accrued investment income	3,648,219	3,928,207
Due from brokers for securities sold	7,411,850	3,778,051
Total receivables	<u>22,890,408</u>	<u>18,857,205</u>
Cash	13,001,221	11,890,057
Building, office furniture, equipment and software, at cost		
less accumulated depreciation of \$8,515,481 in 2014		
and \$7,604,023 in 2013	5,630,931	6,275,408
Other assets	677,620	229,536
Total assets	<u>2,815,142,258</u>	<u>2,724,558,915</u>
<b>Liabilities</b>		
Due to brokers for securities purchased	26,917,977	21,795,767
Value of collateral owed related to securities lent	228,937,323	243,948,250
Accounts payable and accrued expenses	2,487,527	2,200,966
Total liabilities	<u>258,342,827</u>	<u>267,944,983</u>
Net assets available for benefits	<u>\$ 2,556,799,431</u>	<u>\$ 2,456,613,932</u>

See accompanying notes.

Producer-Writers Guild of America Pension Plan

Statements of Changes in Net Assets Available for Benefits

	<b>Year Ended December 31</b>	
	<b>2014</b>	<b>2013</b>
<b>Additions (deductions)</b>		
Net investment income:		
Net realized gain and unrealized appreciation in fair value of investments	\$ 95,135,994	\$ 229,136,694
Interest	9,053,715	11,657,492
Dividends	25,505,372	24,420,482
Other income	15,187,126	13,575,902
Net investment income	<b>144,882,207</b>	278,790,570
Employer contributions	99,434,226	85,267,964
Benefits paid directly to participants	(130,454,558)	(126,932,374)
Administrative and investment expenses	(13,676,376)	(12,954,482)
Net increase	<b>100,185,499</b>	224,171,678
Net assets available for benefits:		
Beginning of year	<b>2,456,613,932</b>	2,232,442,254
End of year	<b>\$ 2,556,799,431</b>	<b>\$ 2,456,613,932</b>

*See accompanying notes.*

# Producer-Writers Guild of America Pension Plan

## Notes to Financial Statements

December 31, 2014

### **1. Description of the Plan**

The Producer-Writers Guild of America Pension Plan (the Plan) is a multi-employer, noncontributory, defined benefit pension plan that was established March 31, 1960 pursuant to the collective bargaining agreement for the benefit of writers in the entertainment industry, the majority of whom are members of the Writers Guild of America. The Plan provides retirement and death benefits to eligible participant writers or their qualifying dependents. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended, and has complied with the applicable minimum funding requirements.

Should the Plan terminate at some future time, its net assets may not be available on a pro rata basis to provide participants' benefits. Whether a particular participant's accumulated plan benefits will be paid depends on both the priority of those benefits and the level of benefits guaranteed by the Pension Benefits Guaranty Corporation (the PBGC) at that time. Some benefits may be fully or partially provided for by the then existing assets and the PBGC's benefits guarantee, while other benefits may not be provided for at all.

The foregoing description of the Plan provides only general information. Participants should refer to the Summary Plan Description of the Plan for a more complete description of the Plan agreement, the vesting and benefit provisions, and the PBGC's benefit guarantee. Copies of this booklet are available from the Plan's administrative offices.

### **Plan Amendments**

In 2014, the Directors ratified the following amendment to the Plan:

Amendment No. 6 – Amends the Plan defining the number of Directors serving on the Board of Directors. Directors shall be appointed by the bargaining parties as follows;

- 12 Directors appointed by the Alliance of Motion Picture and Television Producers
- 6 Directors to be appointed by American Broadcasting Company, CBS Broadcasting, Inc, and National Broadcasting Company, Inc.
- 18 Directors to be appointed by the Writers Guild of America

Amendment No. 6 also provides that action by the Board of Directors may occur without a meeting; providing that such action is evidenced by an instrument in writing which all of the Directors shall consent by unanimous written concurrence.

# Producer-Writers Guild of America Pension Plan

## Notes to Financial Statements (continued)

### **1. Description of the Plan (continued)**

In 2013, the Directors ratified the following amendments to the Plan:

Amendment No. 4 – Amends the Plan to be in compliance with the Puerto Rico Internal Revenue Code (the PRIRC) of 2011. The amendment identifies situations where the PRIRC may override the current Plan rules in certain situations in regard to limits on compensation and benefits allowed under Puerto Rico rules and regulations.

Amendment No. 5 – Provides that estates and living trusts of deceased retired participants that are entitled to receive postretirement death benefits under a benefit with a certain term of years or months, may elect to receive the actuarial value of the remaining certain benefits payment as a one-time, lump-sum distribution.

### **2. Summary of Significant Accounting Policies**

#### **Basis of Accounting**

The accompanying financial statements of the Plan have been prepared on the accrual basis of accounting.

#### **Use of Estimates in the Preparation of Financial Statements**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States (U.S. GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, and disclosure of contingent assets and liabilities and the actuarial present value of accumulated plan benefits at the date of the financial statements. Actual results could differ from those estimates.

#### **Investment Valuation and Income Recognition**

Investments held by the Plan are stated at fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 5 for further discussion and disclosures related to fair value measurements.

# Producer-Writers Guild of America Pension Plan

## Notes to Financial Statements (continued)

### 2. Summary of Significant Accounting Policies (continued)

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded as earned. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) in fair value of investments includes the Plan's gains and losses on investments bought and sold, as well as held during the year.

#### Derivatives

Several of the Plan's investment managers have the Board of Directors' approval to invest the Plan's assets in certain derivative contracts in an effort to manage exposure to certain securities or market conditions. Fair values may be obtained from markets and exchanges, brokers, counterparty statements, pricing services and through modeling and valuation techniques.

The Plan is subject to interest rate risk in the normal course of pursuing its investment objectives. The Plan may use futures contracts to gain exposure to, or hedge against, changes in the value of interest rates. A futures contract represents a commitment for the future purchase or sale of an asset at a specified price on a specified date. Upon entering into such contracts, the Plan is required to deposit with the broker either in cash or securities an initial margin in an amount equal to a certain percentage of the contract amount. Subsequent payments (variation margin) are made or received by the Plan each day, depending on the daily fluctuations in the value of the contract, and are recorded for financial statement purposes as unrealized gains or losses by the Plan. Upon entering into such contracts, the Plan bears the risk of interest rates moving unexpectedly, in which case, the Plan may not achieve the anticipated benefits of the futures contracts and may realize a loss. With futures, there is minimal counterparty credit risk to the Plan since futures are exchange traded and the exchange's clearinghouse, as counterparty to all exchange-traded futures, guarantees the futures against default.

As of December 31, 2014, the Plan did not hold any derivative securities. As of December 31, 2013, the notional amount related to derivatives was \$399,792,774. The notional amounts are offset by the amounts pledged to or from the broker and the difference in these amounts results in the fair value of the instrument, as the positions held are subject to master netting agreements with the counterparties. As of December 31, 2013, the fair value of the derivatives was \$35,238. These fair values reflect a gross unrealized gain of \$7,519,264 and a gross unrealized loss of \$7,484,026 as of December 31, 2013.

# Producer-Writers Guild of America Pension Plan

## Notes to Financial Statements (continued)

### **2. Summary of Significant Accounting Policies (continued)**

#### **Concentration of Market and Credit Risk**

The Plan's exposure to credit loss in the event of nonperformance of investments is limited to the carrying value of such instruments. The Plan's concentrations of credit risk and market risk are dictated by the Plan's provisions, as well as those of ERISA. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of these investments, it is at least reasonably possible that changes in risks in the near term could materially affect the amounts reported in the statements of net assets available for benefits and the statements of changes in net assets available for benefits.

#### **Employer Contributions**

Producers/employers that are signatory parties to the Writers Guild of America Theatrical and Television Basic Agreement (the Agreement), as amended, are required to contribute to the Plan a percentage of the writer's/participant's compensation for covered writing services. The contribution rate is currently 8.5%, effective May 2, 2014. Prior to May 2, 2014, the contribution rate was 8.0%. These contributions are recorded in the period in which the participants earn the related compensation. Employer contributions receivable represent the estimated amount accrued on the amount of compensation earned in the current period but not reported by the employers until the subsequent period. The Plan has met the ERISA minimum funding requirements.

The Plan conducts audits to monitor employers' compliance with their obligation to make these contributions. Additional employer contributions collected, net of refunds of amounts over contributed, based on employer compliance audits and internal collection programs during the years ended December 31, 2014 and 2013, were approximately \$1,986,000 and \$2,333,000, respectively.

#### **Benefits**

Benefits are recorded during the period in which benefits are paid.

# Producer-Writers Guild of America Pension Plan

## Notes to Financial Statements (continued)

### 2. Summary of Significant Accounting Policies (continued)

#### Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those estimated future, periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to the services rendered by participants to the valuation date. Accumulated plan benefits include benefits expected to be paid to; (a) retired or inactive, vested participants or their beneficiaries; (b) beneficiaries of participants who have died and (c) active participants or their beneficiaries. Benefits under the Plan are based on employer contributions made to the Plan on account of participants' compensation as writers under the collective-bargaining agreement. Benefits payable under all circumstances, including retirement and death, are included to the extent they are deemed attributable to participants' covered writing services rendered to the valuation date.

#### Other income

Other income is comprised of distributions from private equity investments other than capital gains and losses, income from securities lending and other revenue from investments.

#### Building, Office Furniture, Equipment and Software

Building, office furniture, equipment and software are being depreciated on a straight-line basis over the estimated useful lives of the assets. The following is a summary of the estimated useful lives:

Building	40 years
Office furniture and equipment	7 years
Computer equipment	3 years
Computer software	3 to 10 years

#### Administrative and Investment Expenses

The Plan is administered by common management with the Writer's Guild – Industry Health Fund (the Fund). As such, certain office expenses, labor costs and other administrative expenses are allocated between the Plan and Fund. These administrative costs and expenses are directly allocated to the Plan and Fund based upon methodologies developed for each department, taking into consideration their roles and responsibilities for the Plan and Fund.

## Producer-Writers Guild of America Pension Plan

### Notes to Financial Statements (continued)

#### 2. Summary of Significant Accounting Policies (continued)

Administrative and investment expenses are set forth below:

	<b>Year Ended December 31</b>	
	<b>2014</b>	<b>2013</b>
Administrative and investment expenses:		
Investment management and related expenses	\$ 5,966,708	\$ 5,852,058
Professional fees	2,024,550	1,862,205
Administrative expenses	5,685,118	5,240,219
	<b>\$ 13,676,376</b>	<b>\$ 12,954,482</b>

Investment management fees and related expenses include fees paid to investment managers, investment consulting fees and co-trustee fees. Professional fees include legal, audit, actuarial and consulting fees. Administrative expenses include labor, occupancy and other administrative expenses.

#### 3. Accumulated Plan Benefits

The Plan's consulting actuary, Milliman USA, estimates the actuarial present value of accumulated plan benefits, which is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits earned by the participants to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements, such as for death, disability, withdrawal or retirement) between the valuation date and the expected date of payment. Plan amendments adopted subsequent to the date of the actuarial valuation have not been considered in the calculation of the accumulated plan benefits. The effect of subsequent amendments on the Plan's accumulated plan benefits has not been determined; however, management does not believe the subsequent amendments will have a material effect on the Plan's accumulated plan benefits.

## Producer-Writers Guild of America Pension Plan

### Notes to Financial Statements (continued)

#### 3. Accumulated Plan Benefits (continued)

The accumulated plan benefits information as of December 31, 2013 (the most recent actuarial valuation), is as follows:

Actuarial present value of accumulated plan benefits:

Vested benefits:

Participants currently receiving payments	\$ 1,214,887,637
Other participants	1,431,891,954
	<u>2,646,779,591</u>
Non-vested benefits	44,188,980
	<u><u>\$ 2,690,968,571</u></u>

The accumulated plan benefits for the year ended December 31, 2013, increased by \$131,341,388 as follows:

Actuarial present value of accumulated plan benefits at beginning of the year	\$ 2,559,627,183
Increase (decrease) during the year attributable to:	
Actuarial experience and benefits accumulated	64,073,281
Increase for interest due to the decrease in discount period	187,212,075
Assumption changes	6,988,406
Benefits paid	<u>(126,932,374)</u>
Net increase	<u>131,341,388</u>
Actuarial present value of accumulated plan benefits at end of year	<u><u>\$ 2,690,968,571</u></u>

Producer-Writers Guild of America Pension Plan

Notes to Financial Statements (continued)

**3. Accumulated Plan Benefits (continued)**

Significant assumptions underlying the actuarial computations are:

Assumed rate of return on investments for each of the years ended 2013 and 2012:  
7.5%

Retirement Attainment of age 65 or completion of service requirements, if later (unreduced retirement benefit at attainment of age 63) for each of the years ended December 31

<b>2013</b>		<b>2012</b>	
<b>Attained Age</b>	<b>Retirement Rate</b>	<b>Attained Age</b>	<b>Retirement Rate</b>
52-55	3.0%	52-53	2.0%
56-58	5.0	54	3.5
59	7.0	55	5.0
60	10.0	56-58	6.0
61-62	12.5	59	7.0
63-64	20.0	60-61	12.5
65-69	50.0	62	15.0
70 and over	100.0	63	30.0
		64	25.0
		65-69	50.0
		70	100.0

<b>2013</b>		<b>2012</b>
Mortality rates	Pre-retirement: RP-2000 Non-Annuitant White Collar Mortality Table projected to 2029 with Scale BB, set-forward 1 year for both males and females.  Post-retirement: RP-2000 Annuitant While Collar Mortality Table projected to 2021 with Scale BB, set-forward 1 year for both males and females.	RP-2000 Combined Annuitant/Non-Annuitant Male and Female Table with White Collar Adjustment and Projected to 2008 using Scale AA

## Producer-Writers Guild of America Pension Plan

### Notes to Financial Statements (continued)

#### 3. Accumulated Plan Benefits (continued)

Accumulated plan benefits for the year ended December 31, 2013 increased by approximately \$7,000,000 due to changes in assumptions. The retirement rate assumption caused a decrease of approximately \$42,000,000, change in mortality rate assumption caused an increase of approximately \$37,000,000 and other assumption changes resulted in an approximate increase of \$12,000,000. These actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

#### 4. Investments

The Plan's investments are held in a bank trust fund administered by the co-trustee. The Plan holds units of common/collective trust funds managed by the co-trustee of the Plan. These transactions qualify as party-in-interest transactions; however, they are exempt from the prohibited transactions rules under ERISA. During the years ended December 31, 2014 and 2013, the Plan's investments (including investments bought, sold, as well as held during the year) appreciated in fair value by \$95,135,994 and \$229,136,694, respectively, as follows:

	<b>Year Ended December 31</b>	
	<b>2014</b>	<b>2013</b>
Net realized gain (losses) and unrealized appreciation (depreciation) in fair value of investments:		
Fair value as determined by quoted market price:		
Fixed income – United States government securities and corporate bonds and notes	<b>\$ 16,612,693</b>	\$ (21,495,491)
Common stock	<b>19,022,500</b>	132,988,207
Real Estate Investment Trusts (REITs) – publicly traded	<b>9,542,405</b>	(548,872)
Mutual funds	<b>(21,391,462)</b>	(17,574,446)
	<b>23,786,136</b>	93,369,398
Estimated fair value as determined by the Plan's investment managers:		
Limited partnerships and other funds	<b>55,424,818</b>	80,224,035
Common/collective trusts	<b>15,925,040</b>	55,543,261
	<b>71,349,858</b>	135,767,296
	<b>\$ 95,135,994</b>	\$ 229,136,694

## Producer-Writers Guild of America Pension Plan

### Notes to Financial Statements (continued)

#### 4. Investments (continued)

The following table presents investments that represent 5% or more of the Plan's net assets at December 31:

	<u>2014</u>	<u>2013</u>
CF SSGA QSI Index LLC (CMMD) Fund	\$ <b>150,657,207</b>	\$ 159,480,309
Northern Trust Securities Lending Collateral Fund	<b>228,937,323</b>	243,948,250

#### 5. Fair Value Measurements

The framework for measuring fair value of assets and liabilities provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted market prices in active markets for identical assets or liabilities (Level 1 measurement) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

- Level 1 – Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets.
- Level 2 – Inputs to the valuation methodology include:
  - Quoted prices for similar assets or liabilities in active markets
  - Quoted prices for identical or similar assets or liabilities in inactive markets
  - Inputs other than quoted prices that are observable for the asset or liability
  - Inputs that are derived principally from corroborated observable market data by correlation or other means

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

- Level 3 – Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

## Producer-Writers Guild of America Pension Plan

### Notes to Financial Statements (continued)

#### 5. Fair Value Measurements (continued)

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodologies used for assets measured at fair value:

*Common Stock, Other Bonds and Notes, Corporate Bonds and Notes, and U.S. Government Securities:* Valued at the closing price reported on the active market on which the individual securities are traded. If a closing price is not noted on an active market, valuation is subject to observable inputs.

*REITS:* Valued at the closing price reported in the active market in which the individual securities are traded.

*Mutual Funds:* Valued at the NAV of shares held by the Plan at year end reported on the active market.

*Common/collective Trusts and Money Market Fund:* Valued using a market approach based on the NAV of shares held or the percentage of holdings of the Plan in relationship to the total of the trust. These positions tend to be easily redeemable, and all within 90 days of redemption request.

*Limited Partnerships and Other Funds:* These investments are closed investment contracts which provide no liquidity guarantee and are not easily redeemed. Valuation is based upon a market approach using the NAV stated in the most recent audited and unaudited financial reports from the private placement managers as a practical expedient to measure fair values because the investments do not have a readily determinable fair value and the NAV is calculated in a manner consistent with investment company accounting.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of the future fair value. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with the other market participants, the use of different methodologies and assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

## Producer-Writers Guild of America Pension Plan

### Notes to Financial Statements (continued)

#### 5. Fair Value Measurements (continued)

Quantitative information about the Plan's Level 3 asset fair value measurements is summarized in the table below:

Asset or Liability	Fair Value at December 31		Valuation Methodology
	2014	2013	
Corporate bond and notes	\$ 2,223,762	\$ 2,582,185	Bid evaluation <sup>(1)</sup>
Equities	9,956	383,117	Bid evaluation <sup>(1)</sup>
Equities	608	6,114	Recent market transactions <sup>(2)</sup>
Limited partnerships	919,622,777	835,696,770	NAV based upon partnership equity <sup>(3)</sup>
Total	<u>\$ 921,857,103</u>	<u>\$ 838,668,186</u>	

- (1) Bid evaluation: an estimated price at which a dealer would sell a security (typically in an institutional round lot). Oftentimes, these are based on proprietary models, which pricing vendors establish for these purposes. Pricing provided by Northern Trust Company; co-trustee.
- (2) Recent market transactions: the most recent (within six months at most) trade price of a security at market close time. Vendor uses prices at primary exchange close time, and no external trading hour processes are considered.
- (3) NAV based upon partnership equity: NAV of ownership position in partnership's equity. Based upon partnership audited financial statements or the partnership internal financial statements when audited statements are not available.

# Producer-Writers Guild of America Pension Plan

## Notes to Financial Statements (continued)

### 5. Fair Value Measurements (continued)

The following table sets forth by level within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2014:

	Fair Value Measurement Using			Total
	Quoted Prices on Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
<b>Assets</b>				
United States government securities:				
Government agencies and mortgage backed notes	\$ —	\$ 60,057,244	\$ —	\$ 60,057,244
Treasury bonds and notes	152,071,167	—	—	152,071,167
Inflation protection indexed bonds	5,822,732	—	—	5,822,732
<b>Total United States government securities</b>	<b>157,893,899</b>	<b>60,057,244</b>	<b>—</b>	<b>217,951,143</b>
Corporate bonds and notes:				
Mortgage and asset-backed securities	—	23,810,846	1,221,095	25,031,941
Domestic bonds and notes	—	133,045,664	581,199	133,626,863
International bonds and notes	—	25,332,784	421,468	25,754,252
<b>Total corporate bond and notes</b>	<b>—</b>	<b>182,189,294</b>	<b>2,223,762</b>	<b>184,413,056</b>
Provincial and municipal bonds and notes	—	5,157,963	—	5,157,963
Common stocks and other equities:				
Domestic large capitalization stocks	145,871,211	—	9,956	145,881,167
Domestic medium capitalization stocks	45,084,541	—	—	45,084,541
Domestic small capitalization stocks	40,562,964	121,243	—	40,684,207
Domestic all other capitalization stocks	41,915,701	—	—	41,915,701
International stocks	79,589,374	10,825	608	79,600,807
<b>Total common stocks and other equities</b>	<b>353,023,791</b>	<b>132,068</b>	<b>10,564</b>	<b>353,166,423</b>

Producer-Writers Guild of America Pension Plan

Notes to Financial Statements (continued)

**5. Fair Value Measurements (continued)**

	Fair Value Measurement Using			Total
	Quoted Prices on Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
REITS	\$ 56,132,530	\$ –	\$ –	\$ 56,132,530
Common collective trusts:				
International equity pools	–	162,464,803	–	162,464,803
Real estate property funds	–	63,635,256	–	63,635,256
Common stock index funds	–	126,670,250	–	126,670,250
Total common collective trusts	–	352,770,309	–	352,770,309
Mutual funds:				
Emerging market equity funds	207,456,372	–	–	207,456,372
Emerging market bond funds	113,381,054	–	–	113,381,054
Global balanced fund	58,850,606	–	–	58,850,606
Global bond fund	71,643,770	–	–	71,643,770
Total mutual funds	451,331,802	–	–	451,331,802
Limited partnerships and other funds:				
Buyout funds	–	–	87,420,875	87,420,875
Natural resources funds	–	–	68,698,641	68,698,641
Special situations funds	–	–	58,551,127	58,551,127
Private opportunist debt funds	–	–	56,130,363	56,130,363
Absolute return funds	–	–	151,843,885	151,843,885
Real estate and venture capital funds	–	–	496,977,886	496,977,886
Total limited partnerships and other funds	–	–	919,622,777	919,622,777
Money market fund	–	3,458,752	–	3,458,752
Securities lending collateral pool	–	228,937,323	–	228,937,323
Total assets at fair value	\$ 1,018,382,022	\$ 832,702,953	\$ 921,857,103	\$ 2,772,942,078

Producer-Writers Guild of America Pension Plan

Notes to Financial Statements (continued)

**5. Fair Value Measurements (continued)**

The table below sets forth a summary of the changes in the fair value of the Plan's Level 3 assets for the year ended December 31:

	<b>Common Stocks</b>	<b>Corporate and Other Bonds</b>	<b>Limited Partnerships and Other Funds</b>	<b>Total</b>
Beginning balance – January 1, 2014	\$ 389,233	\$ 2,582,185	\$ 835,696,769	\$ 838,668,187
Purchases	–	–	176,547,343	176,547,343
Proceeds from sales	(632,381)	(444,659)	(146,894,898)	(147,971,938)
Net realized gains (loses)	(671)	19,461	26,614,199	26,632,989
Net unrealized appreciation	254,383	66,775	27,659,364	27,980,522
Ending balance – December 31, 2014	<u>\$ 10,564</u>	<u>\$ 2,223,762</u>	<u>\$ 919,622,777</u>	<u>\$ 921,857,103</u>
Changes in unrealized appreciation (depreciation) included in net increase in net assets available for benefits from Level 3 investments still held at December 31, 2014	<u>\$ 84</u>	<u>\$ (91,113)</u>	<u>\$ 22,818,299</u>	<u>\$ 22,727,270</u>

## Producer-Writers Guild of America Pension Plan

### Notes to Financial Statements (continued)

#### 5. Fair Value Measurements (continued)

The following table sets forth by level within the fair value hierarchy, the Plan's assets at fair value as of December 31, 2013:

	Fair Value Measurement Using			Total
	Quoted Prices on Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
<b>Assets</b>				
United States government securities:				
Government agencies and mortgage backed notes	\$ —	\$ 65,915,828	\$ —	\$ 65,915,828
Treasury bonds and notes	118,434,658	—	—	118,434,658
Inflation protection indexed bonds	94,460,151	—	—	94,460,151
Total United States government securities	212,894,809	65,915,828	—	278,810,637
Corporate bonds and notes:				
Mortgage and asset-backed securities	—	37,641,108	1,647,601	39,288,709
Domestic bonds and notes	—	90,521,655	507,584	91,029,239
International bonds and notes	—	16,341,473	427,000	16,768,473
Total corporate bond and notes	—	144,504,236	2,582,185	147,086,421
Provincial and municipal bonds and notes	—	13,390,494	—	13,390,494
Common stocks and other equities:				
Domestic large capitalization stocks	167,262,107	—	—	167,262,107
Domestic medium capitalization stocks	67,276,880	—	—	67,276,880
Domestic small capitalization stocks	47,756,943	4,593	—	47,761,536
Domestic all other capitalization stocks	36,480,510	—	377,138	36,857,648
International stocks	99,282,316	—	12,095	99,294,411
Total common stocks and other equities	418,058,756	4,593	389,233	418,452,582

Producer-Writers Guild of America Pension Plan

Notes to Financial Statements (continued)

5. Fair Value Measurements (continued)

	Fair Value Measurement Using			Total
	Quoted Prices on Active Markets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	
REITS	\$ 45,129,321	\$ –	\$ –	\$ 45,129,321
Common collective trusts:				
International equity pools	–	83,299,787	–	83,299,787
Real estate property funds	–	57,023,851	–	57,023,851
Common stock index funds	–	127,924,951	–	127,924,951
Total common collective trusts	–	268,248,589	–	268,248,589
Mutual funds:				
Emerging market equity funds	191,664,610	–	–	191,664,610
Emerging market bond funds	112,873,367	–	–	112,873,367
Global balanced fund	58,090,233	–	–	58,090,233
Global bond fund	70,905,270	–	–	70,905,270
Total mutual funds	433,533,480	–	–	433,533,480
Limited partnerships and other funds:				
Buy out funds	–	–	84,712,657	84,712,657
Natural resources funds	–	–	50,603,833	50,603,833
Special situations funds	–	–	56,200,190	56,200,190
Private opportunist debt funds	–	–	51,876,619	51,876,619
Absolute return funds	–	–	138,515,812	138,515,812
Real estate and venture capital funds	–	–	453,787,658	453,787,658
Total limited partnerships and other funds	–	–	835,696,769	835,696,769
Derivatives	–	35,238	–	35,238
Money market fund	–	2,974,928	–	2,974,928
Securities lending collateral pool	–	243,948,250	–	243,948,250
Total assets at fair value	\$ 1,109,616,366	\$ 739,022,156	\$ 838,668,187	\$ 2,687,306,709

Producer-Writers Guild of America Pension Plan

Notes to Financial Statements (continued)

**5. Fair Value Measurements (continued)**

	<b>Common Stocks</b>	<b>Corporate and Other Bonds</b>	<b>Limited Partnerships and Other Funds</b>	<b>Total</b>
Beginning balance – January 1, 2013	\$ 1,249,771	\$ 2,994,722	\$ 632,127,832	\$ 636,372,325
Purchases	–	594,812	195,285,945	195,880,757
Proceeds from sales	(872,070)	(1,382,001)	(71,397,250)	(73,651,321)
Net realized gains (loses)	(78,545)	(7,979)	20,418,538	20,332,014
Net unrealized appreciation	90,077	382,631	59,261,704	59,734,412
Ending balance – December 31, 2013	<u>\$ 389,233</u>	<u>\$ 2,582,185</u>	<u>\$ 835,696,769</u>	<u>\$ 838,668,187</u>
Changes in unrealized appreciation (depreciation) included in net increase in net assets available for benefits from Level 3 investments still held at December 31, 2013	<u>\$ (71,790)</u>	<u>\$ 327,310</u>	<u>\$ 59,255,704</u>	<u>\$ 59,511,224</u>

The Plan's investments in limited partnerships and other funds are categorized as follows:

*Buyout Funds*

These funds make investments in, or acquisitions of, relatively mature private companies with developed products and/or services. Such companies typically have significant and relatively stable annual revenues and are profitable. Buyout funds typically employ large amounts of leverage, or company-level debt, to facilitate acquisitions.

*Natural Resources Funds*

These are buyout funds that target companies related to the aggregation, extraction, processing or distribution of natural resources assets. Such companies possess many characteristics of those targeted by buyout funds, and typically leverage the increasing demand for, and evolving market dynamics around, natural resources assets.

## Producer-Writers Guild of America Pension Plan

### Notes to Financial Statements (continued)

#### **5. Fair Value Measurements (continued)**

##### *Private/Opportunistic Debt Funds*

These funds make investments in debt securities of privately held companies. The two primary private debt strategies are mezzanine debt and distressed debt. Mezzanine debt strategies purchase or issue junior unsecured debt in relatively mature, typically buyout-sponsored companies. Mezzanine debt typically has high-coupon payments and some equity participation. Distressed debt funds typically invest in relatively senior debt in companies undergoing financial or operational distress, in anticipation of gaining significant equity interests through restructuring and bankruptcy processes.

##### *Special Situations Funds*

These funds target a limited market opportunity or are expected to provide a limited portfolio management benefit. Such strategies may vary broadly, but generally include secondary strategies due to their cash flow and diversification characteristics, funds focused on specific sectors undergoing significant change, and other cyclical specialty strategies.

##### *Absolute Return Funds*

These funds invest in diversified portfolios across global markets in order to achieve risk-adjusted targeted returns by taking advantage of perceived opportunities in current economic environments. Investment strategies include long-short, hedge and arbitrage without restriction to investment type, sector or geography.

##### *Real Estate and Venture Capital Funds*

Real estate funds invest in real estate seeking a potential increase in value opportunities. Venture capital funds provide financing for early development-stage entities that have potential for high growth and carry a high degree of risk.

The terms of the Plan's investments in limited partnerships and other funds generally restrict the Plan from making voluntary withdrawals until the expiration of a certain time period, generally a minimum of ten years. Upon the expiration of the stated agreement term, there may be extended periods to allow for liquidation of the investment. \$518,073,518 of the Plan's investments in limited partnerships and other funds at December 31, 2014, may be redeemed within a three-month period upon providing notification to the general partner of up to 90 days prior to

## Producer-Writers Guild of America Pension Plan

### Notes to Financial Statements (continued)

#### **5. Fair Value Measurements (continued)**

redemption of the investment. Those investments that do not contain redemption provisions are in limited partnerships or other finite-lived legal entities which have legal terms that, in some cases, may be extended by the general partner or managing member. As of December 31, 2014, the initial terms of limited partnerships and other fund investments expire as follows (reflected as a percentage of the fair value of all such investments): 56% redeemable within 90 days, 7% in 2015 through 2017, 11% in 2018 through 2020, 22% in 2021 through 2023, and 4% in 2024 and beyond.

As of December 31, 2014, the Plan had outstanding commitments for future limited partnerships and other fund investment funding of approximately \$766,917,000.

#### **6. Securities Lending Agreement**

The Plan has an agreement with the co-trustee, The Northern Trust Company, which allows the co-trustee to lend eligible securities held by the Plan to certain borrowers. The co-trustee is responsible for providing an adequate level of collateral in an amount at least equal to 102% and 105% of the market value of the loaned U.S. and non-U.S. securities, respectively. The collateral is limited to cash managed by the co-trustee in accordance with specific guidelines. As of December 31, 2014 and 2013, the Plan loaned securities having a value of \$223,250,908 and \$238,547,535, respectively, and received cash collateral of \$228,937,323 and \$243,948,250, respectively, for the loaned securities. The cash collateral received is reinvested by the co-trustee into a pooled fund with other securities lending customers' collateral assets. Net appreciation in the fair value of the reinvested collateral pool assets generates income which is shared between the co-trustee and its securities lending customers. Net fees earned under the lending agreement during the years ended December 31, 2014 and 2013, were \$55,756 and \$582,328, respectively.

#### **7. Income Tax Status**

The Internal Revenue Service (IRS) has issued a determination letter dated August 13, 2012, stating that the Plan qualifies, in form, under Section 401(a) of the Internal Revenue Code (the Code) and the underlying trust is, therefore, exempt from federal income taxes under Section 501(a) of the Code. The Plan is required to operate in accordance with the Code to maintain its tax qualification. The Plan administrator is not aware of any course of actions or series of events that have occurred which might adversely affect the Plan's qualified status. Subsequent amendments to the Plan are structured to, and are intended to, maintain the Plan's tax qualified status.

Producer-Writers Guild of America Pension Plan

Notes to Financial Statements (continued)

**7. Income Tax Status (continued)**

U.S. GAAP requires plan management to evaluate uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2011.

**8. Reconciliation to Form 5500**

The net assets available for benefits as presented in the accompanying financial statements differ from net assets as presented in the Plan's Form 5500 as follows:

	<b>December 31</b>	
	<b>2014</b>	<b>2013</b>
Net assets available for benefits per accompanying financial statements	\$ 2,556,799,431	\$ 2,456,613,932
Benefits payable	(3,324,866)	(4,411,811)
Appreciation in land and building used in operations and reported at fair value per Form 5500	4,207,971	3,530,015
Net assets per Form 5500	<u>\$ 2,557,682,536</u>	<u>\$ 2,455,732,136</u>

The following is a reconciliation of benefits paid as presented in the accompanying financial statements as compared to the Form 5500 for the years ended December 31, 2014 and 2013:

	<b>2014</b>	<b>2013</b>
Benefits paid per accompanying financial statements	\$ 130,454,588	\$ 126,932,374
Add: current year benefits payable	3,324,866	4,411,811
Less: prior year benefits payable	(4,411,811)	(6,225,205)
Benefits paid per Form 5500	<u>\$ 129,367,643</u>	<u>\$ 125,118,980</u>

## Producer-Writers Guild of America Pension Plan

### Notes to Financial Statements (continued)

#### 9. Subsequent Events

On April 9, 2015, the Plan entered into an agreement to sell the office building located in Burbank California for \$7,257,000. Currently the building is occupied by the Plan's staff and the Fund. Escrow on the sale is expected to close in August 2015.

The Plan and the Fund have jointly agreed to lease office space also in Burbank California. The lease terms commence July 1, 2015 for a 12 year period with two-five year extension options. The gross minimum lease payments for the next five years and thereafter are as follows:

<u>Year</u>	<u>Minimum Lease Payments</u>
2015	\$ 114,431
2016	821,616
2017	1,435,586
2018	1,478,653
2019	1,523,013
Thereafter	12,970,536
Total	<u>\$ 18,343,835</u>

Management evaluated subsequent events for the Plan through August 24, 2015, the date the financial statements were available to be issued, and concluded that no other subsequent events have occurred that would require recognition or disclosure.

# Supplemental Schedules

Producer-Writers Guild of America Pension Plan  
 EIN: 95-2216351 Plan Number: 001

Schedule H, Line 4(i) - Schedule of Assets (Held at End of Year)

December 31, 2014

Description	CUSIP	Face Value	Interest Rate	Maturity Date	Cost	Current Value
<b>UNITED STATES GOVERNMENT SECURITIES</b>						
FEDERAL FARM CREDIT SYSTEM	C3133ED4K5	\$ 1,000,000	0.18%	07/08/2016	\$ 1,000,005	\$ 1,000,597
FEDERAL FARM CREDIT SYSTEM	C3133EDFW7	630,000	0.22%	02/27/2017	630,000	630,785
FEDERAL FARM CREDIT SYSTEM	C3133EDH21	630,000	0.18%	09/14/2016	629,845	630,381
FEDERAL FARM CREDIT SYSTEM	C3133EDJX1	500,000	0.21%	04/17/2017	500,000	500,205
FEDERAL FARM CREDIT SYSTEM	C3133EDTT9	1,000,000	0.21%	08/29/2017	999,700	1,000,610
FEDERAL HOME LOAN BANKS	C3130A06X3	620,000	0.22%	10/07/2015	620,000	620,437
FEDERAL HOME LOAN BANKS	C3130A1CR7	1,835,000	1.63%	03/27/2017	1,857,387	1,840,716
FEDERAL HOME LOAN BANKS	C313383AR2	630,000	0.75%	05/26/2028	629,118	630,204
FEDERAL HOME LOAN BANKS	C313384AY5	1,310,000	0.00%	01/23/2015	1,309,801	1,309,984
FEDERAL HOME LOAN BANKS	C313384BD0	1,195,000	0.00%	01/28/2015	1,194,849	1,194,983
FEDERAL HOME LOAN BANKS	C313384BF5	815,000	0.00%	01/30/2015	814,857	814,987
FEDERAL HOME LOAN BANKS	C313384BL2	1,095,000	0.10%	02/04/2015	1,094,831	1,094,975
FEDERAL HOME LOAN BANKS	C313396BS1	6,465,000	0.00%	02/10/2015	6,463,860	6,464,825
FEDERAL HOME LOAN MORTGAGE CORPORATION	C31283K3Q9	81,260	6.00%	03/01/2020	84,269	86,323
FEDERAL HOME LOAN MORTGAGE CORPORATION	C3128GUQ39	64,676	6.00%	07/01/2017	66,920	67,404
FEDERAL HOME LOAN MORTGAGE CORPORATION	C3128M4TL7	351,772	5.50%	03/01/2037	348,639	396,978
FEDERAL HOME LOAN MORTGAGE CORPORATION	C3128M8H31	385,534	4.00%	02/01/2041	414,027	416,025
FEDERAL HOME LOAN MORTGAGE CORPORATION	C3128M8VM3	566,148	4.50%	07/01/2041	588,175	620,858
FEDERAL HOME LOAN MORTGAGE CORPORATION	C3128M9WR9	1,148,643	4.00%	11/01/2043	1,201,319	1,239,891
FEDERAL HOME LOAN MORTGAGE CORPORATION	C3128MABR9	902,692	3.50%	04/01/2044	938,799	943,304
FEDERAL HOME LOAN MORTGAGE CORPORATION	C312903MA2	6,674	7.50%	01/15/2021	5,728	7,246
FEDERAL HOME LOAN MORTGAGE CORPORATION	C312944PD7	1,465,746	4.00%	12/01/2040	1,477,998	1,581,701
FEDERAL HOME LOAN MORTGAGE CORPORATION	C31297VAM0	283,390	5.50%	06/01/2035	288,748	319,412
FEDERAL HOME LOAN MORTGAGE CORPORATION	C3132GMDJ8	875,988	4.00%	01/01/2042	939,087	943,860
FEDERAL HOME LOAN MORTGAGE CORPORATION	C3132H32Y8	1,154,363	4.00%	01/01/2043	1,201,259	1,245,179
FEDERAL HOME LOAN MORTGAGE CORPORATION	C3133TTK67	168,327	6.50%	05/15/2031	178,216	187,910
FEDERAL HOME LOAN MORTGAGE CORPORATION	C313401XE6	771	8.00%	02/01/2017	720	806
FEDERAL HOME LOAN MORTGAGE CORPORATION	C31340YQS1	1,009	7.80%	09/15/2020	920	1,070
FEDERAL HOME LOAN MORTGAGE CORPORATION	C31344PU36	1,336	7.50%	01/01/2017	1,207	1,355
FEDERAL HOME LOAN MORTGAGE CORPORATION	C31344REK2	1,634	7.50%	02/01/2017	1,453	1,651
FEDERAL HOME LOAN MORTGAGE CORPORATION	C31344XNT0	1,018	7.00%	04/01/2017	867	1,055
FEDERAL HOME LOAN MORTGAGE CORPORATION	C3134G3P38	625,000	0.75%	10/05/2016	625,000	625,031
FEDERAL HOME LOAN MORTGAGE CORPORATION	C3134G4YE2	2,135,000	0.60%	06/27/2016	2,135,534	2,134,293
FEDERAL HOME LOAN MORTGAGE CORPORATION	C3134G4Z76	2,590,000	1.00%	04/07/2017	2,589,741	2,588,886
FEDERAL HOME LOAN MORTGAGE CORPORATION	C3137AUP52	58,080	0.54%	04/25/2019	58,080	58,108
FEDERAL HOME LOAN MORTGAGE CORPORATION	C31394NUA4	1,107,282	5.00%	01/15/2034	1,033,319	1,208,863
FEDERAL HOME LOAN MORTGAGE CORPORATION	C31395UFT3	10,370	5.00%	05/15/2020	10,247	10,829
FEDERAL HOME LOAN MORTGAGE CORPORATION	C31397EM44	18,624	0.43%	01/15/2037	18,618	18,651
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C01F022410	745,000	2.50%	01/15/2015	754,778	758,503
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C01F030413	1,835,000	3.00%	01/15/2015	1,899,697	1,907,325
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C01F030611	4,300,000	3.00%	01/15/2015	4,315,300	4,349,721
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C01F032419	300,000	3.50%	01/15/2015	316,453	316,922
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C01F032617	3,065,000	3.50%	01/15/2015	3,176,282	3,195,023
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C01F040610	2,990,000	4.00%	01/15/2015	3,176,663	3,191,089
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C01F042616	1,095,000	4.50%	01/15/2015	1,186,731	1,188,589
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31358RUM3	155,833	7.00%	11/25/2022	169,543	172,632
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C3135G0AL7	1,700,000	2.25%	03/15/2016	1,787,703	1,735,634
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31368HMY6	367,328	5.50%	11/01/2036	358,862	410,899
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C3136A77J5	817,689	2.84%	08/25/2022	859,595	838,614
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C3136AKQJ5	510,306	0.41%	05/25/2018	510,169	510,353
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C3136ALHU8	770,751	0.46%	10/25/2021	770,518	770,026

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Schedule H, Line 4(i) - Schedule of Assets (Held at End of Year) (continued)

December 31, 2014

Description	CUSIP	Face Value	Interest Rate	Maturity Date	Cost	Current Value
<b>UNITED STATES GOVERNMENT SECURITIES (continued)</b>						
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31372RT70	\$ 16,255	6.50%	04/01/2024	\$ 15,082	\$ 18,512
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31378CTK8	99,464	6.50%	05/01/2027	103,288	114,532
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31381PQT8	287,202	3.88%	12/01/2020	309,595	311,677
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31381RQR8	200,000	4.06%	07/01/2021	218,070	219,857
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31381RZ23	586,825	3.84%	08/01/2021	637,439	637,861
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31381UXX0	255,000	2.82%	06/01/2022	257,510	261,146
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31387WHB6	113,123	6.50%	11/01/2026	117,259	128,827
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C3138AKFU8	320,683	4.50%	07/01/2041	346,638	352,091
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C3138ARZ64	433,896	4.50%	09/01/2041	463,727	471,642
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C3138EHR87	396,961	4.50%	12/01/2041	424,469	431,339
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C3138EHTB8	504,667	4.34%	11/01/2021	563,591	561,266
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C3138EJ3L0	571,824	2.65%	10/01/2022	602,001	579,075
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C3138ENQU6	758,846	2.75%	08/01/2022	769,517	765,539
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C3138NJAB4	516,746	3.76%	12/01/2020	566,483	557,396
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C3138NJA55	536,747	3.38%	11/01/2020	592,497	570,615
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31396WVQ6	145,058	0.64%	07/25/2037	134,178	146,483
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31402C4J8	187,732	5.50%	04/01/2034	185,620	211,442
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31402QYC9	92,452	7.00%	04/01/2034	97,046	110,206
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31402QYV7	60,163	5.50%	02/01/2035	60,492	67,739
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31402RJ75	101,798	6.50%	12/01/2022	106,315	115,929
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31404L4N7	151,252	5.50%	06/01/2034	149,409	170,023
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31404ML89	14,517	5.50%	03/01/2034	14,340	16,329
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31404R3R6	222,423	5.00%	05/01/2034	213,265	249,205
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31407YQ28	75,209	5.27%	12/01/2035	74,948	80,446
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31408DRK2	109,445	1.96%	12/01/2035	111,229	115,622
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31410GYW7	191,836	5.00%	12/01/2021	193,754	206,246
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31411NWP8	387,501	5.50%	03/01/2037	372,788	433,171
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31411YS38	7,495	5.50%	06/01/2037	7,210	8,375
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31412SA96	134,192	6.00%	10/01/2037	133,605	147,304
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31417AP78	1,260,152	3.50%	12/01/2041	1,291,853	1,321,420
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31418AWX2	1,146,745	3.00%	09/01/2033	1,126,857	1,184,448
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31418AXN3	987,533	3.50%	09/01/2033	1,021,325	1,041,911
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31418AYE2	1,072,888	3.50%	10/01/2033	1,107,924	1,131,863
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31418M2Z4	420,463	4.69%	02/01/2020	460,637	467,744
FEDERAL NATIONAL MORTGAGE ASSOCIATION	C31418RHG3	438,368	4.50%	04/01/2025	456,450	473,919
GOVERNMENT NATIONAL MORTGAGE ASSOCIATION	C38376GU73	766,842	2.45%	02/16/2039	772,234	773,771
GOVERNMENT NATIONAL MORTGAGE ASSOCIATION II	C21H030617	320,000	3.00%	01/15/2015	327,850	327,240
GOVERNMENT NATIONAL MORTGAGE ASSOCIATION II	C21H032613	890,000	3.50%	01/15/2015	933,040	934,222
GOVERNMENT NATIONAL MORTGAGE ASSOCIATION II	C21H040616	1,920,000	4.00%	01/15/2015	2,053,687	2,058,578
GOVERNMENT NATIONAL MORTGAGE ASSOCIATION II	C21H042612	465,000	4.50%	01/15/2015	507,431	508,067
NATIONAL CREDIT UNION ASSOCIATION GUARANTEED NOTES	C62888UAA8	227,824	0.53%	11/06/2017	227,822	228,454
NATIONAL CREDIT UNION ASSOCIATION GUARANTEED NOTES	C62888YAA0	116,791	0.61%	01/08/2020	116,791	117,438
NATIONAL CREDIT UNION ASSOCIATION GUARANTEED NOTES	C62889CAA7	360,559	0.56%	02/06/2020	360,559	361,816
NATIONAL CREDIT UNION ASSOCIATION GUARANTEED NOTES	C62889EAA3	159,871	0.56%	03/11/2020	159,871	160,502
UNITED STATES TREASURY BONDS	C912810EQ7	35,000	6.25%	08/15/2023	46,527	46,602
UNITED STATES TREASURY BONDS	C912810FP8	2,800,000	5.38%	02/15/2031	3,721,703	3,902,718
UNITED STATES TREASURY BONDS	C912810RB6	11,920,000	2.88%	05/15/2043	10,303,029	12,191,919
UNITED STATES TREASURY BONDS	C912810RF7	1,780,000	1.40%	02/15/2044	1,885,936	2,052,574
UNITED STATES TREASURY BONDS	C912810RH3	4,525,000	3.13%	08/15/2044	4,453,810	4,871,443
UNITED STATES TREASURY BONDS	C912810RJ9	405,000	3.00%	11/15/2044	426,642	425,630
UNITED STATES TREASURY NOTES	C912828A91	76,000	0.75%	01/15/2017	76,020	76,053
UNITED STATES TREASURY NOTES	C912828B33	1,585,000	1.50%	01/31/2019	1,569,707	1,585,620

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Schedule H, Line 4(i) - Schedule of Assets (Held at End of Year) (continued)

December 31, 2014

Description	CUSIP	Face Value	Interest Rate	Maturity Date	Cost	Current Value
<b>UNITED STATES GOVERNMENT SECURITIES (continued)</b>						
UNITED STATES TREASURY NOTES	C912828B58	\$ 1,325,000	2.13%	01/31/2021	\$ 1,321,651	\$ 1,344,875
UNITED STATES TREASURY NOTES	C912828D56	3,780,000	2.38%	08/15/2024	3,741,475	3,849,990
UNITED STATES TREASURY NOTES	C912828D64	12,725,000	0.50%	08/31/2016	12,715,926	12,720,025
UNITED STATES TREASURY NOTES	C912828D98	50,000	1.00%	09/15/2017	50,137	50,027
UNITED STATES TREASURY NOTES	C912828F47	3,305,000	0.50%	09/30/2016	3,305,000	3,301,127
UNITED STATES TREASURY NOTES	C912828F62	3,650,000	1.50%	10/31/2019	3,626,681	3,627,757
UNITED STATES TREASURY NOTES	C912828G38	9,705,000	2.25%	11/15/2024	9,762,967	9,770,208
UNITED STATES TREASURY NOTES	C912828NR7	4,560,000	2.38%	07/31/2017	4,772,793	4,725,656
UNITED STATES TREASURY NOTES	C912828RH5	3,350,000	1.38%	09/30/2018	3,341,625	3,346,858
UNITED STATES TREASURY NOTES	C912828SJ0	4,000,000	0.88%	02/28/2017	4,018,125	4,009,688
UNITED STATES TREASURY NOTES	C912828SQ4	575,000	0.13%	04/15/2017	628,498	601,597
UNITED STATES TREASURY NOTES	C912828SZ4	10,065,000	0.38%	06/15/2015	10,077,126	10,076,796
UNITED STATES TREASURY NOTES	C912828TG5	1,075,000	0.50%	07/31/2017	1,061,093	1,062,822
UNITED STATES TREASURY NOTES	C912828TH3	8,200,000	0.88%	07/31/2019	7,862,070	7,945,669
UNITED STATES TREASURY NOTES	C912828TW0	5,870,000	0.75%	10/31/2017	5,844,777	5,823,222
UNITED STATES TREASURY NOTES	C912828UM0	3,000,000	0.38%	02/15/2016	3,005,283	3,001,173
UNITED STATES TREASURY NOTES	C912828US7	2,000,000	0.38%	03/15/2016	2,000,944	2,000,156
UNITED STATES TREASURY NOTES	C912828UU2	10,460,000	0.75%	03/31/2018	10,494,552	10,299,010
UNITED STATES TREASURY NOTES	C912828VE7	1,335,000	1.00%	05/31/2018	1,330,515	1,322,067
UNITED STATES TREASURY NOTES	C912828VK3	2,015,000	1.38%	06/30/2018	2,014,370	2,018,935
UNITED STATES TREASURY NOTES	C912828VL1	1,500,000	0.63%	07/15/2016	1,505,689	1,502,930
UNITED STATES TREASURY NOTES	C912828VS6	1,610,000	2.50%	08/15/2023	1,589,223	1,661,696
UNITED STATES TREASURY NOTES	C912828VW7	1,380,000	0.88%	09/15/2016	1,387,493	1,387,223
UNITED STATES TREASURY NOTES	C912828WD8	4,565,000	1.25%	10/31/2018	4,507,495	4,535,401
UNITED STATES TREASURY NOTES	C912828WH9	1,760,000	0.88%	05/15/2017	1,760,468	1,760,963
UNITED STATES TREASURY NOTES	C912828WJ5	8,440,000	2.50%	05/15/2024	8,488,228	8,694,517
UNITED STATES TREASURY NOTES	C912828WT3	750,000	0.88%	07/15/2017	747,150	749,121
UNITED STATES TREASURY NOTES	C912828WU0	1,220,000	0.12%	07/15/2024	1,196,242	1,174,953
UNITED STATES TREASURY NOTES	C912828WX4	7,500,000	0.50%	07/31/2016	7,499,990	7,503,518
UNITED STATES TREASURY NOTES INDEX LINKED	C912828DH0	205,000	2.02%	01/15/2015	257,006	254,492
UNITED STATES TREASURY NOTES TIPS	C912828MY3	190,000	0.55%	04/15/2015	210,735	205,467
UNITED STATES TREASURY NOTES TIPS	C912828QD5	1,430,000	0.13%	04/15/2016	1,558,678	1,533,649
<b>UNITED STATES GOVERNMENT SECURITIES TOTAL</b>					<b>\$ 214,168,512</b>	<b>\$ 217,951,143</b>

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Description	CUSIP	Face Value	Interest Rate	Maturity Date	Cost	Current Value
<b>COPORATE BONDS AND NOTES</b>						
AAMES MTG.	C00253CHQ3	\$ 576,299	6.49%	06/25/2032	\$ 614,232	\$ 558,429
ABBAY NATL.	C002799AP9	100,000	0.75%	03/13/2017	100,000	99,974
ABBVIE INC.	C00287YAG4	150,000	1.20%	11/06/2015	150,570	150,441
ABBVIE INC.	C00287YAH2	150,000	0.99%	11/06/2015	151,455	150,464
ACTAVIS	C00507UAB7	100,000	1.30%	06/15/2017	98,449	98,178
ALEXANDRIA REAL	C015271AD1	400,000	3.90%	06/15/2023	400,424	401,292
ALLY AUTO	C02006KAC9	123,703	0.72%	05/20/2016	123,697	123,745
ALLY MASTER OWNER TR.	C02005ADE5	100,000	0.61%	02/15/2018	100,000	100,114
ALLY MASTER OWNER TR.	C02005ADG0	200,000	0.61%	04/15/2018	200,000	199,870
ALTERRA FIN LLC	C02153LAA2	1,000,000	6.25%	09/30/2020	999,990	1,160,897
ALTRIA GROUP INC.	C02209SAR4	1,700,000	5.38%	01/31/2044	1,840,154	1,935,141
AMAZON COM INC.	C023135AK2	120,000	0.65%	11/27/2015	119,674	119,917
AMERICAN EXPRESS	C0258M0DE6	90,000	1.75%	06/12/2015	91,256	90,495
AMERICAN EXPRESS	C0258M0DS5	70,000	0.55%	09/22/2017	70,000	69,602
AMERICAN EXPRESS CO.	C025816BH1	150,000	0.82%	05/22/2018	150,000	149,995
AMGEN INC.	C031162BG4	700,000	4.10%	06/15/2021	710,031	751,254
AMGEN INC.	C031162BH2	810,000	5.65%	06/15/2042	806,031	963,737
AMGEN INC.	C031162BS8	130,000	0.61%	05/22/2017	130,000	129,720
ANADARKO PETE CORP.	C032511BK2	100,000	4.50%	07/15/2044	94,265	97,048
ANGLOGOLD ASHANTI HOLDINGS	SBCKG0K1	410,000	8.50%	07/30/2020	411,744	430,500
ANHEUSER BUSCH	C03523TBE7	1,000,000	7.75%	01/15/2019	1,248,056	1,211,240
ANHEUSER BUSCH	C03524BAD8	130,000	0.42%	01/27/2017	130,000	129,600
ANHEUSER BUSCH	C03523TAN8	2,360,000	5.38%	01/15/2020	2,722,213	2,673,023
APPLE INC.	C037833AF7	130,000	0.28%	05/03/2016	130,000	130,002
APPLE INC.	C037833AL4	1,600,000	3.85%	05/04/2043	1,594,465	1,601,157
ARC PPTY S	C03879QAB0	300,000	2.00%	02/06/2017	301,380	285,920
ASSET BACKED FDG CORP.	C04542BPD8	173,587	0.83%	06/25/2035	165,342	171,203
AT&T BROADBAND	C00209TAB1	765,000	9.46%	11/15/2022	1,054,706	1,099,797
AT&T INC.	C00206RBS0	120,000	0.62%	02/12/2016	120,000	119,998
BANK AMER CORP.	C060505CL6	1,020,000	5.75%	08/15/2016	1,014,298	1,085,882
BANK AMER CORP.	C060505CS1	220,000	5.63%	10/14/2016	211,690	235,595
BANK AMER CORP.	C06051GDX4	550,000	5.65%	05/01/2018	474,265	611,035
BANK AMER CORP.	C06051GEC9	2,295,000	5.63%	07/01/2020	2,684,714	2,613,064
BANK AMER CORP.	C06051GEQ8	10,000	3.88%	03/22/2017	10,612	10,463
BANK AMER CORP.	C06051GFE4	100,000	1.13%	04/01/2019	100,000	100,165
BANK AMER CORP.	C06051GFJ3	50,000	1.70%	08/25/2017	49,948	50,011
BANK NEW YORK	C06406HCM9	80,000	0.79%	08/01/2018	80,000	80,168
BANK NOVA SCOTIA B C	C064159CR5	70,000	0.75%	07/15/2016	70,000	70,160
BANK OF THE WEST AUTO TRUST	C065604AB6	300,000	0.69%	07/17/2017	299,979	299,961
BANQUE FEDERATIVE DU CR MUTUEL	C06675FAB3	200,000	1.08%	10/28/2016	200,000	201,258
BARCLAYS BK	C06739FHU8	200,000	0.81%	02/17/2017	200,000	200,164
BARRICK GOLD CORP.	C067901AQ1	200,000	4.10%	05/01/2023	174,813	194,640
BB&T CORP.	C05531FAK9	1,605,000	2.15%	03/22/2017	1,601,517	1,628,162
BB&T CORP.	C05531FAR4	130,000	0.89%	02/01/2019	130,000	130,050
BEAR STEARN	C073877AC6	200,600	0.57%	08/25/2043	190,131	197,797
BEAR STEARN	C073879D96	109,634	0.53%	08/25/2035	98,670	109,015
BEAR STEARNS COS	C073902KF4	425,000	5.30%	10/30/2015	411,727	440,578
BEAR STEARNS COS	C073902RU4	815,000	7.25%	02/01/2018	771,378	939,328
BEAR STEARNS COS	C073902RU4	525,000	7.25%	02/01/2018	605,099	605,089
BERKSHIRE HATHAWAY	C084664CA7	100,000	0.38%	01/10/2017	100,000	99,920
BERKSHIRE HATHAWAY	C084659AE1	235,000	4.50%	02/01/2045	232,981	245,892

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Description	CUSIP	Face Value	Interest Rate	Maturity Date	Cost	Current Value
<b>COPORATE BONDS AND NOTES (continued)</b>						
BERKSHIRE HATHAWAY	C084664BL4	\$ 900,000	5.75%	01/15/2040	\$ 905,796	\$ 1,151,700
BERKSHIRE HATHAWAY	C084664BU4	300,000	4.40%	05/15/2042	305,883	322,676
BK AMER N A	C06050TKW1	307,000	6.10%	06/15/2017	336,770	337,397
BK AMER N A	C06050TKX9	400,000	0.54%	06/15/2017	313,880	394,237
BK NOVA SCOTIA	C064159EL6	330,000	0.54%	04/11/2017	330,000	329,331
BLUEMOUNTAIN	C09626UAA6	350,000	1.43%	05/15/2025	346,675	343,175
BNC MTG LN TR	C05570GAV5	20,725	0.42%	11/25/2037	20,200	20,656
BNP PARIBAS	C05574LTV0	150,000	0.83%	12/12/2016	150,000	150,287
BOEING CO.	C097023AX3	1,000,000	6.88%	03/15/2039	1,261,260	1,457,905
BP CAP MKTS P L C	C05565QBQ0	825,000	3.20%	03/11/2016	868,205	847,239
BP CAP MKTS P L C	C05565QCB2	805,000	2.50%	11/06/2022	799,429	750,041
BP CAP MKTS P L C	C05565QCF3	30,000	0.74%	05/10/2018	30,000	29,676
BRAZOS HIGHER ED AUTH INC.	C10620NCE6	350,000	1.43%	02/25/2035	334,551	362,458
BRAZOS HIGHER ED AUTH INC. STUDENT LN.	C10620NCL0	300,000	1.23%	10/27/2036	288,264	303,692
BURL NORTHN SANTA	C12189TAY0	585,000	5.65%	05/01/2017	584,645	641,662
CAMERON INTL CORP.	C13342BAN5	20,000	1.40%	06/15/2017	19,990	19,698
CANADIAN IMPERIAL BANK TORONTO	C136069FV8	50,000	0.75%	07/18/2016	50,000	50,207
CANADIAN NAT RES LTD.	C136385AS0	90,000	0.63%	03/30/2016	90,000	89,840
CAP 1 FINL CORP.	C14040HBA2	120,000	1.00%	11/06/2015	119,629	119,886
CAP AUTO	C13975EAB9	102,669	0.62%	07/20/2016	102,661	102,684
CAPITAL ONE BK	C140420NE6	500,000	2.15%	11/21/2018	501,305	497,390
CARGILL INC. MEDIUM TERM NTS BOOK	C141784DK1	465,000	7.35%	03/06/2019	545,724	558,250
CARMAX	C14313UAB2	270,000	0.67%	02/15/2018	269,991	269,705
CARNIVAL CORP.	C143658AZ5	40,000	1.20%	02/05/2016	39,992	39,977
CATERPILLAR FINL	C14912L5X5	1,100,000	3.75%	11/24/2023	1,141,712	1,167,079
CATERPILLAR FINL SVCS CORP.	C14912L5A5	210,000	0.58%	02/09/2015	210,000	210,077
CATERPILLAR FINL SVCS CORP.	C14912L5M9	90,000	0.47%	02/26/2016	90,000	90,097
CATERPILLAR FINL SVCS CORP.	C14912L5Y3	100,000	0.46%	03/03/2017	100,000	99,955
CATERPILLAR FINL SVCS CORP.	C14912L6D8	50,000	1.25%	08/18/2017	49,975	49,794
CATERPILLAR FINL SVCS CORP.	C14916RAD6	225,000	4.35%	11/01/2042	218,288	223,383
CATERPILLAR FINL SVCS CORP.	C14912L5J6	735,000	1.25%	11/06/2017	734,008	731,521
CHEVRON	C166764AB6	840,000	2.36%	12/05/2022	840,000	814,561
CHRYSLER CAP AUTO	C17119RAB8	141,604	0.61%	11/15/2016	141,602	141,624
CIGNA CORP.	C125509BN8	670,000	4.38%	12/15/2020	667,682	719,573
CIGNA CORP.	C125509BS7	1,350,000	4.00%	02/15/2022	1,425,020	1,422,521
CISCO SYS INC.	C17275RAQ5	100,000	0.73%	03/01/2019	100,000	100,488
CISCO SYS INC.	C17275RAT9	90,000	1.10%	03/03/2017	89,995	90,038
CITIGROUP INC.	C172967EM9	500,000	6.13%	11/21/2017	590,800	557,542
CITIGROUP INC.	C172967GL9	2,600,000	3.38%	03/01/2023	2,572,960	2,623,252
CITIGROUP INC.	C172967HY0	130,000	1.55%	08/14/2017	129,818	129,633
CITIGROUP INC.	C172967JE2	100,000	1.85%	11/24/2017	99,980	99,885
CITIGROUP INC. GLOBAL	C172967GQ8	140,000	1.05%	04/01/2016	140,000	140,491
CITIGROUP INC. GLOBAL S	C172967DS7	138,000	0.78%	08/25/2036	65,895	110,696
CLECO PWR LLC	C185508AG3	250,000	6.00%	12/01/2040	292,238	299,414
CMO BANC AMER COML	C059511AE5	980,000	5.61%	04/10/2049	908,644	1,048,575
CMO BANC AMER FDG	C05950MAD2	39,174	0.34%	07/20/2036	37,313	39,132
CMO BEAR STEARNS	C07383F5K0	185,949	4.93%	02/13/2042	186,269	185,959
CMO BEAR STEARNS	C07387BCL5	623,882	5.13%	10/12/2042	635,580	634,403
CMO BEAR STEARNS	C07387BEB5	571,318	5.41%	12/11/2040	590,422	586,482
CMO BK AMER FDG CORP.	C06051GAX7	91,229	2.63%	09/20/2034	90,830	90,612
CMO CD 2006-CD3 MTG TR CL A-5	C14986DAF7	932,407	5.62%	10/15/2048	951,286	980,000

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Description	CUSIP	Face Value	Interest Rate	Maturity Date	Cost	Current Value
<b>COPORATE BONDS AND NOTES (continued)</b>						
CMO CD 2007-CD5 MTG TR	C12514AAE1	\$ 492,665	5.89%	11/15/2044	\$ 575,263	\$ 536,629
CMO CITIGROUP COML	C17313KAF8	203,874	6.14%	12/10/2049	197,065	223,326
CMO CWABS INC.	C126670GR3	940,000	5.00%	06/26/2034	923,256	720,916
CMO CWALT INC.	C12667FRG2	57,904	6.50%	11/25/2031	59,750	61,182
CMO DBUBS 2011-LC3	C23305YBB4	520,000	3.64%	08/10/2044	545,025	536,843
CMO DSLA MTG LN	C23332UAC8	614,900	0.98%	09/19/2044	383,544	596,607
CMO FANNIE MAE	C30711XAC8	112,733	1.77%	01/25/2024	112,733	112,518
CMO FANNIE MAE	C30711XAE4	99,106	1.12%	05/25/2024	99,106	97,262
CMO GREENPOINT	C39538RAC3	86,557	0.73%	06/25/2045	86,449	54,829
CMO GS MTG SECS	C36246LAE1	911,859	5.80%	08/10/2045	822,383	987,145
CMO GS MTG SECS CORP.	C36228CWX7	350,000	5.55%	04/10/2038	340,361	359,157
CMO HOMESTAR	C437690BU3	68,912	0.62%	10/25/2034	65,122	69,155
CMO J P MORGAN CHASE	C46629YAC3	356,392	5.44%	06/12/2047	351,101	378,941
CMO J P MORGAN CHASE COML	C46625YP64	537,425	5.48%	04/15/2043	609,642	553,793
CMO J P MORGAN MTG	C466247DC4	521,041	2.43%	06/25/2034	513,225	521,743
CMO LB-UBS COML	C52109PAE5	421,652	5.86%	07/15/2040	416,974	444,930
CMO MORGAN STANLEY	C61748HKW0	695,685	0.44%	09/25/2035	691,772	689,323
CMO MORGAN STANLEY	C61755YAF1	502,851	5.91%	06/11/2049	479,241	546,752
CMO MORGAN STANLEY	C61760RAZ5	115,036	3.22%	07/15/2049	116,183	118,682
CMO SAACO T	C78514RAC9	173,844	0.57%	09/25/2035	161,733	172,230
CMO SEQUOIA MTG TR	C81744YAC0	96,119	1.55%	04/25/2043	96,119	89,672
CMO STRUCTURED AST MTG INVTS	C86359LDZ9	24,873	2.16%	10/19/2034	25,487	20,558
CMO WACHOVIA BK COML	C92976BDT6	508,990	5.42%	01/15/2045	540,563	522,140
CMO WACHOVIA BK COML	C92977QAD0	280,015	5.77%	07/15/2045	303,116	293,281
CMO WACHOVIA BK PASS-TH	C92978PAE9	1,051,123	5.31%	11/15/2048	1,058,924	1,113,908
CMO WAMU MTG PASS-THROUGH	C92922F4P0	596,076	0.95%	10/25/2045	572,233	573,257
CMO WAMU MTG PASS-THROUGH	C92922FR67	728,454	0.44%	06/25/2045	674,582	675,037
CMO WAMU MTG PASS-THROUGH	C92922FR75	796,172	0.46%	07/25/2045	735,553	743,528
CMO WAMU MTG PASS-THRU	C92922ZC3	39,503	2.50%	01/25/2033	39,859	39,864
CMO WELLS FARGO MTG BACK SECS	C94981CBE8	165,410	5.50%	01/25/2034	176,421	170,410
CMO WFRBS COML MTG	C92936TAB8	610,000	3.43%	06/16/2045	630,063	635,292
COCA COLA CO	C191216AY6	1,215,000	1.65%	03/14/2018	1,212,169	1,222,686
COCA COLA CO	C191216BC3	150,000	0.33%	11/01/2016	150,000	150,053
CONAGRA FOODS INC.	C205887BP6	30,000	1.30%	01/25/2016	29,987	29,995
CONAGRA FOODS INC.	C205887BV3	130,000	0.60%	07/21/2016	130,000	129,679
CONSUMERS ENERGY	C210518CW4	1,005,000	3.13%	08/31/2024	1,003,975	1,008,399
CONTL RES INC.	C212015AQ4	100,000	4.90%	06/01/2044	93,215	86,666
CORNING INC.	C219350AV7	400,000	5.75%	08/15/2040	397,280	476,529
COUNTRYPLACE MANUFACTURED	C22237PAD5	275,000	5.20%	07/01/2035	303,875	289,722
COUNTRYWIDE FINL	C222372AJ3	200,000	6.25%	05/15/2016	212,026	212,268
CR SUISSE 1ST BSTN	C22541LBK8	213,000	5.13%	08/15/2015	214,235	218,646
CR SUISSE N Y BRH FORMERLY CR S SUB	C22541HCC4	343,000	6.00%	02/15/2018	320,474	381,549
CREDIT SUISSE GROUP	C22549TUY2	100,000	0.55%	08/24/2015	100,000	100,016
CVS CAREMARK CORP.	C126650BH2	154,000	5.75%	06/01/2017	150,976	169,961
CWABS INC. 2005-8 ASSET BKD	C1266735U2	642,035	0.64%	12/25/2035	641,433	640,576
DAIMLER FIN N AMER	C233851BH6	950,000	2.25%	09/03/2019	947,492	946,801
DAIMLER FIN NORTH AMER LLC	C233851AY0	150,000	0.91%	08/01/2016	150,000	150,799
DEERE JOHN	C24422ESE0	70,000	0.52%	10/11/2016	70,000	70,098
DEVON ENERGY CORP.	C25179MAR4	150,000	0.78%	12/15/2016	150,160	149,332
DIAGEO CAP PLC.	C25243YAS8	60,000	0.63%	04/29/2016	59,890	59,815

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Description	CUSIP	Face Value	Interest Rate	Maturity Date	Cost	Current Value
<b>COPORATE BONDS AND NOTES (continued)</b>						
DIAGEO FINANCE PLC.	C25244SAC5	\$ 700,000	5.30%	10/28/2015	\$ 698,312	\$ 725,668
DIGITAL RLTY TR LP	C25389JAG1	60,000	4.50%	07/15/2015	62,745	60,570
DIRECTV HLDGS LLC	C25459HAU9	615,000	5.88%	10/01/2019	730,764	703,457
DISCOVER	C25466AAF8	300,000	3.20%	08/09/2021	296,412	301,290
DOMINION RES INC.	C25746UBW8	100,000	1.25%	03/15/2017	99,898	99,622
DOW CHEM CO.	C260543CC5	780,000	4.25%	11/15/2020	770,936	833,922
DSLA MTG LN TR 2004-AR3	C23332UBG8	595,287	0.53%	07/19/2044	559,927	575,010
DUKE ENERGY OHIO INC.	C26442EAC4	110,000	0.38%	03/06/2015	110,000	109,987
EATON CORP. OHIO	C278062AA2	60,000	0.95%	11/02/2015	60,000	60,053
EBAY INC.	C278642AD5	70,000	0.70%	07/15/2015	70,113	70,038
ECOLAB INC.	C278865AN0	40,000	1.00%	08/09/2015	39,980	40,104
EDF S A NT FLTG	C268317AH7	110,000	0.69%	01/20/2017	110,000	110,299
EDUCATIONAL FDG SOUTH INC.	C28148WAB9	653,013	0.88%	04/25/2035	633,623	651,208
ENBRIDGE INC.	C29250NAG0	100,000	0.91%	10/01/2016	100,000	99,948
ENBRIDGE INC.	C29250NAK1	20,000	0.68%	06/02/2017	20,000	19,913
ENERGY TRANSFER	C29273RAP4	1,400,000	6.05%	06/01/2041	1,396,458	1,528,087
ENERGY TRANSFER PARTNERS	C29273RAQ2	400,000	5.20%	02/01/2022	401,319	427,822
ENI S P A	C26874RAA6	970,000	4.15%	10/01/2020	967,410	1,018,364
ENLINK MIDSTREAM	C29336UAA5	370,000	2.70%	04/01/2019	375,528	364,354
FARMERS EXCHANGE	C30958PAA1	200,000	6.15%	11/01/2053	200,000	215,236
FBR SECURITIZATION TR	C30246QAG8	785,000	0.88%	09/25/2035	780,584	779,625
FORD CR AUTO LEASE	C34530FAD6	75,000	0.76%	09/15/2016	74,990	75,047
FORD MTR CR CO. LLC	C345397VQ3	150,000	5.63%	09/15/2015	161,124	154,776
FORD MTR CR CO. LLC	C345397WU3	400,000	0.76%	09/08/2017	400,000	397,246
GENERAL ELECTRIC CAPITAL CORP.	C369622SM8	1,585,000	5.30%	02/11/2021	1,657,339	1,810,049
GENERAL ELECTRIC CAPITAL CORP.	C36962G3U6	250,000	5.63%	05/01/2018	191,368	281,308
GENERAL ELECTRIC CAPITAL CORP.	C36962G6M1	120,000	1.00%	12/11/2015	119,880	120,519
GENERAL ELECTRIC CAPITAL CORP.	C36962G7H1	250,000	0.51%	05/15/2017	250,000	249,580
GENERAL ELECTRIC CAPITAL CORP.	C36962GX74	425,000	0.71%	08/15/2036	333,625	374,979
GENERAL ELECTRIC CAPITAL CORP.	C36962G7A6	170,000	0.88%	07/12/2016	170,000	171,158
GENERAL ELECTRIC CAPITAL CORP.	C36962G4R2	250,000	4.38%	09/16/2020	248,420	273,809
GENERAL MILLS INC.	C370334BQ6	40,000	0.53%	01/29/2016	40,000	40,010
GENERAL MILLS INC.	C370334BS2	80,000	0.43%	01/28/2016	80,000	79,991
GEORGIA POWER COMPANY	C373334KB6	80,000	0.56%	03/15/2016	80,000	79,918
GILEAD SCIENCES	C375558AQ6	370,000	4.50%	04/01/2021	398,294	411,030
GLENCORE FUNDING LLC	C378272AE8	150,000	1.59%	01/15/2019	150,000	152,533
GLOBAL SC FIN	C37952UAE3	359,375	3.09%	07/17/2024	359,278	354,408
GOLDMAN SACHS	C38141EA66	200,000	6.00%	06/15/2020	214,070	231,206
GOLDMAN SACHS	C38141GFG4	450,000	5.95%	01/18/2018	520,934	499,936
GOLDMAN SACHS	C38141GGQ1	810,000	5.25%	07/27/2021	809,563	914,216
GOLDMAN SACHS GROUP	C38141EB32	80,000	1.60%	11/23/2015	80,445	80,419
GOLDMAN SACHS GROUP	C38141EB73	70,000	1.33%	11/15/2018	70,000	70,686
GOLDMAN SACHS GROUP	C38141EC49	200,000	1.04%	12/15/2017	200,000	199,705
GOLDMAN SACHS GROUP	C38141GRD8	1,825,000	3.63%	01/22/2023	1,825,091	1,848,035
GOLDMAN SACHS GROUP	C38141GVK7	150,000	1.43%	04/30/2018	150,000	151,760
GREEN TREE FINL CORP.	C393505A69	105,729	6.24%	12/01/2028	105,068	109,102
GS MTG SECS CORP.	C362341KC2	370,516	0.62%	07/25/2045	366,348	370,295
GS MTG SECS CORP.	C36242DA52	145,482	0.81%	03/25/2035	140,391	144,613
HASBRO INC. 3.15% DUE 05-15-2022	C418056AT4	1,555,000	3.15%	05/15/2021	1,576,812	1,552,397
HCP INC.	C40414LAH2	290,000	2.63%	02/01/2020	284,878	286,988

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<b>COPORATE BONDS AND NOTES (continued)</b>						
HCP INC.	C40414LAL3	\$ 200,000	3.88%	08/15/2024	\$ 199,882	\$ 203,163
HEALTH CARE PPTY INVS INC.	C421915EG0	275,000	6.30%	09/15/2016	277,593	297,654
HEALTHCARE RLTY	C42225BAA4	600,000	6.50%	01/17/2017	595,938	655,208
HEALTHCARE RLTY	C42225BAA4	65,000	6.50%	01/17/2017	72,975	70,981
HESS CORP.	C42809HAE7	30,000	1.30%	06/15/2017	29,964	29,557
HEWLETT PACKARD CO.	C428236BM4	445,000	4.30%	06/01/2021	444,106	468,543
HEWLETT PACKARD CO.	C428236BZ5	110,000	1.17%	01/14/2019	110,000	108,118
HEWLETT PACKARD CO.	C428236BU6	210,000	3.30%	12/09/2016	209,559	216,872
HLTH CARE REIT	C42217KAU0	450,000	4.95%	01/15/2021	447,071	494,810
HLTH CARE REIT	C42217KAW6	125,000	5.25%	01/15/2022	124,112	138,898
HOME DEPOT INC.	C437076BB7	1,085,000	2.25%	09/10/2018	1,107,611	1,105,689
HSBC HOLDINGS	C404280AP4	400,000	4.25%	03/14/2024	417,384	416,233
HSBC HOME EQTY LN	C40430WAA3	267,191	0.33%	01/20/2036	243,812	265,582
HSBC HOME EQTY LN	C40431XAA0	306,480	1.37%	11/20/2036	274,889	306,127
HSBC USA INC.	C40434CAB1	120,000	0.55%	06/23/2017	120,000	119,738
HYUNDAI	C44923QAH7	80,000	1.45%	02/06/2017	79,937	79,699
INTL BK FOR RECON	C45905UPT5	100,000	0.37%	08/04/2017	100,000	100,020
INTL BUSINESS	C459200HD6	100,000	0.75%	05/11/2015	99,834	100,175
INTL LEASE FIN	C459745GJ8	825,000	5.75%	05/15/2016	825,000	855,937
J P MORGAN CHASE	C46623EJZ3	60,000	0.75%	02/15/2017	60,000	59,848
J P MORGAN CHASE	C46623EKB4	150,000	0.68%	11/18/2016	150,000	149,940
J P MORGAN CHASE	C46626YAA0	895,000	1.21%	09/30/2034	669,368	742,850
J P MORGAN CHASE & CO.	C46623EJX8	160,000	0.68%	04/23/2015	160,000	160,055
JEFFERIES GROUP	C472319AF9	325,000	8.50%	07/15/2019	374,462	389,447
JGWPT XXXII LLC	C46618AAA2	254,204	3.61%	01/17/2073	254,040	260,680
JOHNSON & JOHNSON	C478160BF0	1,985,000	0.70%	11/28/2016	1,982,598	1,983,734
JPMORGAN CHASE	C46625HJE1	3,200,000	3.25%	09/23/2022	3,191,136	3,218,640
KELLOGG CO.	C487836BK3	50,000	0.46%	02/13/2015	50,000	49,999
KINDER MORGAN	C494550AW6	465,000	6.95%	01/15/2038	463,907	536,670
KINDER MORGAN INC.	C49456BAD3	40,000	2.00%	12/01/2017	39,954	39,753
KRAFT FOODS GROUP	C50076QAK2	480,000	1.63%	06/04/2015	488,872	482,045
KROGER CO.	C501044CV1	100,000	0.76%	10/17/2016	100,000	99,838
L-3 COMMUNICATIONS	C502413BC0	30,000	1.50%	05/28/2017	29,990	29,705
LA CAISSE CENTRALE	C50248WAD8	100,000	0.59%	09/12/2017	100,000	99,729
LEHMAN ABS MANUFACTURED	C52519SAD5	130,417	5.27%	04/15/2040	133,922	139,156
LLOYDS BK PLC. NY	C53944VAA7	1,200,000	2.30%	11/27/2018	1,198,080	1,211,335
MACQUARIE BK LTD.	C55608PAL8	130,000	0.86%	10/27/2017	130,000	130,142
MACQUARIE BK LTD.	C55608PAL8	500,000	0.86%	10/27/2017	500,000	500,547
MARATHON OIL CORP.	C565849AJ5	70,000	0.90%	11/01/2015	70,036	69,796
MAY DEPT STORES	C577778CE1	1,120,000	6.70%	07/15/2034	1,409,811	1,431,809
MCDONALDS CORP.	C58013MEK6	900,000	4.88%	07/15/2040	893,574	1,001,272
MCDONALDS CORP.	C58013MEP5	60,000	0.75%	05/29/2015	59,835	60,094
MCKESSON CORP.	C581557BA2	40,000	0.64%	09/10/2015	40,000	40,012
MEDTRONIC INC.	C585055BA3	1,620,000	1.38%	04/01/2018	1,618,630	1,603,154
MERCK & CO. INC.	C58933YAH8	120,000	0.59%	05/18/2018	120,000	120,202
MERRILL LYNCH	C59022CCT8	100,000	0.78%	05/02/2017	99,231	99,082
MET LIFE GLOBAL	C59217GAQ2	425,000	3.88%	04/11/2022	424,545	449,270
MFRS & TRADERS TR CO.	C55279HAB6	300,000	0.54%	03/07/2016	299,754	299,868
MICROSOFT CORP.	C594918AT1	1,355,000	2.38%	05/01/2023	1,350,447	1,329,922
MICROSOFT CORP.	C594918AW4	2,125,000	3.63%	12/15/2023	2,114,545	2,274,043
MORGAN STANLEY	C61746BDC7	175,000	0.68%	10/18/2016	156,014	174,475

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Description	CUSIP	Face Value	Interest Rate	Maturity Date	Cost	Current Value
<b>COPORATE BONDS AND NOTES (continued)</b>						
MORGAN STANLEY	C61746SBQ1	\$ 485,000	0.71%	10/15/2015	\$ 257,050	\$ 485,793
MORGAN STANLEY	C6174467V5	220,000	1.51%	04/25/2018	220,000	223,501
MORGAN STANLEY	C61744CQL3	145,128	0.81%	05/25/2035	144,674	145,016
MORGAN STANLEY	C61746BDH6	120,000	1.48%	02/25/2016	120,071	120,971
MORGAN STANLEY	C61759FAF8	150,480	0.50%	07/26/2036	149,822	150,297
MORGAN STANLEY MTN	C617446C23	100,000	5.45%	01/09/2017	87,017	107,371
MYLAN INC.	C628530AV9	1,015,000	3.13%	01/15/2023	969,274	981,383
N SHORE LONG	C662352AB9	350,000	6.15%	11/01/2043	349,030	466,614
NATIONAL RURAL UTILITIES COOP	C63743HEJ7	270,000	0.28%	05/01/2015	270,000	270,009
NATL OILWELL VARCO	C637071AJ0	2,185,000	2.60%	12/01/2022	2,096,158	2,053,996
NAVIENT STUDENT LN	C63938GAA7	629,786	0.81%	03/25/2043	629,786	624,139
NAVIENT STUDENT LN	C63938JAA1	629,870	0.79%	03/25/2043	629,870	623,589
NAVIENT STUDENT LN	C63938QAA5	565,470	0.79%	03/25/2043	565,470	559,659
NBCUNIVERSAL MEDIA	C63946BAD2	950,000	5.15%	04/30/2020	1,085,584	1,078,061
NCUA GTD	C62889AAA1	173,028	0.51%	12/07/2020	173,028	173,224
NCUA GTD NTS TR	C62888VAA6	128,042	0.00%	10/07/2020	128,042	128,811
NEW CENTY HOME	C64352VMT5	293,556	0.54%	09/25/2035	279,612	292,683
NEXTERA ENERGY	C65339KAH3	100,000	1.34%	09/01/2015	100,365	100,301
NEXTERA ENERGY	C65339KAF7	20,000	1.20%	06/01/2015	19,978	20,038
NISOURCE FIN CORP.	C65473QBB8	900,000	5.25%	02/15/2043	959,805	1,031,698
NISSAN MASTER OWNER TR	C65474VAG6	325,000	0.46%	02/15/2018	325,000	324,629
NOBLE ENERGY INC.	C655044AH8	109,000	3.90%	11/15/2024	108,668	107,730
NSTAR ELEC CO.	C67021CAH0	130,000	0.47%	05/17/2016	130,000	129,896
ONCOR ELEC	C68233JAS3	200,000	5.30%	06/01/2042	203,402	248,216
ONEOK PARTNERS L P	C68268NAD5	400,000	6.85%	10/15/2037	398,764	465,254
ORACLE CORP.	C68389XAT2	100,000	0.43%	07/07/2017	100,000	99,900
PACCAR FINL CORP.	C69371RL79	30,000	0.84%	12/06/2018	30,000	30,173
PACCAR FINL CORP.	C69371RK96	150,000	0.70%	11/16/2015	149,920	150,401
PANHANDLE EASTN	C698455AC6	500,000	8.13%	06/01/2019	500,000	606,782
PARK PL SECS INC.	C70069FAX5	152,549	1.10%	10/25/2034	150,471	152,534
PARK PLACE SECURITIES INC.	C70069FAD9	279,614	1.19%	09/25/2034	262,138	277,442
PEPSICO INC.	C713448CA4	300,000	0.70%	08/13/2015	299,901	300,564
PEPSICO INC.	C713448BX5	1,015,000	0.75%	03/05/2015	1,014,553	1,015,529
PETROBRAS GLOBAL	C71647NAD1	100,000	1.85%	05/20/2016	100,000	94,750
PFIZER INC.	C717081DP5	170,000	0.38%	05/15/2017	170,000	169,874
PHILIP MORRIS INTERNATIONAL INC.	C718172AX7	150,000	0.28%	02/26/2015	150,000	150,007
PLAINS ALL AMERN	C72650RBE1	900,000	4.70%	06/15/2044	898,278	893,507
PRECISION	C740189AJ4	40,000	0.70%	12/20/2015	39,988	39,853
PUBLIC SVC ELEC GAS CO	C74456QBA3	450,000	3.65%	09/01/2042	437,431	440,339
PVTPL 1ST INVS AUTO	C32058FAC4	194,709	0.80%	02/15/2018	194,705	194,566
PVTPL 1ST INVS AUTO	C32058HAC0	200,000	1.06%	11/15/2018	199,999	199,830
PVTPL AMERICAN TRANSM SYS INC.	C030288AA2	400,000	5.25%	01/15/2022	426,564	447,914
PVTPL AMMC CLO XIV LTD.	C00175LAA0	325,000	1.80%	07/27/2026	324,331	321,620
PVTPL BAT INTL FINANCE PLC.	C05530QAD2	90,000	1.40%	06/05/2015	89,865	90,162
PVTPL CARGILL INC.	C141781AX2	58,000	6.00%	11/27/2017	57,725	64,814
PVTPL CHESAPEAKE FDG LLC	C165182BH8	246,310	0.61%	01/07/2025	246,310	246,078
PVTPL CHRYSLER	C17119XAC3	185,000	0.83%	09/17/2018	184,986	184,798
PVTPL CIFC FDG 2012-II LTD.	C12548VAA3	300,000	1.63%	12/05/2024	300,000	299,190
PVTPL CIT ED LN TR 2007-1	C17284LAA2	254,088	0.34%	03/25/2042	230,585	241,588
PVTPL CMO	C02665VAA1	99,107	1.25%	06/19/2031	99,107	97,809
PVTPL CMO CITIGROUP	C17315GAJ7	606,169	2.56%	01/25/2037	618,292	604,531

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<b>COPORATE BONDS AND NOTES (continued)</b>						
PVTPL CMO DBRR 2011-LC2	C23305UAA5	\$ 220,000	4.54%	07/14/2044	\$ 230,106	\$ 243,211
PVTPL CMO DBUBS	C23305XAB7	606,200	3.39%	07/10/2044	634,663	623,134
PVTPL CMO FOSSE MASTER ISSUER PLC.	C34988WAL8	104,040	1.63%	10/19/2054	104,040	104,739
PVTPL CMO HILTON USA	C43289UAA3	147,820	1.16%	11/05/2030	147,820	147,827
PVTPL CMO INVITATION HOMES	C46186NAA6	226,046	1.40%	12/19/2030	226,325	224,948
PVTPL CMO J P MORGAN CHANSE	C46635TAK8	585,000	4.39%	02/15/2046	641,032	629,590
PVTPL CMO J P MORGAN CHANSE	C46636DAC0	542,081	3.34%	07/15/2046	566,687	557,018
PVTPL CMO SPRINGLEAF MTG LN	C85172CAA4	105,718	1.27%	06/25/2058	105,710	105,356
PVTPL COLONY AMERN	C19624LAA7	98,750	1.40%	05/19/2031	98,514	98,114
PVTPL COLONY AMERN	C19624MAA5	99,330	1.10%	07/19/2031	99,330	97,703
PVTPL COMWLTH BK AUSTRALIA	C2027A0GZ6	100,000	0.60%	03/13/2017	100,000	100,060
PVTPL CRONOS CONTAINERS PROGRAM I LTD.	C227170AD9	135,625	3.81%	09/18/2027	135,568	135,688
PVTPL DAIMLER FIN N AMER LLC	C233851AQ7	150,000	1.30%	07/31/2015	149,727	150,612
PVTPL DUQUESNE LIGHT HOLDINGS	C266233AD7	1,450,000	5.90%	12/01/2021	1,699,473	1,681,574
PVTPL FARMERS EXCHANGE CAP TRUST	C309588AE1	400,000	7.20%	07/15/2048	319,000	520,564
PVTPL FLAGSHIP CL	C338422AA6	375,000	1.77%	01/16/2026	374,772	373,304
PVTPL FLATIRON CL	C33882UAA5	320,000	1.62%	07/17/2026	319,680	316,662
PVTPL FLORIDA GAS TRANSMISSION CO	C340711AQ3	350,000	7.90%	05/15/2019	436,947	420,612
PVTPL GCO ED LN FDG	C36156YAW1	321,354	0.82%	08/27/2046	303,679	307,085
PVTPL GOLDEN CR CARD	C380881BP6	300,000	0.61%	07/17/2017	300,000	300,354
PVTPL HARLEY DAVIDSON FINL SVCS INC.	C41283LAC9	65,000	1.15%	09/15/2015	64,978	65,177
PVTPL HBOS PLC.	C4041A2AH7	325,000	6.75%	05/21/2018	323,648	362,211
PVTPL HEINEKEN N V	C423012AC7	30,000	0.80%	10/01/2015	29,948	30,033
PVTPL HIGHER ED FDG	C429827AY4	309,255	1.28%	05/25/2034	309,255	308,091
PVTPL HSBC BK PLC. SR	C44328MAC8	1,190,000	4.13%	08/12/2020	1,182,872	1,288,149
PVTPL HYUNDAI CAP AMER SR	C44923QAE4	60,000	1.63%	10/02/2015	59,965	60,246
PVTPL ING IM CLO	C44987HAA5	340,000	1.73%	04/18/2026	340,000	338,470
PVTPL INVITATION HOMES	C46186LAA0	140,000	1.26%	09/18/2031	140,000	138,261
PVTPL INVITATION HOMES	C46186PAA1	240,000	1.16%	06/17/2031	240,000	236,832
PVTPL JGWPT XXX LLC	C46617LAA9	198,684	4.08%	07/15/2041	198,523	212,241
PVTPL LIBERTY MUT GROUP INC.	C53079EBE3	1,500,000	4.25%	06/15/2023	1,571,865	1,545,718
PVTPL LIMEROCK CL	C532619AA1	190,000	1.76%	10/20/2026	190,000	190,000
PVTPL LM VII LTD.	C00163GAA5	300,000	1.81%	10/19/2024	300,000	299,280
PVTPL MACQUARIE BK LTD.	C55608PAC8	100,000	2.00%	08/15/2016	99,965	101,218
PVTPL MACQUARIE GROUP	C55608JAG3	130,000	1.23%	01/31/2017	130,000	131,225
PVTPL MEDTRONIC INC.	C585055BK1	20,000	1.50%	03/15/2018	19,942	19,904
PVTPL NATIONWIDE MUT INS CO	C638671AJ6	2,000	2.53%	12/15/2024	2,000	2,000
PVTPL NELNET STUD LN TR	C64032FAG9	756,711	0.60%	03/25/2026	750,563	751,964
PVTPL NELNET STUD LN TR	C64033LAA8	80,886	0.45%	06/25/2021	80,886	80,839
PVTPL NELNET STUD LN TR	C64033MAB4	320,000	1.12%	11/25/2043	320,000	320,463
PVTPL NEW YORK LIFE GLOBAL	C64952WBU6	200,000	0.34%	09/06/2016	200,000	199,958
PVTPL NISSAN MTR	C654740AC3	110,000	1.00%	03/15/2016	109,822	110,049
PVTPL OHA CR PARTNERS VII LTD.	C67102QAB4	300,000	1.65%	11/20/2023	300,000	300,000
PVTPL PENSKE TRUCK LEASING CO. L P	C709599AC8	100,000	3.13%	05/11/2015	99,903	100,810
PVTPL PENSKE TRUCK LEASING CO. L P	C709599AJ3	110,000	2.50%	03/15/2016	109,837	111,514
PVTPL PRIN LIFE GLOBAL FDG II	C74256LAC3	70,000	1.00%	12/11/2015	69,954	70,179
PVTPL ROCHE HLDGS INC.	C771196BB7	1,660,000	2.88%	09/29/2021	1,655,402	1,680,740
PVTPL SABMILLER HLDGS INC.	C78573AAD2	1,065,000	1.85%	01/15/2015	1,064,936	1,065,411
PVTPL SPAREBANK I	C84650WAB2	200,000	2.63%	05/27/2016	210,970	204,985
PVTPL SYDNEY ARPT FIN CO. PTY LTD.	C87124VAD1	425,000	3.90%	03/22/2023	424,218	437,212
PVTPL TAL ADVANTAGE I LLC	C874073AA7	93,333	0.36%	04/20/2021	87,580	92,637

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Description	CUSIP	Face Value	Interest Rate	Maturity Date	Cost	Current Value
<b>COPORATE BONDS AND NOTES (continued)</b>						
PVTPL TEXAS EASTN TRANSMISSION	C882384AC4	\$ 500,000	2.80%	10/15/2022	\$ 478,005	\$ 473,921
PVTPL TEXAS NEW MEX PWR CO. 1ST MTG BD	C882587AZ1	400,000	6.95%	04/01/2043	400,000	581,199
PVTPL VOLVO FINL EQUIP LLC	C92887FAB7	266,475	0.54%	11/15/2016	266,183	266,379
PVTPL VOLVO FINL EQUIP LLC	C92887FAC5	200,000	0.82%	04/16/2018	199,958	199,645
PVTPL WEA FIN LLC	C92890HAB8	400,000	2.70%	09/17/2019	401,252	399,884
RACE PT VII CLO	C74982GAC5	325,000	1.65%	11/08/2024	325,000	325,325
RBSCF 2010-MB1	C74929QAB1	37,057	3.69%	04/15/2024	39,500	37,140
RESNTL AST	C760985W80	90,687	7.00%	11/25/2031	94,825	96,002
RESNTL AST MTG FLTG	C76112BVQ0	597,271	0.64%	07/25/2035	596,805	597,186
REYNOLDS AMERN INC.	C761713AW6	590,000	4.75%	11/01/2042	584,684	572,625
REYNOLDS AMERN INC. 1.	C761713AV8	30,000	1.05%	10/30/2015	29,958	30,033
RIO TINTO FIN USA	C767201AQ9	250,000	3.75%	09/20/2021	249,360	256,950
ROYAL BANK OF SCOTLAND	C780099CF2	130,000	1.20%	03/31/2017	130,000	130,402
ROYAL BK SCOTLAND	C780097AW1	1,155,000	6.40%	10/21/2019	1,153,741	1,341,524
ROYAL BK SCOTLAND	C780099CC9	110,000	2.55%	09/18/2015	112,617	111,101
SANTANDER DR AUTO	C80283NAB5	122,342	0.66%	06/15/2017	122,341	122,388
SANTANDER DRIVE	C80284AAC0	145,000	0.56%	04/16/2018	145,000	145,025
SCHOLAR FDG	C80705TAA4	224,452	1.13%	10/28/2043	221,366	225,743
SENIOR HOUSING PROP TRUS	C81721MAF6	1,000,000	4.30%	01/15/2016	989,310	1,020,874
SLM STUD LN TR FLT	C78443HAF0	355,000	0.39%	01/25/2041	311,512	330,275
SLM STUDENT LN TR	C78442GPG5	650,000	0.35%	01/25/2027	640,352	633,733
SLM STUDENT LN TR	C78442GQR0	150,000	0.98%	01/25/2028	149,625	148,795
SLM STUDENT LN TR	C78445XAA4	268,466	0.57%	03/25/2025	266,998	268,462
SLM STUDENT LN TR	C78448EAB1	100,000	0.55%	07/26/2021	100,000	99,990
SLM STUDENT LN TR	C78442GMR4	41,328	0.69%	01/25/2040	36,678	37,788
SLM STUDENT LN TR	C78442GRX6	355,000	0.40%	01/25/2041	317,725	331,940
SLM STUDENT LN TR	C784442AD7	105,000	1.43%	01/25/2029	90,936	97,354
SLM STUDENT LN TR	C78444CAF0	97,944	1.08%	04/27/2043	84,205	90,288
SLM STUDENT LN TR	C78444GAD6	105,000	1.43%	04/25/2029	92,987	97,934
SLM STUDENT LN TR	C78444YAE5	105,000	2.08%	07/25/2029	101,825	107,680
SLM STUDENT LN TR	C78445AAD8	885,000	1.88%	07/25/2022	936,441	929,746
SLM STUDENT LN TR	C78445AAE6	105,000	2.08%	04/25/2029	94,812	105,875
SLM STUDENT LN TR	C78445CAE2	105,000	2.08%	07/25/2029	100,300	105,602
SLM STUDENT LN TR	C78445FAE5	105,000	2.08%	07/25/2029	100,837	105,447
SLM STUDENT LN TR	C78445GAE3	105,000	2.48%	10/25/2029	105,193	110,785
SLM STUDENT LN TR	C78445JAB3	105,000	2.48%	10/25/2029	105,193	110,728
SLM STUDENT LN TR	C78448AAA1	245,956	0.72%	06/25/2027	245,956	246,580
SOUNDVIEW HOME LN	C83611MGS1	597,850	0.47%	11/25/2035	596,635	593,214
SOUTHWESTN ELEC	C845437BK7	475,000	6.45%	01/15/2019	474,401	552,726
SPECIALTY	C84751PGH6	316,337	0.56%	06/25/2036	305,660	312,865
ST PAUL TRAVELERS COS INC.	C792860AJ7	910,000	6.25%	06/20/2016	922,511	979,519
STATOIL ASA	C85771PAS1	100,000	0.69%	11/08/2018	100,000	100,150
STRUCTURED ASSET INVT	C86358EY9	405,534	0.45%	08/25/2035	405,407	404,984
STRUCTURED ASSET SECS CORP.	C86360LAC0	107,440	0.32%	07/25/2036	94,279	106,833
STRUCTURED AST	C863576DE1	89,464	0.53%	11/25/2035	89,072	89,306
STRUCTURED AST	C86359B6R7	137,286	0.77%	02/25/2035	135,828	136,622
SUNTRUST BK ATL GA	C86787GAH5	110,000	0.52%	08/24/2015	108,881	109,780
SYNCHRONY FINL	C87165BAA1	80,000	1.88%	08/15/2017	80,151	80,155
SYSCO CORP.	C871829AU1	940,000	3.50%	10/02/2024	936,390	967,275
TELEFONICA	C87938WAR4	580,000	4.57%	04/27/2023	580,000	620,974
TELEFONICA	C87938WAB9	930,000	6.42%	06/20/2016	943,457	994,869

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Description	CUSIP	Face Value	Interest Rate	Maturity Date	Cost	Current Value
<b>COPORATE BONDS AND NOTES (continued)</b>						
TELEFONICA EMISION S A U	C87938WAP8	\$ 160,000	5.46%	02/16/2021	\$ 178,149	\$ 178,399
TEXAS INSTRUMENTS INC.	C882508AT1	130,000	0.45%	08/03/2015	129,411	130,143
THOMSON REUTERS	C884903BU8	60,000	1.65%	09/29/2017	59,897	59,632
TOTAL CAP INTL	C89153VAH2	80,000	0.80%	08/10/2018	80,000	80,427
TOTAL CAP INTL GTD NT	C89153VAJ8	1,080,000	1.00%	01/10/2017	1,077,624	1,075,488
TOYOTA MTR CR CORP.	C89236TBA2	100,000	0.38%	01/07/2016	100,000	100,080
TOYOTA MTR CR CORP.	C89236TBG9	30,000	0.43%	05/16/2017	30,000	29,921
TRANSCANADA PIPELINES LTD.	C89352HAH2	50,000	0.75%	01/15/2016	49,911	49,860
TUCSON ELEC PWR CO.	C898813AL4	550,000	3.85%	03/15/2023	548,212	565,077
TYCO ELECTRONICS GROUP	C902133AP2	100,000	0.43%	01/29/2016	100,000	99,971
U.S. AWYS	C903436AA1	366,796	7.13%	04/22/2025	422,274	427,317
UNITEDHEALTH GROUP	C91324PBX9	30,000	0.85%	10/15/2015	29,993	30,087
UNITEDHEALTH GROUP INC.	C91324PBW1	960,000	4.38%	03/15/2042	958,397	1,024,322
US BANK NA FLTG RT	C90333WAG3	500,000	3.78%	04/29/2020	507,490	504,488
V F CORP.	C918204AV0	2,500,000	3.50%	09/01/2021	2,629,775	2,643,450
VALERO ENERGY CORP.	C91913YAL4	455,000	6.63%	06/15/2037	453,694	537,200
VALIDUS HLDGS LTD.	C91915WAB8	675,000	8.88%	01/26/2040	973,397	943,334
VENTAS RLTY LTD.	C92277GAC1	20,000	1.25%	04/17/2017	19,963	19,814
VERIZON	C92343VBH6	60,000	0.70%	11/02/2015	59,989	59,973
VERIZON	C92343VBL7	40,000	1.77%	09/15/2016	40,000	40,725
VERIZON	C92343VCN2	600,000	3.00%	11/01/2021	598,194	591,740
VERIZON COMMUNICATIONS	C92343VBR4	835,000	5.15%	09/15/2023	832,295	922,035
VERIZON COMMUNICATIONS	C92343VBT0	625,000	6.55%	09/15/2043	782,712	800,718
VERIZON COMMUNICATIONS	C92343VCD4	160,000	0.64%	06/09/2017	160,000	159,685
VERIZON COMMUNICATIONS INC.	C92343VBK9	280,000	0.44%	03/06/2015	279,999	280,028
VODAFONE GROUP PLC.	C92857WBB5	120,000	0.62%	02/19/2016	120,000	119,972
VOLKSWAGEN INTL	C928670AM0	200,000	1.15%	11/20/2015	199,788	200,766
WALGREENS BOOTS	C931427AA6	405,000	2.70%	11/18/2019	404,510	407,061
WALGREENS BOOTS	C931427AE8	20,000	1.75%	11/17/2017	19,973	20,050
WALGREENS BOOTS	C931427AG3	50,000	0.68%	05/18/2016	50,000	49,998
WAL-MART STORES	C931142DP5	630,000	3.30%	04/22/2024	627,556	650,484
WELLPOINT INC.	C94973VAZ0	80,000	1.25%	09/10/2015	80,138	80,324
WELLPOINT INC.	C94973VAS6	635,000	4.35%	08/15/2020	634,079	687,956
WELLS FARGO & CO.	C94974BFK1	50,000	0.86%	04/23/2018	50,000	50,082
WELLS FARGO & CO.	C94974BFX3	90,000	0.53%	06/02/2017	90,000	89,610
WELLS FARGO & CO.	C94974BGB0	40,000	1.40%	09/08/2017	39,960	39,968
WELLS FARGO & CO.	C94974BGE4	950,000	4.65%	11/04/2044	943,464	980,268
WELLS FARGO & CO.	C94974BGE4	310,000	4.65%	11/04/2044	307,867	319,877
WELLS FARGO & CO.	C94974BFF2	250,000	1.17%	06/26/2015	252,817	251,107
WELLS FARGO HOME	C94981PAD2	190,787	0.57%	08/25/2035	176,239	190,559
WELLS FARGO HOME EQTY	C94980GAG6	57,862	5.00%	05/25/2034	59,544	58,136
WESTPAC BANKING CORP.	C961214CL5	130,000	0.60%	12/01/2017	130,000	129,510
WESTPAC BKG CORP.	C961214CJ0	90,000	0.56%	05/19/2017	90,000	89,955
WFRBS COML MTG TR	C92936CAE9	470,000	4.39%	06/15/2044	515,678	507,633
WYNDHAM WORLDWIDE CORP.	C98310WAH1	160,000	2.95%	03/01/2017	159,662	163,397
WYNDHAM WORLDWIDE CORP.	C98310WAJ7	280,000	4.25%	03/01/2022	280,702	285,984
XCEL ENERGY INC.	C98389BAP5	50,000	0.75%	05/09/2016	49,988	49,911
XSTRATA FIN CDA	C98417EAS9	100,000	2.05%	10/23/2015	99,968	100,651
ZFS FINANCE USA	C98876YAA8	400,000	6.45%	12/15/2065	412,500	421,468
ZOETIS INC.	C98978VAE3	30,000	1.15%	02/01/2016	30,000	29,973
ZOETIS INC.	C98978VAH6	1,170,000	4.70%	02/01/2043	1,184,040	1,190,798
<b>COPORATE BONDS AND NOTES TOTAL</b>					<b>\$ 178,709,228</b>	<b>\$ 184,413,056</b>

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Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (continued)

December 31, 2014

Description	CUSIP	Face Value	Interest Rate	Maturity Date	Cost	Current Value
<b>PROVINCIAL AND MUNICIPAL BONDS AND NOTES</b>						
BRAZOS TEX HIGHER ED AUTH INC STUDENT	C106238LD8	\$ 250,897	0.34%	09/26/2022	\$ 245,801	\$ 249,050
CALIFORNIA STATE	C13063BFS6	120,000	6.65%	03/01/2022	151,459	147,995
FLORIDA HURRICANE CATASTROPHE FUND-TAXABLE	C34074GDF8	90,000	1.30%	07/01/2016	90,000	90,748
HOUSTON TEXAS REF-TAXABLE-PENSION OBLIG-A	C442331QM9	395,000	6.29%	03/01/2032	486,356	496,673
ILLINOIS ST TAXABLE	C452152HU8	400,000	5.88%	03/01/2019	431,128	443,376
ILLINOIS ST TAXABLE-PENSION	C452151LF8	325,000	5.10%	06/01/2033	242,411	324,308
JOBS OHIO BEVERAGE SYS OHIO STATEWIDE	C47770VAP5	60,000	0.87%	01/01/2015	60,000	60,000
MEXICO	SB5M42M1	18,469	5.00%	12/11/2019	135,232	124,621
MEXICO(UTD MEX ST)	SBDC7KX2	21,100	4.75%	06/14/2018	152,572	143,011
NEW YORK N Y	C64966H4M9	375,000	5.05%	10/01/2024	425,535	424,995
NEW YORK STATE	C650035J90	200,000	3.20%	03/15/2022	205,240	207,380
SC STUDENT LOAN CORP.	C83714RAY9	116,903	0.36%	12/01/2020	110,473	116,242
SINGAPORE GOVT BOND	SB596MT6	255,000	2.38%	04/01/2017	215,027	199,549
SINGAPORE GOVT BOND	SB9DL6Q0	498,000	0.50%	04/01/2018	375,089	370,112
TENNESSEE VALLEY AUTHORITY	C880591ED0	1,050,000	5.50%	06/15/2038	1,347,959	1,399,453
TEXAS ST TAXABLE	C882722KF7	175,000	5.52%	04/01/2039	197,330	230,447
UNIVERSITY OF CALIFORNIA	C91412GEZ4	130,000	0.66%	07/01/2041	130,017	130,003
<b>PROVINCIAL AND MUNICIPAL BONDS AND NOTES TOTAL</b>					<b>\$ 5,001,629</b>	<b>\$ 5,157,963</b>

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Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (continued)

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES</b>				
ADT CORP. COM	C00101J106	398	\$ 17,276	\$ 14,420
3M CO.	C88579Y101	2,774	206,372	455,824
5TH 3RD BANCORP	C316773100	22,742	342,480	463,369
A.S. CREATION TAPE	SBCDNXH7	642	34,903	20,350
AARON'S INC.	C002535300	1,363	36,553	41,667
ABBOTT LAB	C002824100	41,948	1,289,710	1,888,499
ABBVIE INC.	C00287Y109	8,398	371,002	549,566
ABERCROMBIE & FITCH CO.	C002896207	2,076	84,015	59,457
ABSOLUTE SOFTWARE	S2570761	6,300	41,010	44,167
ACACIA RESH CORP.	C003881307	16,229	304,084	274,919
ACADIA RLTY TR	C004239109	5,736	132,972	183,724
ACCENTURE PLC.	CG1151C101	1,922	79,429	171,654
ACE LTD.	CH0023R105	16,036	982,275	1,842,215
ACI WORLDWIDE INC.	C004498101	24,074	372,557	485,573
ACSM-AGAM	S5806634	11,829	18,973	15,745
ACTELION LTD	SB1YD5Q2	133	13,478	15,433
ACTIVISION BLIZZARD INC.	C00507V109	122,889	2,184,232	2,476,213
ACTUA CORPORATION	C005094107	39,885	440,818	736,676
ACTUANT CORP.	C00508X203	5,168	162,278	140,776
ADEPTUS HEALTH INC	C006855100	1,093	27,958	40,878
ADITYA BIRLA MINER	SB12TY10	21,799	26,433	3,479
ADOBE SYS INC.	C00724F101	220	16,235	15,994
ADR ANGLOGOLD ASHANTI LTD	S2257495	34,720	537,917	302,064
ADR COMPANIA	S2217596	20,889	449,973	387,491
ADR CRITEO S A	C226718104	12,395	480,596	501,006
ADR GOLD FIELDS LTD.	S2416326	71,094	622,601	322,056
ADR GRUPO TELEVISA SA DE CV SPONSORED	S2399450	52,093	1,077,032	1,774,288
ADR MIX TELEMATICS LTD	C60688N102	10,530	104,185	68,445
ADR NOVARTIS AG	C66987V109	25,100	1,778,642	2,325,766
ADR SONY CORP.	C835699307	64,200	1,120,361	1,314,174
ADR TEVA PHARMACEUTICAL	C881624209	6,285	328,587	361,450
ADR WNS HLDGS LTD	C92932M101	15,963	307,053	329,796
ADTRAN INC.	C00738A106	2,604	73,805	56,767
ADVANCE AUTO PTS INC.	C00751Y106	4,733	652,504	753,872
ADVANCED MICRO DEVICES INC.	C007903107	16,543	59,009	44,170
ADVENT SOFTWARE INC.	C007974108	5,336	140,711	163,495
ADVISORY BRD CO.	C00762W107	8,872	262,285	434,551
AECOM TECHNOLOGY CORP. DELAWARE	C00766T100	772	21,954	23,446
AEGEAN AIRLINES	SB1ZBHG9	19,611	168,295	163,739
AEGERION PHARMACEUTICALS	C00767E102	10,137	431,139	212,269

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
AES CORP.	C00130H105	6,532	\$ 81,126	\$ 89,946
AETNA INC	C00817Y108	17,439	715,630	1,549,106
AFFINE R.E.	S4458274	76	4,514	1,395
AFLAC INC.	C001055102	1,449	67,798	88,519
AGCO CORP.	C001084102	963	32,383	43,528
AGFA GEVAERT	S5689051	18,042	50,145	45,628
AGILENT TECHNOLOGIES INC.	C00846U101	40,463	1,594,678	1,656,555
AGILYSYS INC.	C00847J105	12,092	104,468	152,238
AGNICO EAGLE MINES	S2009823	19,392	651,291	484,193
AICHI ELECTRIC CO.	S6010081	11,000	34,564	39,910
AIR METHODS CORP	C009128307	2,406	118,188	105,936
AIR NEW ZEALAND	S6426484	45,779	66,196	88,379
AIR PROD & CHEM INC.	C009158106	994	79,342	143,365
AIRGAS INC.	C009363102	165	10,238	19,005
AK STL HLDG CORP	C001547108	17,735	141,993	105,346
AKITA DRILLING LTD	S2010728	400	5,849	4,282
ALAMO GROUP INC	C011311107	467	22,197	22,621
ALARMFORCE	S2013095	600	6,244	5,698
ALASKA AIR GROUP INC.	C011659109	1,011	10,097	60,417
ALBEMARLE CORP.	C012653101	276	15,850	16,596
ALCOA INC.	C013817101	20,834	272,772	328,969
ALERE INC.	C01449J105	1,616	40,397	61,408
ALLEGHANY CORP.	C017175100	679	151,848	314,717
ALLEGHENY TECHNOLOGIES INC.	C01741R102	1,726	69,711	60,013
ALLERGAN INC.	C018490102	146	30,795	31,038
ALLETE INC.	C018522300	2,613	116,947	144,081
ALLGEIER HOLDING	S4067120	1,071	19,155	18,273
ALLIANCE DATA SYS CORP.	C018581108	724	80,313	207,100
ALLIANT ENERGY CORP.	C018802108	1,035	40,139	68,745
ALLIANT TECHSYSTEMS INC.	C018804104	411	29,911	47,779
ALLSCRIPTS HEALTHCARE SOLUTIONS INC	C01988P108	22,046	281,392	281,527
ALLSTATE CORP.	C020002101	6,124	296,791	430,212
ALPHA NAT RES INC.	C02076X102	3,197	13,918	5,339
ALPS LOGISTICS	S6050764	900	8,506	10,644
ALTERA CORP.	C021441100	1,433	50,550	52,935
ALTRIA GROUP INC.	C02209S103	11,910	290,083	586,806
ALTUS GROUP LTD.	SB67M8D9	1,768	19,157	31,765
AMAZON	C023135106	305	101,547	94,657
AMDOCS	CG02602103	31,980	1,156,495	1,492,027
AMEDISYS INC.	C023436108	956	12,587	28,059
AMER ELEC PWR CO. INC.	C025537101	3,643	154,702	221,203
AMER FINL GROUP INC. OH	C025932104	933	29,409	56,652

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Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (continued)

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
AMEREN CORP.	C023608102	3,193	\$ 110,136	\$ 147,293
AMERICAN AIRLINES INC	C02376R102	16,001	601,125	858,134
AMERICAN CAMPUS CMNTYS INC.	C024835100	1,529	50,358	63,239
AMERICAN CAP MTG	C02504A104	798	15,960	15,034
AMERICAN EAGLE OUTFITTERS INC.	C02553E106	2,806	43,682	38,947
AMERICAN EQUITY INVT LIFE HLDG CO.	C025676206	8,588	96,133	250,684
AMERICAN EXPRESS CO	C025816109	23,655	1,826,906	2,200,861
AMERICAN INTERNATIONAL GROUP INC.	C026874784	11,294	560,668	632,577
AMERICAN PUB ED INC.	C02913V103	32,691	1,165,304	1,205,317
AMERICAN WTR WKS CO. INC.	C030420103	643	13,004	34,272
AMERIPRISE FINL INC.	C03076C106	720	40,386	95,220
AMERISAFE INC.	C03071H100	962	38,194	40,750
AMERISOURCEBERGEN CORP.	C03073E105	804	23,235	72,489
AMERN AXLE & MFG HOLDINGS INC	C024061103	4,071	62,971	91,964
AMGEN INC.	C031162100	7,182	452,307	1,144,020
AMKOR TECHNOLOGY INC.	C031652100	5,536	43,518	39,306
AMSURG CORP.	C03232P405	494	19,366	27,037
ANADARKO PETRO CORP.	C032511107	16,328	1,420,064	1,347,060
ANALOG DEVICES INC.	C032654105	1,121	43,448	62,238
ANGLO AMERICAN	SB1XZS82	9,610	195,084	179,888
ANIXTER INTL INC.	C035290105	1,911	108,150	169,047
ANN INC.	C035623107	463	12,038	16,890
ANNALY CAP MGMT INC	C035710409	14,677	175,602	158,658
ANTHEM INC.	C036752103	5,450	352,706	684,902
AOI ELECTRONICS	S6270960	1,800	28,142	87,527
AOL INC.	C00184X105	1,565	39,599	72,256
AON	CG0408V102	2,305	218,452	218,583
APACHE CORP.	C037411105	1,788	177,126	112,054
APARTMENT INVT & MGMT CO	C03748R101	921	21,455	34,215
APEN AG	S5797028	14	363	317
APERAM S.A.	SB58C6H1	295	5,001	8,776
APG SGA	SB01Z4C3	16	3,950	4,670
APOLLO COML REAL ESTATE FIN INC	C03762U105	6,636	112,199	108,565
APOLLO GROUP INC.	C037604105	6,589	178,735	224,751
APOLLO INVT CORP	C03761U106	1,454	12,484	10,789
APPLE INC.	C037833100	12,313	962,774	1,359,109
APPLIED INDL TECHNOLOGIES INC.	C03820C105	1,890	66,118	86,165
APPLIED MATERIALS INC.	C038222105	12,078	183,484	300,984
ARC LAND SAKAMOTO	S6048004	500	7,238	9,754
ARCH COAL INC.	C039380100	3,110	14,264	5,536
ARCHER-DANIELS-MIDLAND CO.	C039483102	1,155	34,720	60,060
ARISTA NETWORKS INC	C040413106	671	23,280	40,770

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
ARMSTRONG WORLD INDS INC.	C04247X102	675	\$ 35,464	\$ 34,506
ARRIS GROUP INC	C04270V106	274	4,581	8,272
ARROW ELECTR INC.	C042735100	7,796	258,106	451,311
ARUBA NETWORKS INC	C043176106	24,800	456,054	450,864
AS ONE CORPORATION	S6480929	11,300	203,326	296,885
ASBURY AUTOMOTIVE GROUP INC.	C043436104	828	32,578	62,862
ASG GROUP LTD.	S6207214	43,810	27,409	21,870
ASHFORD HOSPITALITY TR INC.	C044103109	939	11,709	9,841
ASHFORD INC.	C044104107	10	562	940
ASHLAND INC.	C044209104	149	15,837	17,844
ASIA CEMENT CO.	S6057152	468	20,690	63,016
ASIA STD INTL GP	S6054584	86,000	19,333	19,407
ASSURANT INC.	C04621X108	991	37,354	67,814
ASTELLAS PHARMA	S6985383	80,400	515,685	1,130,945
ASTORIA FINL CORP.	C046265104	1,490	15,193	19,906
AT GROUP CO. LTD.	S6010274	6,000	60,884	107,794
AT&S AUSTRIA TECH	S5724112	1,238	14,482	13,524
AT&T INC.	C00206R102	48,172	1,524,620	1,618,097
ATEA ASA NOK10	SB12TR11	4,461	45,292	45,815
A-TEC INDUSTRIES	SB1HPFB0	598	10,360	608
ATHEN WATER SUPPLY	S5860191	9,863	128,140	74,592
ATMEL CORP.	C049513104	3,314	26,474	27,821
ATMOS ENERGY CORP.	C049560105	929	27,357	51,782
ATRIA PLC.	S5264287	4,538	46,897	36,352
ATTUNITY LTD.	CM15332121	18,569	146,885	199,617
ATWOOD OCEANICS INC.	C050095108	16,400	691,684	465,268
AUTODESK INC.	C052769106	794	31,578	47,688
AUTOMATIC DATA PROCESSING INC.	C053015103	2,831	126,154	236,020
AUTONEUM HLDG	SB4YCYX0	322	16,622	54,928
AUTOZONE INC.	C053332102	267	124,259	165,303
AVATION PLC.	SB196F55	8,957	21,686	22,067
AVERY DENNISON CORP.	C053611109	3,184	143,557	165,186
AVIS BUDGET GROUP INC.	C053774105	3,205	44,004	212,588
AVISTA CORP.	C05379B107	776	15,767	27,432
AVNET INC.	C053807103	8,897	251,692	382,749
AVON PRODUCTS INC.	C054303102	2,652	60,475	24,902
AXIALL CORP.	C05463D100	682	31,371	28,965
AXIS CAPITAL HOLDINGS LTD.	CG0692U109	2,740	91,250	139,987
B & G FOODS INC	C05508R106	1,319	41,831	39,438
B&B TOOLS	S4093437	358	4,850	6,974
BABCOCK & WILCOX	C05615F102	297	10,344	8,999
BABYLON LTD.	SB2NB586	7,667	61,127	3,645

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
BAKER HUGHES INC.	C057224107	2,576	\$ 147,641	\$ 144,436
BALL CORP.	C058498106	6,600	309,281	449,922
BANCORPSOUTH INC.	C059692103	8,031	136,546	180,778
BANDO CHEMICAL IND	S6075068	4,000	11,287	14,579
BANGKOK BANK	S6368360	89,200	211,640	525,982
BANK NEW YORK MELLON CORP.	C064058100	6,838	200,789	277,418
BANK OF AMERICA CORP	C060505104	60,506	801,632	1,082,452
BANK OF THE OZARKS INC.	C063904106	5,459	42,386	207,005
BANNER CORP.	C06652V208	2,176	68,856	93,612
BARNES & NOBLE INC.	C067774109	2,049	43,345	47,578
BARNES GROUP INC.	C067806109	2,029	60,478	75,093
BARRETT BILL CORP.	C06846N104	1,862	40,443	21,208
BASIC ENERGY SVCS INC	C06985P100	1,594	40,254	11,174
BASLER	S5644588	529	25,413	24,747
BASTIDE CONF	SB0VTWY3	694	9,842	15,368
BAXTER INTL INC.	C071813109	29,839	1,863,103	2,186,900
BB&T CORP.	C054937107	61,049	1,990,745	2,374,195
BEAZLEY PLC. ORD	SB64G908	10,922	38,096	49,047
BECTON DICKINSON & CO.	C075887109	1,213	102,293	168,801
BED BATH BEYOND INC.	C075896100	6,840	447,434	521,003
BELDEN INC.	C077454106	25,726	1,496,791	2,027,466
BELL	S5017221	5	6,955	12,318
BELLEVUE GROUP	SB08Y382	1,483	22,949	21,342
BELL-PARK CO. LTD.	S6245838	705	14,136	14,259
BEMIS CO. INC.	C081437105	1,066	31,055	48,194
BENCHMARK ELECTRS INC.	C08160H101	973	19,520	24,753
BERENDSEN	SB0F9971	1,814	12,163	31,113
BERKLEY GP HOLDINGS	SB02L3W3	20,842	286,029	805,948
BERKLEY W R CORP.	C084423102	7,809	321,212	400,289
BERKSHIRE HATHAWAY INC-	C084670702	2,854	184,147	428,528
BERRY PLASTICS GROUP INC	C08579W103	4,836	129,875	152,576
BEST BUY INC.	C086516101	5,711	164,048	222,615
BET-AT-HOME.COM	SB05GS53	200	11,175	13,959
BIG LOTS INC.	C089302103	1,631	58,686	65,273
BIO RAD LABS INC	C090572207	183	22,665	22,062
BIOGEN IDEC INC.	C09062X103	123	30,110	41,752
BIOMERIEUX	SB01MJR4	1,068	83,281	110,805
BIOTAGE	SB1VN5T8	10,987	17,189	18,386
BLACK HAWK CORP.	C062540109	540	25,830	32,027
BLACK HILLS CORP.	C092113109	1,710	80,891	90,698
BLACKROCK INC.	C09247X101	283	56,709	101,189
BLACKSTONE MTG TR INC	C09257W100	4,490	118,683	130,839

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
BLOCK H & R INC.	C093671105	7,051	\$ 210,439	\$ 237,477
BLOOMIN BRANDS INC.	C094235108	4,302	101,941	106,517
BOB EVANS FARMS INC.	C096761101	8,300	414,918	424,794
BOBST GROUP	S7222755	508	23,601	19,632
BOEING CO.	C097023105	1,703	125,875	221,356
BOFI HLDG INC.	C05566U108	4,674	130,030	363,684
BOOT BARN HLDGS	C099406100	849	15,591	15,452
BOOZ ALLEN HAMILTON HLDG CORP	C099502106	1,197	24,616	31,756
BORUSSIA DORTMUND	S4627193	10,537	46,388	49,293
BOSTON PRIVATE FINL HLDGS INC.	C101119105	6,845	55,080	92,202
BOSTON SCIENTIFIC CORP.	C101137107	52,694	610,409	698,196
BOTTOMLINE TECHNOLOGIES DE INC	C101388106	2,447	60,369	61,860
BOUYGUES	S4002121	32,672	1,240,565	1,185,252
BOYD GAMING CORP.	C103304101	2,045	11,289	26,135
BRAVO BRIO RESTAURANT GROUP INC.	C10567B109	24,101	390,673	335,245
BRIDGE CAP HLDGS FORMERLY BRIDGE BANCORP	C108030107	1,225	19,919	27,416
BRINKER INTL INC.	C109641100	1,217	28,372	71,426
BRINKS CO.	C109696104	665	19,200	16,233
BRISTOL MYERS SQUIBB CO.	C110122108	9,987	353,841	589,533
BRITISH AMERICA TOBACCO	S0287580	9,236	491,568	504,043
BRITISH POLYTHENE	S0779742	22,128	153,012	228,065
BROADCOM CORP.	C111320107	733	19,579	31,761
BROADRIDGE FINL SOLUTIONS INC.	C11133T103	272	5,647	12,561
BROCADE COMMUNICATIONS SYS INC.	C111621306	38,664	340,424	457,781
BRODRENE HARTMANN	S5722581	1,895	38,479	53,274
BROOKLINE BANCORP INC.	C11373M107	2,757	34,907	27,653
BROWN SHOE CO. INC.	C115736100	876	15,532	28,163
BRUNSWICK CORP.	C117043109	5,228	155,620	267,988
BUNGE LTD	CG16962105	2,124	176,117	193,093
BURELLE	S4152769	180	62,701	130,903
BURLINGTON STORES INC	C122017106	2,547	112,460	120,371
BUSAN CITY GAS CO. LTD	S6012593	2,568	53,088	81,655
C CUBE CORP.	S6195557	3,100	12,533	13,057
CA INC.	C12673P105	14,511	339,496	441,860
CABLEVISION SYS CORP.	C12686C109	4,344	78,720	89,660
CABOT MICROELECTRONICS CORP.	C12709P103	2,637	107,954	124,783
CACI INTL INC.	C127190304	625	41,892	53,863
CAESARS ENTERTAINMENT CORP.	C127686103	7,340	106,605	115,165
CALIAN	S2184935	440	8,546	6,705
CALIDA HLDG	S5461743	420	14,204	15,576
CALIFORNIA RES CORP	C13057Q107	4,585	32,397	25,264
CALPINE CORP.	C131347304	1,994	26,273	44,127

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
CALVALLEY PETROLEU	S2161756	10,900	\$ 17,537	\$ 8,846
CAMERON INTL CORP.	C13342B105	8,445	490,369	421,828
CAMPBELL SOUP CO.	C134429109	1,023	36,363	45,012
CANFOR PULP PRODS COM	SB63XT22	27,543	301,984	346,234
CAP 1 FNCL	C14040H105	34,012	1,706,891	2,807,690
CAPSTEAD MTG CORP	C14067E506	1,559	20,248	19,145
CARDINAL HLTH INC	C14149Y108	5,584	171,198	450,796
CAREER EDUCATION C	C141665109	6,898	35,498	48,010
CAREFUSION CORP.	C14170T101	1,493	53,613	88,595
CARLISLE COMPANIES INC.	C142339100	1,980	98,785	178,675
CARLO GAVAZZI HLDG	S4238302	265	69,700	56,272
CARMIKE CINEMAS INC	C143436400	2,407	74,707	63,232
CARNIVAL CORP.	C143658300	878	35,624	39,800
CARREFOUR	S5641567	30,788	917,036	942,552
CARTER INC. FORMERLY CARTER HLDGS INC	C146229109	1,292	79,855	112,805
CASCADES INC.	S2179254	19,096	121,391	115,738
CATALENT INC.	C148806102	3,200	63,369	89,216
CATERPILLAR INC.	C149123101	2,912	240,307	266,535
CATO CORP. NEW	C149205106	446	16,056	18,812
CBL & ASSOC PPTYS INC.	C124830100	7,021	123,121	136,348
CBS CORP.	C124857202	1,813	32,140	100,331
CDN NAT RES LTD.	C136385101	8,295	279,631	256,150
CDN NATURAL RESOUR	S2171573	33,156	963,553	1,028,244
CDW CORP.	C12514G108	35,500	937,166	1,248,535
CECO ENVIRONMENTAL CORP	C125141101	3,029	46,900	47,071
CEGEDIM EURO	S5456233	778	24,726	27,471
CEGID	S7743728	4,529	101,531	165,560
CELANESE CORP.	C150870103	503	30,896	30,160
CELGENE CORP.	C151020104	459	52,045	51,344
CELLAVISION AB	S4018786	3,847	18,114	19,313
CENIT AG	S5761517	1,748	25,770	24,938
CENKOS SECURITIES ORD	SB1FLHR0	6,290	19,183	17,114
CENOVUS ENERGY INC.	SB5BQMT4	49,262	1,335,265	1,015,782
CENTENE CORP.	C15135B101	517	21,929	53,690
CENTERPOINT ENERGY INC.	C15189T107	2,313	40,385	54,194
CENTERRA GOLD INC	SB01NXQ4	27,700	129,781	144,449
CENTURY CASINOS INC.	C156492100	26,421	243,419	133,426
CENTURYLINK INC.	C156700106	4,861	197,340	192,398
CERVUS EQUIPMENT CORP	SB563N86	1,600	25,800	28,443
CEVA INC.	C157210105	18,787	321,253	340,796
CEWE COLOR HLDG	S5740806	1,921	90,644	119,735
CF INDS HLDGS INC.	C125269100	328	76,042	89,393

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
CHAMPION TECH HLDG	S6523482	2,012,000	\$ 38,689	\$ 40,215
CHARLES RIV LABORATORIES INTL INC	C159864107	220	11,923	14,001
CHARTER COMMUNICATIONS INC.	C16117M305	741	75,539	123,465
CHEESECAKE FACTORY INC.	C163072101	11,105	475,911	558,692
CHEFS' WAREHOUSE HOLDINGS	C163086101	4,402	68,021	101,422
CHEMTURA CORP. COM	C163893209	825	20,276	20,402
CHES LODGING	C165240102	6,849	176,935	254,851
CHESAPEAKE ENERGY CORP.	C165167107	38,664	883,527	756,655
CHEVRON CORP.	C166764100	13,600	1,216,697	1,525,648
CHICAGO BRDG & IRON CO.	C167250109	10,300	584,556	432,394
CHINA BILLION RESOURCES LTD.	SB7327X3	224,960	60,484	2,524
CHINA YUCHAI INTL LT	S2186191	6,715	130,226	127,585
CHIQUITA BRANDS INTL INC	C170032809	1,662	20,125	24,033
CHOFU SEISAKUSHO	S6192774	12,500	227,909	322,157
CHOICE HOTELS INTL INC	C169905106	297	15,985	16,638
CHORUS AVIATION INC.	SB67M3Q7	5,814	21,538	22,739
CHUBB CORP.	C171232101	1,290	67,199	133,476
CHUBU NIPPON BRDCG	S6195632	1,000	6,145	5,013
CIE DE ST-GOBAIN	S7380482	17,849	774,789	760,904
CIGNA CORPORATION	C125509109	5,977	352,927	615,093
CIMAREX ENERGY CO	C171798101	253	30,132	26,818
CIMPRESS N.V	CN20146101	10,258	352,856	767,709
CIN BELL INC.	C171871106	3,933	10,129	12,546
CIN FNCL CORP.	C172062101	766	28,265	39,702
CINEMARK HLDGS INC	C17243V102	588	19,079	20,921
CINTAS CORP.	C172908105	184	6,209	14,433
CIPHER PHARMS INC	S2417567	9,800	94,952	141,722
CIRCOR INTL INC.	C17273K109	1,063	45,829	64,078
CISCO SYSTEMS INC	C17275R102	47,789	1,027,236	1,329,251
CITIGROUP INC.	C172967424	23,677	979,178	1,281,162
CITIZENS FINL GROUP INC	C174610105	70,500	1,612,227	1,752,630
CITY NATL CORP.	C178566105	147	8,386	11,879
CJ CORP.	S6189516	160	10,551	22,708
CLARCOR INC	C179895107	1,555	96,026	103,625
CLARKE INC.	S2399182	600	4,571	5,180
CLEANUP CORP.	S6203513	4,300	31,178	31,489
CLIFFS NAT RES INC	C18683K101	1,734	30,645	12,381
CLOROX CO.	C189054109	164	16,044	17,090
CLOUD PEAK ENERGY INC.	C18911Q102	929	14,963	8,528
CME GROUP INC.	C12572Q105	197	16,010	17,464
CML MICROSYSTEMS ORD	S0160294	2,204	17,342	14,434
CMNTY HLTH SYS INC.	C203668108	2,450	94,372	132,104

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
CMS ENERGY CORP.	C125896100	1,632	\$ 24,943	\$ 56,712
CNO FINL GROUP INC.	C12621E103	14,134	194,211	243,388
COACH INC.	C189754104	1,592	57,871	59,796
COBIZ FINL INC.	C190897108	2,555	43,662	33,547
COCA COLA CO.	C191216100	13,150	385,840	555,193
COCA-COLA ENTERPRISES INC.	C19122T109	1,951	45,422	86,273
COEUR D ALENE MINES CORP. IDAHO	C192108504	5,665	45,668	28,948
COGECO CABLE INC.	S2205762	300	15,942	18,556
COGECO INC.	S2186890	500	22,396	26,376
COGNIZANT TECHNOLOGY SOLUTIONS CORP.	C192446102	6,500	286,375	342,290
COHEN & STEERS INC.	C19247A100	765	24,941	32,191
COLGATE-PALMOLIVE CO.	C194162103	2,818	103,423	194,977
COLLINS FOOD LTD	SB6QCFP1	27,032	47,776	49,552
COMCAST CORP.	C20030N101	29,025	1,156,952	1,683,740
COMERICA INC.	C200340107	740	27,168	34,662
COMFORT SYS USA INC.	C199908104	3,342	35,769	57,215
COMFORTDELGRO CORP. LTD	S6603737	327,800	357,788	643,182
COML METALS CO.	C201723103	2,888	51,502	47,046
COMM BANCSHARES INC.	C200525103	580	18,746	25,224
COMMUNITY BK SYS INC.	C203607106	2,433	64,136	92,770
COMP ENG & CONSULT	S6215314	6,200	52,525	56,314
COMPUTACENTER	SB99K3F9	11,546	28,913	105,588
COMPUTER SCI CORP.	C205363104	5,402	301,244	340,596
COMSTOCK RES INC.	C205768203	744	20,713	5,067
COMTECH TELECOMMUNICATIONS CORP.	C205826209	908	24,047	28,620
CONAGRA FOODS INC	C205887102	1,935	46,599	70,202
CONMED CORP.	C207410101	268	12,418	12,049
CONNECTONE BANCORP INC	C20786W107	1,153	21,619	21,907
CONOCOPHILLIPS	C20825C104	11,045	519,075	762,768
CONS EDISON INC.	C209115104	2,502	126,667	165,157
CONSTANT CONTACT INC.	C210313102	21,007	332,658	770,957
CONSTANTIN MEDIEN	SB00PXG1	15,168	32,248	23,768
CONTINENTAL BLD PRODS INC	C211171103	2,890	42,663	51,240
CONTINENTAL RES INC	C212015101	8,200	437,979	314,552
CONVERGYS CORP. DE	C212485106	6,843	93,347	139,392
CON-WAY INC.	C205944101	224	9,249	11,016
COPA HOLDINGS SA	CP31076105	1,400	140,407	145,096
CORELOGIC INC	C21871D103	1,328	31,162	41,952
CORE-MARK HLDG CO. INC	C218681104	1,124	53,908	69,609
CORNING INC.	C219350105	10,910	176,205	250,166
CORPORATE EXECUTIVE BRD CO.	C21988R102	10,248	589,579	743,287
CORTICEIRA AMORIM	S4657736	2,434	3,534	8,880

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
COSTCO WHOLESALE CORP.	C22160K105	1,126	\$ 65,711	\$ 159,611
COVIDIEN PLC.	CG2554F113	6,376	280,285	652,138
CRACKER BARREL OLD CTRY STORE INC.	C22410J106	3,860	341,770	543,334
CRAMO	S4722667	4,935	92,330	72,137
CRANE CO.	C224399105	9,728	589,755	571,034
CRCAM ATLANTIQU VEN	S7397879	83	8,776	9,943
CRCAM BRIE PICARD	SB1YGZL6	1,609	50,892	50,913
CRCAM ILLE-VILAINE	S4202448	106	4,763	8,369
CRCAM NORMANDIE-SE	S7121153	155	18,663	20,444
CRCAM PARIS & IDF	S7110463	45	3,053	3,688
CREDIT AGRICOLE	S4230171	279	28,825	27,727
CRH PLC. EQUITY	S0182704	29,288	511,536	705,103
CROSS-HARBOUR(HLD)	S6235367	19,000	17,618	18,155
CSI PROPERTIES LTD.	SB1WSH52	1,264,394	35,391	50,544
CST BRANDS INC.	C12646R105	370	15,844	16,136
CSX CORP.	C126408103	4,659	55,448	168,796
CTS CORP.	C126501105	4,023	60,200	71,730
CUBESMART	C229663109	9,500	119,874	209,665
CUBIC CORP.	C229669106	2,164	99,193	113,913
CULLEN / FROST BANKERS INC.	C229899109	358	18,212	25,289
CUMMINS INC	C231021106	590	55,042	85,060
CUMULUS MEDIA INC. CL	C231082108	35,042	185,015	148,228
CURTISS WRIGHT CORP	C231561101	1,414	99,864	99,814
CVR BANCTEC INC	C059CVR993	18,307	–	–
CVS CAREMARK CORP.	C126650100	20,392	816,173	1,963,954
CVS GROUP PLC.	SB286382	11,070	71,786	77,674
CYS INVTS INC.	C12673A108	1,732	15,991	15,103
D R HORTON INC.	C23331A109	33,100	638,813	837,099
DAEHAN FLOUR MILL	S6249498	268	55,075	37,915
DAESANG HOLDINGS C	SB0H1MC1	12,025	36,043	183,797
DAESUNG ENERGY	SB66P6Z7	5,516	31,874	30,111
DAEWON SANUP	SB03YXJ8	7,272	51,888	58,618
DAIHATSU DIESEL	S6250337	4,000	21,260	30,527
DAIICHI KIGENSO	SB03KX18	200	4,786	8,157
DAIICHIKOSHO CO.	S6253132	15,800	142,902	429,609
DAIMLER	S5529027	4,067	200,297	339,420
DAIWA ODAKYU CONST	S6656087	2,100	14,230	14,669
DANA HLDG CORP.	C235825205	1,598	22,315	34,741
DANIELI & C	S4253350	673	10,772	16,760
DANONE EURO	SB1Y9TB3	16,932	1,171,051	1,115,603
DARDEN RESTAURANTS INC.	C237194105	384	18,375	22,514
DART GROUP	SB1722W1	62,753	63,052	284,737

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
DAVITA HEALTHCARE PARTNERS INC.	C23918K108	306	\$ 8,109	\$ 23,176
DEALERTRACK TECHNOLOGY	C242309102	2,030	41,899	89,949
DEAN FOODS CO.	C242370203	608	9,769	11,783
DECHRA PHARMA ORD	S0963318	4,773	57,072	62,255
DECKERS OUTDOOR CORP	C243537107	530	41,843	48,251
DEERE & CO.	C244199105	1,373	70,704	121,469
DELCLIMA	SB78GKC0	7,661	11,329	18,401
DELONG HLDGS LTD.	SB1WKCW0	20,000	8,564	3,736
DELTA AIR LINES INC.	C247361702	1,940	19,417	95,429
DELUXE CORP.	C248019101	432	11,990	26,892
DENBURY RES INC.	C247916208	1,724	30,194	14,016
DERICHEBOURG	S4457088	6,605	28,239	20,381
DEUTSCHE WOHNEN	SB0YZ0Z5	29,920	276,269	708,888
DEVON ENERGY CORP.	C25179M103	3,110	201,269	190,363
DEVOTEAM SA	S5805103	1,619	20,876	29,660
DEVRY EDUCATION GROUP INC	C251893103	1,228	39,981	58,293
DIAGEO ORD	S0237400	11,893	328,583	342,789
DIAMOND FOODS INC	C252603105	2,594	–	73,229
DIAMOND OFFSHORE DRILLING INC.	C25271C102	889	62,480	32,635
DIAMOND RESORTS OWNER TRUST	C25272T104	4,048	70,068	112,939
DICKSON CONCEPT IN	S6266851	11,500	8,378	5,695
DIEBOLD INC.	C253651103	1,756	58,078	60,828
DIGI INTL INC.	C253798102	2,575	34,523	23,922
DIGITAL RIV INC	C25388B104	933	23,908	23,073
DILLARDS INC.	C254067101	289	31,866	36,177
DIME CMNTY BANCSHARES INC.	C253922108	1,811	25,317	29,483
DINEEQUITY INC.	C254423106	847	70,345	87,783
DIRECTCASH PAYMENTS INC	SB3SDJW6	1,500	20,637	25,189
DIRECTV	C25490A309	10,120	604,422	877,405
DISCOVER FINL SVCS	C254709108	1,031	17,669	67,520
DISH NETWORK CORP.	C25470M109	664	19,202	48,399
DOCDATA	SB02TCP3	1,291	26,289	30,923
DOLLAR TREE INC.	C256746108	8,300	384,569	584,154
DOMINION DIAMOND	SB95LX89	6,628	95,785	119,427
DOMINION RES INC.	C25746U109	2,660	119,229	204,554
DOMINOS PIZZA INC.	C25754A201	368	3,823	34,655
DONNELLEY R R & SONS CO.	C257867101	8,188	109,491	137,599
DOVER CORP.	C260003108	4,645	210,182	333,139
DOW CHEMICAL CO.	C260543103	28,551	986,841	1,302,211
DR PEPPER SNAPPLE GROUP INC.	C26138E109	1,313	40,023	94,116
DRAEGERWERK	SB3P3LW3	1,172	118,283	90,423
DRYSHIPS INC.	SB0647S2	40	3,433	42

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
DTE ENERGY CO.	C233331107	1,865	\$ 96,211	\$ 161,080
DU PONT E I DE NEMOURS & CO.	C263534109	2,766	118,403	204,518
DUKE ENERGY CORP.	C26441C204	1,132	57,661	94,567
DUN & BRADSTREET CORP	C26483E100	266	17,219	32,175
DUPONT FABROS TECH INC.	C26613Q106	3,799	90,035	126,279
DYNEGY INC. NEW	C26817R108	4,590	156,055	139,306
E TRADE FINL CORP. FORMERLY E TRADE GROUP INC.	C269246401	4,939	45,964	119,795
EARTHLINK HLDGS CORP	C27033X101	5,726	34,263	25,137
EASTMAN CHEM CO.	C277432100	276	7,682	20,937
EASYHOME LTD	S2974932	400	5,628	6,928
EBAY INC.	C278642103	9,314	306,656	522,702
ECHO GLOBAL LOGISTICS INC	C27875T101	17,112	317,906	499,670
ECOGREEN FINE CHEM	S6744227	40,000	8,492	11,245
EDION CORP.	S6512714	8,500	55,375	60,119
EDISON INTL	C281020107	3,348	158,518	219,227
ELECTR ARTS	C285512109	13,101	234,527	615,944
ELECTRONICS FOR IMAGING INC.	C286082102	1,596	31,005	68,357
ELI LILLY & CO.	C532457108	5,589	254,711	385,585
ELICA	SB1GFPS8	19,599	40,671	39,510
EMAK	S5480588	8,863	9,717	9,218
EMC CORP.	C268648102	82,937	1,992,759	2,466,547
EMCOR GROUP INC.	C29084Q100	2,883	113,377	128,265
EMERSON ELECTRIC CO.	C291011104	33,234	2,124,333	2,051,535
EMMI	SB03PQZ8	177	23,877	62,524
ENCANA CORP.	S2793182	11,312	279,669	156,897
ENDO INTL LTD.	CG30401106	545	41,867	39,305
ENDOLOGIX INC.	C29266S106	4,333	59,017	66,252
ENDURANCE SPECIALTY HOLDINGS LTD	CG30397106	1,461	80,621	87,426
ENERCARE INC.	SB3M62G6	3,000	37,119	37,557
ENERGEN CORP.	C29265N108	5,462	352,340	348,257
ENERGIZER HLDGS INC.	C29266R108	290	22,873	37,282
ENSTAR GROUP LIMITED	CG3075P101	997	69,350	152,431
ENTEGRIS INC.	C29362U104	9,735	112,575	128,599
ENTERGY CORP.	C29364G103	3,533	276,042	309,067
ENVISION HEALTH HLDS INC	C29413U103	13,700	441,496	475,253
EOG RESOURCES INC.	C26875P101	16,905	1,335,792	1,556,444
EQT CORP.	C26884L109	1,960	201,708	148,372
EQTY RESDNTL	C29476L107	477	30,234	34,268
EQUIFAX INC.	C294429105	1,640	47,679	132,627
EQUITAL ILS1	S6677356	1,299	23,609	18,353
EQUITY COMWLTH	C294628102	1,273	31,076	32,678
ESPRINET	SB08QZ48	5,563	25,797	38,572

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
ESTEE LAUDER COMPANIES INC	C518439104	213	\$ 15,958	\$ 16,231
ESTERLINE TECHNOLOGIES CORP.	C297425100	7,387	430,497	810,206
EUGENE INVS&SEC	SB0BXJ22	4,358	8,478	7,791
EURONET WORLDWIDE INC.	C298736109	640	20,142	35,136
EUROPACORP	SB1Z7SG4	4,004	17,659	21,076
EVERYDAY HEALTH INC	C300415106	5,166	68,075	76,199
EXCO TECHNOLOGIES	S2325392	1,000	5,423	10,179
EXELIS INC	C30162A108	4,821	57,496	84,512
EXELON CORP.	C30161N101	9,227	411,613	342,137
EXOR SPA	SB06HZC1	5,489	175,973	226,093
EXPEDIA INC.	C30212P303	7,635	543,310	651,723
EXPEDITORS INTL WASH INC	C302130109	380	15,894	16,952
EXPRESS INC.	C30219E103	2,031	32,757	29,835
EXPRESS SCRIPTS HLDG CO.	C30219G108	21,125	1,298,206	1,788,654
EXTERRAN HLDGS INC.	C30225X103	1,317	31,044	42,908
EXTREME NETWORK INC	C30226D106	9,475	55,164	33,447
EXXON MOBIL CORP.	C30231G102	31,691	2,508,989	2,929,833
F5 NETWORKS INC	C315616102	1,600	206,161	208,744
FAIRCHILD SEMICONDUCTOR INTL INC.	C303726103	7,045	92,421	118,920
FALCO SD HLDG	S6354853	400	4,877	4,187
FAMILY DLR STORES INC.	C307000109	166	5,572	13,149
FAMILYMART CO	S6331276	1,100	43,173	41,745
FANUC CORP.	S6356934	8,890	731,483	1,478,886
FCB FINL HLDGS INC	C30255G103	17,165	397,026	422,946
FEDEX CORP.	C31428X106	995	96,617	172,792
FEDT INVESTORS INC	C314211103	6,219	143,966	204,792
FERRO CORP.	C315405100	1,819	23,452	23,574
FFP	S4344072	3,797	156,067	229,682
FIDELITY & GTY LIFE	C315785105	1,832	31,144	44,463
FIDELITY NATL INFORMATION SVCS INC.	C31620M106	5,655	293,102	351,741
FINISAR CORPORATION	C31787A507	700	18,297	13,587
FINISH LINE INC	C317923100	805	22,134	19,570
FIRST CASH FINANCIAL SERVICES INC	C31942D107	1,119	36,161	62,295
FIRST FINL BANKSHARES INC.	C32020R109	3,386	52,389	101,174
FIRST LONG IS CORP.	C320734106	950	15,383	26,952
FIRST MIDWEST BANCORP INC.	C320867104	3,464	44,382	59,269
FIRST SOLAR INC.	C336433107	1,266	47,502	56,457
FIRSTENERGY CORP.	C337932107	3,593	162,344	140,091
FIRSTMERIT CORP.	C337915102	577	9,583	10,900
FLEETCOR TECHNOLOGIES INC	C339041105	2,300	298,793	342,033
FLEXTRONICS INTL LTD.	CY2573F102	66,591	507,395	744,488
FLOWERS FOODS INC.	C343498101	846	19,481	16,235

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
FLOWERVE CORP.	C34354P105	4,558	\$ 194,248	\$ 272,705
FLUOR CORP.	C343412102	2,209	126,039	133,931
FLUSHING FINL CORP.	C343873105	2,706	35,256	54,851
FOOT LOCKER INC.	C344849104	1,146	17,995	64,382
FORD MTR CO	C345370860	168,034	2,083,899	2,604,527
FOREST OIL CORP.	C346091705	8,242	58,568	1,854
FORUM ENERGY TECH	C34984V100	3,893	87,874	80,702
FORWARD AIR CORP.	C349853101	2,036	64,979	102,553
FOSSIL GROUP INC.	C34988V106	5,200	560,183	575,848
FOUNTAIN SET HLDGS	S6349053	286,000	47,597	30,242
FRANCESCAS HLDGS CORP.	C351793104	12,700	243,766	212,090
FRANCOTYP-POSTALIA	SB1HMB68	10,967	67,613	52,791
FRANKLIN COVEY	C353469109	5,091	102,545	98,562
FRAPORT (FRANKFURT AIRPORT SERVICES)	S7107551	2,236	77,094	129,980
FREEPORT-MCMORAN COPPER & GOLD INC	C35671D857	10,371	332,683	242,267
FREESCALE SEMICONDUCTOR LTD	CG3727Q101	1,857	28,914	46,852
FRESH MKT INC.	C35804H106	22,788	854,456	938,866
FRESNILLO	SB2QPKJ1	32,424	562,114	387,268
FRKLN RES INC.	C354613101	635	21,579	35,160
FRONTIER	C35906A108	25,686	126,275	171,326
FROSTA	S5347694	300	6,810	9,867
FTI CONSULTING INC.	C302941109	947	24,783	36,583
FUJI KIKO CO. LTD.	S6356503	3,000	12,282	14,137
FUJII SANGYO CORP	S6355997	400	3,943	4,457
FULLER H B CO.	C359694106	1,359	56,945	60,516
FURSUS	S6424659	14,306	262,018	409,338
FURUSATO INDUSTRIE	S6357595	700	6,952	9,686
FUSO CHEMICAL CO.	S6347712	6,000	28,204	65,808
G & K SVCS INC.	C361268105	1,072	38,752	75,951
G-7 HOLDINGS INC.	S6034188	5,900	47,063	49,308
GALLAGHER ARTHUR J & CO.	C363576109	327	8,765	15,395
GAMCO INVS INC.	C361438104	2,294	105,292	204,028
GAMECARD-JOYCO HOLDINGS INC	SB3NNBT2	3,300	51,011	42,635
GAMESTOP CORP.	C36467W109	17,375	682,372	587,275
GANNETT INC.	C364730101	2,125	24,270	67,851
GAP INC.	C364760108	1,513	37,302	63,712
GATX CORP.	C361448103	291	9,175	16,744
GAUMONT	S4412162	382	17,341	18,614
GAZPROM	S5140989	47,005	316,955	218,573
GBST HOLDINGS	SB08XJF8	4,684	13,796	14,489
GEM DIAMONDS	SB1P8H48	58,424	197,974	159,193
GEN MTRS CO.	C37045V100	6,804	191,181	237,528

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<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
GENERAC HLDGS INC	C368736104	9,100	\$ 459,836	\$ 425,516
GENERAL CABLE CORP	C369300108	996	32,841	14,840
GENERAL DYNAMICS CORP.	C369550108	2,468	186,692	339,646
GENERAL ELECTRIC CO	C369604103	33,693	631,973	851,422
GENERAL MILLS INC.	C370334104	1,435	61,481	76,529
GENESCO INC.	C371532102	390	20,488	29,882
GENTIVA HEALTH SVCS INC	C37247A102	822	8,569	15,659
GENUINE PARTS CO.	C372460105	1,159	47,742	123,515
GENWORTH FINL INC.	C37247D106	7,655	50,288	65,068
GERRESHEIMER	SB1Y47Y7	496	31,704	26,978
GIBSON ENERGY INC	SB44WH97	2,100	58,679	49,298
GIGAMON INC.	C37518B102	565	5,856	10,017
GILEAD SCIENCES INC	C375558103	3,280	238,065	309,173
GLACIER BANCORP INC.	C37637Q105	4,416	88,151	122,632
GLAXOSMITHKLINE	S0925288	25,608	493,703	549,427
GLENTEL INC.	S2372291	1,300	13,140	28,273
GLOBAL PMTS INC.	C37940X102	2,363	128,695	190,765
GLOBE SPECIALTY METALS INC	C37954N206	2,028	33,760	34,942
GNC HLDGS INC. GNC HOLDINGS INC	C36191G107	9,080	377,797	426,397
GOLDCORP INC.	S2676636	30,308	914,491	561,304
GOLDMAN SACHS GROUP INC.	C38141G104	3,570	552,615	691,973
GOLUB CAPITAL BDC INC.	C38173M102	1,521	22,547	27,272
GOODYEAR TIRE & RUBBER CO.	C382550101	5,084	84,549	145,250
GOOGLE INC.	C38259P508	4,365	2,144,075	2,316,331
GOOGLE INC.	C38259P706	610	252,399	321,104
GP BATTERIES INTL	S6382467	3,323	3,464	1,994
GPE BRUXELLES LAM	S7097328	2,121	171,762	181,581
GRACE W R & CO.	C38388F108	1,074	70,432	102,449
GRACO INC.	C384109104	912	44,549	73,124
GRAHAM CORP.	C384556106	5,042	99,124	145,058
GRAHAM HLDGS CO.	C384637104	103	50,959	88,962
GRAND CANYON ED INC.	C38526M106	22,900	877,791	1,068,514
GRANDY HOUSE CORPO	SB0NSG91	1,400	5,108	3,480
GRAPHIC PACKAGING HLDG CO	C388689101	20,829	206,507	283,690
GREAT EAGLE HLDGS	S6387406	113,268	385,534	368,804
GREAT PLAINS ENERGY INC	C391164100	577	12,337	16,393
GREAT WESTN BANCORP INC	C391416104	3,069	55,252	69,943
GROUPE FNAC	SB7VQL46	3,078	138,864	154,568
GUERBET	S4395155	351	11,419	14,483
GUESS INC.	C401617105	1,935	51,734	40,790
GUOCO GROUP	S6390363	48,544	257,970	569,644
H & E EQUIP SVC INC	C404030108	502	19,163	14,101

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<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
HAIN CELESTIAL GROUP INC.	C405217100	11,100	\$ 226,878	\$ 647,019
HAL TRUST UNITS	S4402839	3,414	234,483	519,487
HALLIBURTON CO.	C406216101	1,705	53,987	67,058
HAMBURGER HAFEN	SB28SK09	20,152	608,176	420,640
HAMMOND POWER SOLU	S2714503	1,200	14,443	7,087
HANESBRANDS INC.	C410345102	298	7,446	33,263
HANGER INC.	C41043F208	348	12,925	7,621
HANOVER INS GROUP INC.	C410867105	662	30,784	47,214
HARLEY DAVIDSON	C412822108	16,446	897,404	1,083,956
HARMAN INTL INDS INC.	C413086109	7,721	797,010	823,908
HARRIS CORP.	C413875105	1,340	73,414	96,239
HARSCO CORP.	C415864107	2,060	51,222	38,913
HARTFORD FINL SVCS GROUP INC.	C416515104	4,061	101,863	169,303
HARUYAMA TRADING	S6419815	7,500	60,609	43,913
HARVEY NASH GROUP	S0657354	25,386	40,228	28,351
HASBRO INC.	C418056107	1,580	65,302	86,884
HASEKO CORPORATION	S6414401	7,300	60,558	59,425
HATTERAS FINL CORP	C41902R103	836	16,002	15,407
HAVYARD GROUP	SBLG38B6	4,573	20,703	16,163
HAW PAR CORP. LTD.	S6415523	157,300	358,352	1,011,392
HAWAIIAN ELEC INDS INC.	C419870100	1,604	35,474	53,702
HAWAIIAN HOLDINGS INC	C419879101	1,458	16,041	37,981
HAZAMA ANDO CORP	S6687991	45,300	335,859	294,330
HCA HLDGS INC.	C40412C101	5,183	176,352	380,380
HCC INS HLDGS INC.	C404132102	834	24,570	44,636
HD SUPPLY HLDGS	C40416M105	19,100	529,686	563,259
HEALTH MANAGEMENT	S6180810	34,000	7,952	7,056
HEALTH NET INC.	C42222G108	2,828	89,196	151,383
HEALTHSOUTH CORP.	C421924309	4,767	137,776	183,339
HEARTLAND PMT SYS INC	C42235N108	8,933	307,881	481,935
HEIDELBERG CEMENT	S5120679	17,141	934,557	1,219,806
HELMERICH & PAYNE INC	C423452101	494	50,640	33,305
HERBALIFE LTD.	CG4412G101	877	45,861	33,063
HERITAGE FINL CORP. WASH	C42722X106	1,453	18,399	25,500
HERSHEY	C427866108	260	11,830	27,022
HERTZ GLOBAL HLDGS INC.	C42805T105	1,783	21,832	44,468
HESS CORP.	C42809H107	2,386	141,972	176,135
HEURTEY PETROCHEM	SB17FR58	17	527	539
HEWLETT PACKARD CO.	C428236103	39,065	1,053,022	1,567,678
HIAP HOE LTD.	SB1LJQQ0	12,000	7,424	7,290
HIGH ARCTIC ENERGY SVCS INC	SB232TL0	30,844	110,242	102,525
HIGHWOODS PPTYS INC.	C431284108	3,733	133,487	165,297

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<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
HIKMA PHARMACEUTIC ORD	SB0LCW08	965	\$ 26,317	\$ 29,778
HILL ROM HLDGS INC.	C431475102	343	11,047	15,648
HILTON FOOD GROUP	SB1V9NW5	595	1,699	3,572
HIROSE ELECTRIC	S6428725	5,400	526,815	634,155
HISCOX ORD	SBK6M9K2	38,038	401,505	427,334
HKR INTL LTD.	S6159672	25,600	10,589	12,610
HKSCAN	S5537387	13,467	64,854	53,287
HOKKAIDO COCA-COLA	S6431314	2,000	9,264	8,758
HOKKAN HOLDINGS	S6431109	18,000	47,965	43,838
HOKURIKU GAS CO.	S6433194	13,000	33,441	30,035
HOLLYFRONTIER CORP	C436106108	807	36,343	30,246
HOLOGIC INC.	C436440101	535	11,973	14,306
HOMAG GROUP	S7145517	811	20,336	29,441
HOME BANCSHARES INC.	C436893200	2,848	28,331	91,592
HOME DEPOT INC.	C437076102	5,607	378,799	588,566
HOME RETAIL GROUP	SB19NKB7	–	–	–
HONEYWELL INTL INC.	C438516106	15,188	564,171	1,517,585
HONG KONG FERRY	S6435833	38,000	41,465	41,357
HONG LEONG FINANCE	S6811767	2,000	4,336	3,939
HONGKONG CHINESE LTD	S6889656	40,000	8,887	7,376
HOPEWELL HIGHWAY	S6665016	8,446	3,626	4,237
HOPEWELL HOLDINGS	S6140290	168,938	529,325	617,600
HORNBACH BAUMARKT	S4693194	2,633	114,077	96,283
HORNBACH HLDG AG NON-VTG PRF	S4693815	3,308	94,167	284,482
HORNBECK OFFSHORE SVCS INC	C440543106	230	9,826	5,743
HOSPIRA INC.	C441060100	1,322	60,794	80,973
HOSPITALITY PPTYS TR	C44106M102	1,019	30,015	31,589
HOYA CORP.	S6441506	43,170	926,630	1,478,067
HSN INC.	C404303109	1,116	66,380	84,816
HUDSON CITY BANCORP INC.	C443683107	4,292	33,146	43,435
HUDSON PACIFIC PROPERTIES INC.	C444097109	5,783	85,096	173,837
HUMANA INC.	C444859102	1,399	67,801	200,938
HUNTINGTON BANCSHARES INC.	C446150104	29,808	192,446	313,581
HUNTINGTON INGALLS INDS INC.	C446413106	2,357	98,616	265,069
HUNTSMAN CORP.	C447011107	7,171	156,463	163,356
HURON CONSULTING GROUP INC.	C447462102	6,719	317,686	459,512
HYSAN DEVELOPMENT	S6449629	64,000	300,158	285,963
IAC / INTERACTIVECORP	C44919P508	245	16,172	14,894
ICL-ISRAEL CHEM	S6455530	42,376	423,136	307,955
ICON	CG4705A100	25,200	1,181,845	1,284,948
ICON	SB94G471	7,000	358,381	356,930
ICONIX BRAND GROUP INC.	C451055107	5,046	111,318	170,504

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<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
IDACORP INC.	C451107106	2,728	\$ 111,495	\$ 180,566
IGATE CORP.	C45169U105	19,800	647,342	781,704
II-VI INC.	C902104108	8,175	102,030	111,589
ILL TOOL WKS INC.	C452308109	2,713	173,733	256,921
IMS HEALTH HLDG INC	C44970B109	26,200	689,480	671,768
INABA SEISAKUSH	S6118930	1,500	17,759	16,690
INDEPENDENT BK CORP. MASS	C453836108	1,728	47,294	73,976
INDEPENDENT BK GROUP INC	C45384B106	798	23,666	31,170
INDUTRIAS PENOLES	S2448200	13,800	151,236	270,116
INFINITY PHARMACEUTICALS INC	C45665G303	4,961	80,416	83,791
INFOMEDIA	S6268095	72,476	70,675	70,283
INFORMATION SERVIC	SBC1JG90	1,400	24,266	21,999
INFOTEL	S5604667	400	7,525	9,797
INGERSOLL-RAND PLC.	CG47791101	1,570	44,791	99,522
INGRAM MICRO INC.	C457153104	5,470	111,875	151,191
INSIGHT ENTERPRISES INC.	C45765U103	1,566	25,466	40,544
INTAGE HOLDINGS INC	S6418146	700	9,494	10,258
INTEGRA LIFESCIENCES HLDG CORP	C457985208	1,733	84,173	93,981
INTEGRYS ENERGY GROUP INC.	C45822P105	765	33,727	59,555
INTEL CORP.	C458140100	45,407	1,243,685	1,647,820
INTERACTIVE BROKERS GROUP INC. CL	C45841N107	3,055	54,979	89,084
INTERNATIONAL BUSINESS MACHS CORP.	C459200101	6,348	935,305	1,018,473
INTERNATIONAL RECTIFIER CASH MERGER / REORG	C460254105	370	9,619	14,763
INTERNET GOLD-GOLDEN LINES	S2445427	1,764	17,249	11,907
INTERPUBLIC GROUP COMPANIES INC. COM	C460690100	7,008	80,510	145,556
INTERSIL CORP	C46069S109	13,931	148,879	201,581
INTL BANCSHARES CORP	C459044103	458	8,929	12,155
INTL PAPER CO.	C460146103	3,610	145,297	193,424
INVESTEC	SB17BBQ5	47,321	354,228	399,547
INVESTOR	S5679579	18,668	370,267	670,815
INVESTOR	S5679591	7,820	150,548	284,400
INVT TECH GROUP INC	C46145F105	1,045	17,253	21,757
IPE GROUP LTD.	SB03DL02	150,000	17,335	13,153
IPSEN EUR1	SB0R7JF1	1,203	59,485	62,595
IRON MTN STK MERGER / REORG	C462846106	1,037	36,069	40,090
ISG PLC. ORD	S0292595	4,836	19,489	26,015
ISS A/S DKK1	SBKJ9RT5	10,792	364,269	312,339
ISTAR FINL INC.	C45031U101	1,356	18,751	18,509
IT HOLDINGS CORP.	SB2Q4CR0	1,300	19,976	19,723
ITALCEMENTI	S5975932	40,260	310,973	240,660
ITALMOBILIARE	S4492216	5,689	156,585	129,418
ITALMOBILIARE DI RISP	S4492227	11,434	233,466	202,001

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
ITOCHU ENEX CO. LTD.	S6467825	2,500	\$ 13,408	\$ 17,786
ITRON INC.	C465741106	749	30,056	31,675
ITT CORPORATION W/I	C450911201	1,056	22,834	42,726
ITT EDL SVCS INC.	C45068B109	2,366	64,801	22,737
ITURAN LOCATION & CONTROL	CM6158M104	3,527	45,677	77,594
IWASAKI ELECTRI	S6468129	6,000	13,022	12,061
J & J SNACK FOODS CORP	C466032109	266	26,152	28,933
J G WENTWORTH INC.	C46616D100	–	223,020	–
J2 GLOBAL INC.	C48123V102	5,055	109,946	313,410
JABIL CIRCUIT INC.	C466313103	13,362	247,488	291,692
JACK IN THE BOX INC.	C466367109	2,163	102,996	172,953
JACOBS ENGR GROUP INC.	C469814107	512	23,558	22,881
JAFCO CO. LTD.	S6471439	1,200	42,152	41,686
JANUS CAP GROUP INC.	C47102X105	20,800	327,640	335,504
JAPAN INC	S6172453	2,600	43,543	44,412
JAPAN WOOL TEXTILE	S6470704	36,100	225,843	238,469
JARDINE MATHESON HLDGS	S6472119	12,100	463,914	737,495
JDS UNIPHASE CORP	C46612J507	5,235	66,937	71,824
JENSEN GROUP	S5262689	490	9,654	9,457
JETBLUE AWYS CORP.	C477143101	4,755	25,885	75,414
JIMOTO HOLDINGS	SB756186	4,600	9,011	8,824
JINHUI HLDGS CO.	SB095BB3	19,000	7,022	3,210
JKX OIL & GAS	S0469742	17,845	18,261	3,339
JOHNSON & JOHNSON	C478160104	21,437	1,464,124	2,241,667
JOHNSON CTL INC.	C478366107	1,948	64,686	94,166
JOHNSON SERVICE GP	S0476281	64,225	31,770	62,089
JOY GLOBAL INC.	C481165108	329	19,864	15,305
JPMORGAN CHASE & CO.	C46625H100	36,751	1,399,949	2,299,877
JQW PLC. ORD	SBGCZHC5	6,376	6,345	1,628
JUMBO SA	S7243530	34,414	201,480	352,713
JUNIPER NETWORKS INC.	C48203R104	5,500	131,743	122,760
K.R.S.CORP	S6502663	600	5,711	6,971
KAISER ALUM CORP.	C483007704	1,793	102,962	128,074
KAMAN CORP.	C483548103	2,804	74,452	112,412
KAMEI CORP.	S6482550	3,500	17,152	21,923
KANADEN CORP.	S6483304	1,000	6,822	6,789
KANAMOTO CO. LTD	S6482903	6,300	224,204	172,088
KANEFUSA CORP.	S6491835	900	6,685	7,462
KANSAI PAINT CO.	S6483746	27,530	172,191	430,074
KAPSTONE PAPER & PACKAGING CORP.	C48562P103	3,104	44,279	90,978
KARDEX	SB00ZC75	4,290	96,722	199,680
KAS BANK	S5784536	3,797	45,309	45,537

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
KAWASAKI KINKAI KI	S6491802	2,000	\$ 8,652	\$ 7,006
KAWASUMI LABS INC.	S6484857	7,400	47,234	45,920
KBR INC.	C48242W106	1,193	34,259	20,221
KDDI CORP.	S6248990	24,700	819,499	1,573,326
KECK SENG INVT	S6486682	40,000	17,421	35,126
KELLOGG CO.	C487836108	1,223	61,504	80,033
KEMPER CORP.	C488401100	729	27,248	26,324
KENNEDY-WILSON HLDGS INC.	C489398107	6,140	94,552	155,342
KERYX BIOPHARMACEUTICALS INC	C492515101	14,732	247,994	208,458
KEY ENERGY SVCS INC	C492914106	1,854	18,578	3,096
KEYCORP	C493267108	6,223	63,715	86,500
KEYENCE CORP.	S6490995	2,780	471,056	1,247,690
KIA MOTORS CORP	S6490928	7,898	440,567	375,804
KIMBERLY-CLARK CORP.	C494368103	823	62,775	95,089
KINDRED HEALTHCARE INC.	C494580103	4,854	74,039	88,246
KINGBOARD COPPER ORD	S6201896	2,036	376	238
KINGSMEN CREATIVE	S6692694	11,000	7,467	7,803
KINROSS GOLD CORP.	SB04NVW3	83,103	418,789	234,350
KLA-TENCOR CORP	C482480100	268	19,893	18,846
KOBAYASHI PHARMACEUTICALS	S6149457	1,200	55,279	70,462
KOHL'S CORP.	C500255104	9,407	501,136	574,203
KONINKLIJKE BOSKAL	SB1XF882	1,537	86,030	84,530
KOREA FLANGE CO.	S6498375	710	13,611	11,175
KORN / FERRY INTL	C500643200	6,483	97,586	186,451
KRAFT FOODS GROUP INC	C50076Q106	1,752	93,977	109,780
KRISPY KREME DOUGHNUTS INC	C501014104	1,639	30,763	32,354
KROGER CO.	C501044101	12,633	406,279	811,165
KS CY SOUTHN	C485170302	4,000	433,755	488,120
KSB	S4498043	281	140,608	142,130
KT&G CORPORATION	S6175076	12,553	755,580	869,111
KUEHNE&NAGEL INTL	SB142S60	1,040	61,945	141,611
KVAERNER ASA NOKO	SB5VFAQ0	54,503	104,551	64,625
KYOWA LEATHER	S6499505	9,800	43,476	62,530
KYTHERA BIOPHARMACEUTICALS INC.	C501570105	7,161	285,979	248,344
KYUNG CHANG IND	S6223124	2,657	24,592	21,417
KYUNG DONG CITY GAS	S6504551	2,407	95,930	243,076
L BRANDS INC.	C501797104	6,593	418,972	570,624
L-3 COMMUNICATIONS HLDG CORP	C502424104	853	66,674	107,657
LA DORIA	S4726993	13,397	61,630	131,472
LABORATORY CORP. AMER HLDGS	C50540R409	296	29,876	31,938
LACLEDE GROUP INC.	C505597104	791	26,797	42,081
LAI SUN DEVMT	S6503655	2,144,000	26,259	48,659

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
LAKE SHORE GOLD	S2962830	27,200	\$ 32,722	\$ 18,317
LAKELAND FINL CORP.	C511656100	977	17,275	42,470
LANTROVISION	SB7VGK94	17,000	8,733	7,281
LAREDO PETROLEUM INC	C516806106	6,181	135,989	63,973
LAURENT-PERRIER	S5700952	4,016	206,669	321,411
LAVENDON GROUP GBP0.01	S0505754	14,820	27,301	39,861
LDC	S7444203	61	9,060	9,912
LE BELIER	S5700974	4,113	102,876	118,849
LEAP WIRELESS INTL INC	C521CNT998	6,034	9,956	9,956
LEAR CORP.	C521865204	3,780	169,833	370,743
LECTRA	S4508663	3,121	26,308	34,518
LEGG MASON INC.	C524901105	1,038	39,730	55,398
LEGGETT & PLATT INC.	C524660107	836	17,818	35,622
LEGRAND SA	SB11ZRK9	4,448	146,993	234,373
LEIDOS HLDGS INC. COM	C525327102	1,164	50,869	50,657
LEIFHEIT	S4752073	467	19,731	26,220
LEOPALACE 21 CORP.	S6598424	46,500	200,083	296,309
LES NOUV CONSTRUCT	SB1GN2V4	3,152	40,611	46,570
LEVEL 3 COMMUNICATIONS INC	C52729N308	2,239	92,077	110,562
LEXMARK INTL INC.	C529771107	2,478	75,051	102,267
LIBERTY GLOBAL	SB8W6766	1,399	59,875	70,237
LIBERTY GLOBAL	SB8W67B1	11,280	460,635	544,937
LIBERTY INTERACTIVE CORP	C53071M104	2,897	50,283	85,230
LIFE TIME FITNESS INC.	C53217R207	9,750	452,183	552,045
LIFELOCK INC.	C53224V100	34,068	505,259	630,599
LIFEPOINT HOSPS INC.	C53219L109	993	46,463	71,407
LINAMAR CORP.	S2516022	1,800	101,345	110,261
LINCOLN NATL CORP.	C534187109	12,099	597,734	697,749
LINEAR TECH CORP.	C535678106	575	17,435	26,220
LINNCO LLC	C535782106	640	20,137	6,637
LIPPO LTD.	S6535045	33,000	11,918	18,511
LITHIA MTRS INC	C536797103	1,448	113,857	125,527
LITTELFUSE INC.	C537008104	739	38,396	71,439
LIVE NATION ENTERTAINMENT	C538034109	7,473	157,240	195,120
LOCKHEED MARTIN CORP.	C539830109	2,077	199,330	399,968
LOEWS CORP.	C540424108	10,495	283,317	441,000
LORILLARD INC.	C544147101	11,507	489,353	724,251
LOTTE CONFECT	S6535432	264	207,880	427,530
LOWES COS INC.	C548661107	3,598	105,263	247,542
LUCARA DIAMOND	S2862565	85,300	127,037	161,284
LUEN THAI HLDGS	SB01RLR3	220,000	27,553	40,284
LULULEMON ATHLETICA INC.	C550021109	5,700	270,017	318,003

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
LUM CHANG HLDGS	S6538011	14,000	\$ 3,910	\$ 3,856
LUMBER LIQUIDATORS HLDGS INC.	C55003T107	2,500	156,933	165,775
LYON WILLIAM HOMES	C552074700	1,657	42,774	33,587
LYONDELLBASELL IND	CN53745100	974	90,093	77,326
M & T BK CORP.	C55261F104	246	23,080	30,903
MACYS INC.	C55616P104	7,905	289,419	519,754
MADDEN STEVEN LTD.	C556269108	1,622	45,656	51,628
MAEZAWA KASEI IND	S6559476	12,800	121,973	128,859
MAGELLAN AEROSPACE	S2556987	3,800	31,602	44,357
MAGELLAN HLTH SVCS INC.	C559079207	247	10,563	14,827
MAGNA INTL INC.	S2554475	100	2,156	10,869
MAIDEN HOLDINGS	CG5753U112	8,438	88,915	107,922
MAINSTREET EQUITY	S2249124	500	18,719	16,357
MALLINCKRODT	CG5785G107	591	49,309	58,527
MAN GROUP PLC.	SB83VD95	154,999	282,011	387,900
MANDOM CORP.	S6560973	1,700	29,799	56,149
MANPOWER INC.	C56418H100	30,503	2,013,941	2,079,389
MARATHON OIL CORP.	C565849106	6,911	178,693	195,512
MARATHON PETE CORP.	C56585A102	3,711	312,946	334,955
MARKETAXESS HLDGS INC.	C57060D108	1,057	44,036	75,797
MARRIOTT VACATIONS WORLDWIDE CORP.	C57164Y107	1,802	75,752	134,321
MARUBUN CORP.	S6526500	14,600	69,918	100,219
MARUZEN CO.	S6573498	3,000	20,364	26,723
MASCO CORP.	C574599106	6,674	91,930	168,185
MASIMO CORP.	C574795100	939	20,059	24,733
MASTERCARD INC.	C57636Q104	827	64,679	71,254
MATSUI CONSTRUCT	S6572440	3,000	13,791	14,713
MATTEL INC.	C577081102	1,597	40,887	49,419
MAUREL ET PROM	SB05DY78	17,190	286,191	161,393
MAXIM INTEGRATED PRODS INC.	C57772K101	2,608	47,501	83,117
MB FINL INC.	C55264U108	4,582	96,193	150,565
MC DONALDS CORP.	C580135101	25,686	2,355,433	2,406,778
MCDERMOTT INTL INC.	C580037109	3,776	58,203	10,988
MCGRAW-HILL COS	C580645109	1,431	76,765	127,330
MCKESSON CORP	C58155Q103	2,132	143,963	442,561
MDC PARTNERS INC.	C552697104	22,937	174,929	521,129
MDU RES GROUP INC.	C552690109	2,913	66,802	68,456
MEADOWBROOK INS GROUP INC.	C58319P108	2,977	23,969	25,185
MEADWESTVACO CORP.	C583334107	1,275	32,752	56,597
MECOM GROUP	SB3P9187	24,632	47,499	54,539
MEDIFAST INC.	C58470H101	9,595	244,471	321,912
MEDIVATION INC.	C58501N101	7,900	782,415	786,919

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
MEDTRONIC INC.	C585055106	10,855	\$ 490,927	\$ 783,731
MEGACHIPS CORP.	S6123923	1,400	18,523	16,710
MEN S WEARHOUSE INC.	C587118100	443	10,238	19,558
MERCK & CO. INC.	C58933Y105	29,393	1,342,360	1,669,228
MEREDITH CORP.	C589433101	332	11,690	18,034
MERITAGE HOMES CORP.	C59001A102	1,940	68,611	69,821
MERITOR INC.	C59001K100	1,121	13,253	16,983
MERTIZ FINANCIAL GROUP	SB4WRJD2	43,660	131,763	357,494
METHANEX CORP.	C59151K108	1,992	99,844	91,293
METLIFE INC.	C59156R108	42,609	1,632,331	2,304,721
MFA FINL INC	C55272X102	13,862	93,356	110,757
MGI COUTIER	S4569530	1,280	11,225	18,029
MGM RESORTS INTERNATIONAL	C552953101	80,785	1,966,037	1,727,183
MICHAEL KORS HOLDINGS LTD.	CG60754101	5,100	385,193	383,010
MICHAELS COS INC	C59408Q106	23,000	405,639	568,790
MICROCHIP TECHNOLOGY INC.	C595017104	756	24,884	34,103
MICRON TECH INC.	C595112103	9,571	124,892	335,081
MICROSEMI CORP.	C595137100	8,345	187,851	236,831
MICROSOFT CORP.	C594918104	46,268	1,416,607	2,149,148
MILLER HERMAN INC.	C600544100	20,778	543,124	611,497
MINERALS TECHNOLOGIES INC	C603158106	611	38,540	42,434
MITANI CORP.	S6596473	2,400	32,691	55,048
MITO SECURITIES CO	S6597971	13,900	53,548	50,084
MITSUBISHI ESTATE CO. LTD	S6596729	31,820	547,139	678,227
MITSUI HIGH TEC	S6597432	3,600	18,373	25,222
MKS INSTRS INC.	C55306N104	3,423	74,563	125,282
MOBILE MINI INC	C60740F105	2,571	84,389	104,151
MOELIS & CO.	C60786M105	986	26,532	34,441
MOLINA HEALTHCARE INC	C60855R100	310	11,307	16,594
MOLSON COORS BREWING CO.	C60871R209	270	12,417	20,120
MONDELEZ INTL INC.	C609207105	8,166	222,885	296,630
MONDI PLC. GBP	SB1CRLC4	2,687	17,780	43,992
MONOTYPE IMAGING HLDGS INC.	C61022P100	2,422	33,990	69,826
MONRO MUFFLER BRAKE INC.	C610236101	853	23,016	49,303
MONSANTO CO.	C61166W101	16,044	1,752,196	1,916,777
MONSTER BEVERAGE CORP.	C611740101	4,100	248,970	444,235
MONSTER WORLDWIDE INC.	C611742107	6,279	38,415	29,009
MOOG INC.	C615394202	1,912	90,142	141,545
MORGAN STANLEY	C617446448	2,875	52,915	111,550
MOSAIC CO.	C61945C103	2,376	124,034	108,464
MOTA-ENGIL AFRICA	SBSPC3N0	2,798	–	24,235
MOTOROLA SOLUTIONS INC	C620076307	6,368	388,163	427,166

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
MOUNT GIBSON IRON	S6963743	12,742	\$ 8,687	\$ 2,555
MOVADO GROUP INC.	C624580106	1,912	74,662	54,243
MRC GLOBAL INC.	C55345K103	5,845	166,859	88,552
MS&AD INSURANCE GROUP HOLDINGS, INC.	SB2Q4CS1	45,044	955,356	1,082,191
MTI LTD.	S6201948	8,200	52,534	86,586
MURAKAMI CORP.	S6610232	5,000	59,370	75,066
MURPHY OIL CORP.	C626717102	1,658	83,653	83,762
MYLAN INC	C628530107	20,309	817,673	1,144,818
MYR GROUP INC	C55405W104	2,264	38,812	62,034
NAGAILEBEN CO.	S6623326	9,700	96,830	158,248
NAMYANG DAIRY PROD	S6621201	163	57,696	94,761
NASDAQ OMX GROUP	C631103108	1,192	25,014	57,168
NATIONAL BK HLDGS CORP	C633707104	8,785	158,657	170,517
NATIONAL GEN HLDGS CORP	C636220303	2,121	37,747	39,472
NATIONAL HEALTH INVS INC	C63633D104	2,829	170,246	197,917
NATIONAL OILWELL VARCO	C637071101	1,263	59,056	82,764
NATL FUEL GAS CO.	C636180101	662	31,375	46,029
NAVIENT CORP.	C63938C108	10,745	94,579	232,199
NAVISTAR INTL CORP.	C63934E108	472	14,301	15,803
NCI BUILDING SYSTEMS INC	C628852204	2,916	51,612	54,004
NCR CORP.	C62886E108	369	6,275	10,753
NDS CO., LTD	S6640392	12,000	34,651	30,627
NEKTAR THERAPEUTICS	C640268108	36,809	582,042	570,540
NEOPOST	S5617096	5,390	411,487	307,488
NEOWIZ CORPORATION	S6332020	3,260	40,103	42,413
NESTE OIL	SB06YV46	9,536	122,332	231,473
NESTLE SA	S7123870	18,393	763,625	1,350,344
NETAPP INC.	C64110D104	6,855	275,899	284,140
NETEASE INC	C64110W102	3,065	217,850	303,864
NEUSTAR INC.	C64126X201	10,382	221,955	288,620
NEW JAPAN RADIO CO	S6631363	2,000	9,090	7,990
NEW MTN FIN CORP.	C647551100	2,406	34,128	35,946
NEW TOYO INTERNATL	S6635547	71,000	16,142	13,931
NEW YORK TIMES CO.	C650111107	2,414	26,640	31,913
NEWCREST MINING LTD.	S6637101	67,033	1,317,864	597,387
NEWELL RUBBERMAID INC.	C651229106	4,579	96,435	174,414
NEWFIELD EXPLORATION	C651290108	3,886	147,197	105,388
NEWMONT MINING CORP.	C651639106	6,691	181,397	126,460
NEWMONT MINING CORP.	S2636607	5,528	245,944	104,479
NEWPARK RES INC.	C651718504	3,286	28,911	31,348
NEWPORT CORP.	C651824104	4,282	65,249	81,829
NEXSTAR BROADCASTING GROUP INC.	C65336K103	1,139	58,244	58,989

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
NEXTERA ENERGY INC.	C65339F101	1,765	\$ 92,990	\$ 187,602
NICE INFOR&TELECOM	S6589688	906	13,155	20,277
NICHIBAN CO. LTD.	S6638427	1,000	3,365	3,503
NIELSEN N.V	CN63218106	40,540	1,760,261	1,813,354
NIFTY CORPORATION	SB1GHR55	2,200	21,726	24,331
NIHON KAGAKU SANGY	S6640024	5,000	32,631	35,323
NIKE INC.	C654106103	1,843	69,152	177,204
NISOURCE INC.	C65473P105	2,012	36,883	85,349
NISSHIN FUDOSAN	S6259345	12,100	44,539	49,653
NISSIN FOODS HOLDINGS CO. LTD.	S6641760	9,590	340,540	461,523
NISSIN SUGAR CO. LTD	SB44QDD5	972	22,299	19,838
NITORI HOLDINGS	S6644800	1,900	82,042	102,690
NITTO KOHKI CO. LTD.	S6625894	2,800	45,760	51,262
NJ RES CORP.	C646025106	1,756	86,055	107,467
NKSJ HOLDINGS INC.	SB62G7K6	42,580	1,023,712	1,083,545
NOBLE ENERGY INC.	C655044105	446	17,815	21,154
NOLATO AB	S4589710	2,936	48,092	66,759
NOMURA RESEARCH INSTITUTE	S6390921	12,390	240,939	382,876
NONG SHIM CO.	S6638115	1,439	269,090	330,571
NORDEX SE	SB06CF71	9,718	189,437	176,448
NORDSTROM INC.	C655664100	729	30,082	57,875
NORFOLK SOUTHN CORP.	C655844108	1,520	74,951	166,607
NORTH AMERN ENERGY PARTNERS INC.	SB1HP5R6	13,804	83,441	43,345
**NORTHERN TR CORP.	C665859104	720	39,701	48,528
NORTHROP GRUMMAN CORP.	C666807102	2,814	156,652	414,755
NORTHWESTERN CORP.	C668074305	3,313	125,413	187,449
NPS PHARMACEUTICALS INC.	C62936P103	22,913	203,443	819,598
NRG ENERGY INC.	C629377508	2,312	49,953	62,308
NU SKIN ENTERPRISES INC.	C67018T105	184	15,956	8,041
NUCOR CORP.	C670346105	285	15,930	13,979
NUMERICABLE SFR	SBG3FC18	13,028	435,099	645,400
NUVASIVE INC.	C670704105	324	12,132	15,280
NWF GROUP	S0652360	15,032	36,624	29,298
O REILLY AUTOMOTIVE INC	C67103H107	180	31,946	34,672
OBAYASHI ROAD CORP.	S6656441	40,000	102,605	259,894
OCCIDENTAL PETROLEUM CORP	C674599105	11,370	890,157	916,536
OCEANAGOLD CORP	SB1Z7L21	43,700	90,553	76,213
OFFICE DEPOT INC.	C676220106	21,833	111,622	187,218
OLD REP INTL CORP.	C680223104	959	14,545	14,030
OM ASSET MGT	CG67506108	5,113	71,582	83,035
OM GROUP INC.	C670872100	721	18,068	21,486
OMNICARE INC.	C681904108	822	30,245	59,948

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
OMNICOM GROUP INC. COM	C681919106	8,321	\$ 410,057	\$ 644,627
OMNIVISION TECHNOLOGIES INC	C682128103	1,093	16,794	28,418
OMV AG	S4651459	5,465	223,445	145,550
ON ASSIGNMENT INC	C682159108	18,359	535,319	609,335
ON SEMICONDUCTOR CORP.	C682189105	57,553	409,588	583,011
ONEBEACON INSURANCE GROUP LTD	CG67742109	12,385	182,001	200,637
ORACLE CORP.	C68389X105	29,022	1,031,226	1,305,119
ORBITAL SCI CORP.	C685564106	491	11,332	13,203
ORBITZ WORLDWID INC	C68557K109	2,954	24,252	24,311
ORION CORPORATION	SB17NXG5	570	19,525	17,264
ORITANI FINL CORP.	C68633D103	2,426	36,216	37,360
ORKLA	SB1VQF42	69,985	510,037	477,454
OSHKOSH CORPORATION	C688239201	775	23,955	37,704
OTTER TAIL CORP	C689648103	346	10,405	10,712
OWENS & MINOR INC.	C690732102	910	31,958	31,950
OWENS CORNING	C690742101	379	10,838	13,572
OWENS ILL INC.	C690768403	1,833	49,102	49,473
PACCAR INC.	C693718108	1,277	57,275	86,849
PACIFIC ANDES INTL	S6691851	141,000	26,315	4,818
PACKAGING CORP. AMER	C695156109	10,162	535,472	793,144
PACWEST BANCORP DEL	C695263103	3,098	110,687	140,835
PANTRY INC.	C698657103	643	13,595	23,830
PAPELES Y CART	S5496132	5,956	23,625	27,603
PARGESA HLDGS SA	SB0CDLF8	16,268	891,443	1,261,460
PARKER DRILLING CO.	C701081101	2,831	20,412	8,691
PARKER-HANNIFIN CORP.	C701094104	3,596	262,500	463,704
PARSLEY ENERGY	C701877102	11,410	234,592	182,104
PATRIZIA IMMO	SB11Y3K8	21,883	120,979	322,785
PATTERSON-UTI ENERGY INC.	C703481101	2,070	36,578	34,341
PAYCHEX INC.	C704326107	1,068	37,426	49,310
PEABODY ENERGY CORP.	C704549104	2,482	59,669	19,211
PEBBLEBROOK HOTEL TR	C70509V100	5,057	138,397	230,751
PEGASYSTEMS INC	C705573103	1,950	40,718	40,502
PENN VA CORP.	C707882106	3,527	55,790	23,560
PENN WEST PETROLEUM LTD.	SB64P7L2	33,004	543,392	68,648
PENNEY J.C CO. INC.	C708160106	4,084	139,739	26,464
PENTAIR PLC.	CG7S00T104	9,300	671,810	617,706
PEOPLES UTD FINL INC.	C712704105	1,215	23,939	18,444
PEPCO HLDGS INC.	C713291102	3,020	66,829	81,329
PEPSICO INC.	C713448108	10,273	672,351	971,415
PER AARSLEFF	S5457474	322	28,725	60,593
PERKINELMER INC.	C714046109	8,200	359,055	358,586

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
PETROAMERICA OIL	S2173858	266,262	\$ 78,275	\$ 32,184
PFIZER INC.	C717081103	43,298	1,008,710	1,348,733
PG& E CORP.	C69331C108	3,992	181,053	212,534
PHH CORP.	C693320202	2,501	49,272	59,924
PHILIP MORRIS INTL	C718172109	5,691	333,334	463,532
PHILLIPS 66	C718546104	8,048	482,154	577,042
PICANOL	S7584660	603	13,107	19,372
PIEDMONT NAT GAS INC.	C720186105	388	10,600	15,291
PIEDMONT OFFICE	C720190206	1,026	20,028	19,330
PINNACLE FINL PARTNERS INC.	C72346Q104	2,738	51,061	108,261
PINNACLE W. CAP CORP.	C723484101	1,073	42,439	73,297
PIONEER ENERGY	C723664108	2,357	35,811	13,058
PITNEY BOWES INC.	C724479100	9,567	192,012	233,148
PLEXUS CORP.	C729132100	334	14,006	13,764
PLUM CREEK TIMBER CO. INC.	C729251108	803	29,642	34,360
PMC SIERRA INC.	C69344F106	3,355	22,982	30,732
PNC FINANCIAL SERVICES GROUP	C693475105	1,982	187,141	180,818
PNM RES	CGKD49H100	50,000	–	–
PNM RES INC.	C69349H107	4,383	111,570	129,868
POINTS INTL LTD.	C730843208	9,339	147,161	119,446
POLYCOM INC.	C73172K104	3,520	39,656	47,520
POLYONE CORP.	C73179P106	4,007	75,184	151,905
POOL CORP.	C73278L105	7,392	237,246	468,948
POPEYES LA KITCHEN INC	C732872106	5,500	219,188	309,485
POPULAR HLDGS	S6695206	11,000	1,369	1,909
PORTLAND GENERAL ELECTRIC CO.	C736508847	5,635	162,153	213,173
POST HLDGS INC.	C737446104	382	11,387	16,002
POTASH CORP. SASK INC.	S2696377	27,810	1,052,670	982,249
PPG IND INC.	C693506107	665	40,520	153,715
PPL CORP.	C69351T106	2,370	83,130	86,102
PRA GROUP INC.	C69354N106	17,600	1,011,458	1,019,568
PRAXAIR INC.	C74005P104	832	65,800	107,794
PREMIERE GLOBAL SVCS INC.	C740585104	7,729	73,560	82,082
PRESTIGE BRANDS HLDG INC.	C74112D101	2,026	53,941	70,343
PRIMERICA INC.	C74164M108	740	19,819	40,152
PRINCIPAL FINL GROUP INC.	C74251V102	1,497	59,315	77,754
PRIVATEBANCORP INC.	C742962103	6,112	101,934	204,141
PROASSURANCE CORP.	C74267C106	1,728	38,883	78,019
PROCTER & GAMBLE	C742718109	11,443	734,829	1,042,343
PROGRESS SOFTWARE CORP	C743312100	826	21,471	22,319
PROGRESSIVE CORP. OH	C743315103	2,693	56,025	72,684
PROGRESSIVE WASTE SOLUTIONS LTD	C74339G101	3,011	77,762	90,571

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
PROSPERITY BANCSHARES INC.	C743606105	1,992	\$ 76,066	\$ 110,277
PROTECTIVE LIFE CORP.	C743674103	1,056	28,748	73,550
PROVIDENT FINL SVCS INC.	C74386T105	3,511	50,241	63,409
PRUDENTIAL FINL INC.	C744320102	6,911	425,023	625,169
PS BUSINESS PKS INC. CALIF	C69360J107	1,885	118,912	149,933
PSB INDUSTRIES	S4688219	1,028	46,269	48,513
PTC INC.	C69370C100	2,213	41,282	81,106
PUB SERVICE ENTERPRISE GROUP INC.	C744573106	4,630	157,453	191,728
PUB STORAGE	C74460D109	116	20,315	21,443
PUBLIC POWER CORP	S7268298	9,983	157,668	65,232
PULSION MED SYS SE	S7072295	443	11,523	11,954
PVTPL FCB FINL HLDGS	C30255G301	6,480	143,791	160,445
PVTPL PEOPLES CHOICE FINL CORP.	C71085T105	10,200	100,863	–
PVTPL SOLAR CAYMAN LTD.	C83413Y102	23,400	92,535	–
QAF	S6091202	17,362	8,507	12,644
QEP RES INC.	C74733V100	7,416	233,779	149,952
QLOGIC CORP.	C747277101	1,364	15,581	18,168
QUAD / GRAPHICS INC.	C747301109	2,043	38,051	46,907
QUAKER CHEM CORP.	C747316107	894	51,407	82,284
QUALCOMM INC.	C747525103	29,140	2,001,388	2,165,976
QUALITY SYS INC	C747582104	3,974	70,665	61,955
QUEST DIAGNOSTICS INC.	C74834L100	618	35,649	41,443
QUESTAR CORP.	C748356102	381	6,177	9,632
QUICKSILVER RES INC	C74837R104	5,129	16,625	1,017
QUIDEL CORP.	C74838J101	15,216	260,369	440,047
QUIKSILVER INC.	C74838C106	3,562	10,248	7,872
RADIAN GROUP INC.	C750236101	10,545	122,718	176,312
RADIOSHACK CORP.	C750438103	20,352	88,178	7,530
RADWARE LTD.	CM81873107	3,892	57,284	85,702
RAYMOND JAMES FNCL INC.	C754730109	4,121	127,438	236,092
RAYTHEON CO. USD0.01	C755111507	5,069	318,457	548,313
RBC BEARINGS INC.	C75524B104	1,244	51,498	80,275
RECORDATI	SB07DRZ5	8,800	58,446	136,832
RECTICEL	S4363497	127	876	791
REGAL ENTMT GROUP	C758766109	1,994	32,914	42,592
REGENT INNS	S0730415	6,907	11,046	106
REGIONS FINL CORP.	C7591EP100	171,225	1,265,696	1,808,136
REGIS CORP. MINN	C758932107	603	11,729	10,106
REINSURANCE GROUP AMER INC.	C759351604	738	38,760	64,664
REITMANS(CANADA)	S2730929	10,400	58,409	69,229
RELIANCE STL & ALUM CO.	C759509102	208	9,274	12,744
RENEW HOLDINGS	S0535900	15,287	36,216	68,768

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<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
RENT A CTR INC.	C76009N100	1,396	\$ 41,843	\$ 50,703
REP AWYS HLDGS INC.	C760276105	2,511	30,802	36,636
REPUBLIC SVCS INC	C760759100	509	20,033	20,487
RESTAURANT BRANDS	S6002981	5,200	14,637	14,916
REX ENERGY CORP.	C761565100	12,863	158,663	65,601
REXEL EUR5	SB1VP0K0	5,494	99,080	98,723
REYNOLDS AMERICAN INC.	C761713106	3,089	89,276	198,530
RHOEN-KLINIKUM	S4717629	6,933	215,844	194,589
RICE ENERGY INC	C762760106	13,298	333,568	278,859
RIETER HOLDING	S5996159	753	88,289	125,418
RITE AID CORP.	C767754104	38,299	119,176	288,008
RLI CORP.	C749607107	1,710	54,081	84,474
RM ORD GBP0.02	SBJT0FF3	5,318	12,862	12,604
ROBERT HALF INTL INC.	C770323103	600	18,384	35,028
ROCKWELL COLLINS INC.	C774341101	681	45,733	57,531
ROCKWOOD HLDGS INC.	C774415103	284	14,005	22,379
RONA INC. COM	S2037288	7,600	98,648	90,878
ROSS STORES INC.	C778296103	5,200	340,851	490,152
ROYAL CARIBBEAN CRUISES	CV7780T103	609	25,953	50,200
RPM INTL INC	C749685103	638	13,648	32,353
RSP PERMIAN INC	C74978Q105	2,487	58,763	62,523
RYDER SYS INC.	C783549108	860	35,881	79,851
RYKADAN CAPITAL LT	SB8DQKD3	364,000	78,068	58,673
S W BANCORP INC. OKLA	C844767103	2,297	34,779	39,876
S&C ENGINE GROUP	SB4XQC28	4,959	18,436	12,024
S.W. AIRL CO.	C844741108	1,679	18,596	71,055
SABAF	S5428834	440	7,969	5,947
SAFEWAY INC.	C786514208	7,159	157,536	251,424
SAISON INFO SYSTEM	S6800431	2,190	20,729	20,275
SALIX PHARMACEUTICALS LTD.	C795435106	4,079	114,301	468,840
SAM YANG GENEX CO.	S6804336	214	22,220	18,652
SAM YOUNG ELECTNCS	S6113526	4,900	45,011	52,827
SAN HLDGS (JAPAN)	S6493972	600	10,715	9,103
SANFIRE RESOURCES	S6739739	5,246	26,233	19,533
SANDRIDGE ENERGY INC	C80007P307	4,210	11,351	7,662
SANDY SPRING BANCORP INC.	C800363103	1,257	18,472	32,783
SANMINA CORP.	C801056102	2,010	28,637	47,295
SANOFI	S5671735	10,027	580,038	917,996
SANOMA OYJ	S5964640	8,508	48,135	47,378
SANSHIN ELECTRONIC	S6776361	3,200	20,667	22,046
SATO SHOJI CORP.	S6777665	1,700	10,118	10,691
SATS LTD.	S6243586	98,910	93,638	227,662

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Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (continued)

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
SCANA CORP.	C80589M102	590	\$ 23,329	\$ 35,636
SCHEIN HENRY INC.	C806407102	374	42,059	50,920
SCHLOSS WACHENHEIM	S5483167	515	9,479	7,799
SCHLUMBERGER LTD.	C806857108	3,769	294,354	321,910
SCHNITZER STL INDS INC	C806882106	659	18,483	14,867
SCHOLASTIC CORP.	C807066105	670	19,562	24,401
SCHOUW & CO.	S5690859	860	25,800	40,528
SCHULMAN A INC.	C808194104	489	19,965	19,819
SCHWAB CHARLES CORP.	C808513105	1,709	29,512	51,595
SCOTTS MIRACLE-GRO	C810186106	377	17,555	23,495
SEACOR HLDGS INC.	C811904101	603	45,560	44,507
SEAGATE TECHNOLOGY PLC.	CG7945M107	2,205	30,651	146,633
SEAH BESTEEL CORP	S6494500	3,014	91,146	76,505
SEALED AIR CORP.	C81211K100	1,109	26,581	47,055
SEARS HLDGS CORP.	C812350106	1,039	50,883	34,266
SEAWORLD ENTMT INC	C81282V100	951	15,720	17,023
SECOM CO.	S6791591	24,300	953,353	1,407,594
SEGRO PLC. ORD	SB5ZNI8	4,504	26,307	26,006
SEIBU ELECTRIC IND	S6792679	5,000	22,103	20,351
SEMAPA SOC INVEST	S5962934	2,099	26,380	25,462
SEMPERIT AG HLDG	S5760280	887	40,935	43,126
SEMPRA ENERGY INC.	C816851109	1,390	81,343	154,790
SEMTECH CORP.	C816850101	3,193	58,263	88,031
SENOMYX INC.	C81724Q107	46,412	206,637	278,936
SENSHU ELECTRIC CO.	S6795612	700	9,842	10,036
SEOUL CITY GAS CO.	S6798053	51	4,833	6,635
SEOYEON CO. LTD	S6172691	1,427	22,770	15,709
SERVICE CORP. INTL	C817565104	1,144	9,661	25,969
SERVIZI ITALIA	SB1VMLV9	10,873	69,436	52,496
SEWON PRECISION	S6768614	1,525	39,401	35,033
SHIDAX CORP.	S6338114	5,300	19,350	24,092
SHIMANO INC.	S6804820	9,600	315,366	1,253,096
SHIN-ETSU CHEMICAL	S6804585	2,750	129,312	180,420
SHIN-KEISEI EL RLY	S6805113	2,000	6,604	6,422
SHIRE PLC. ADR	C82481R106	1,230	281,218	261,424
SHUTTERFLY INC	C82568P304	13,864	645,993	578,059
SIEGFRIED HLDG	S7391763	651	111,220	106,136
SIERRA BANCORP	C82620P102	576	7,295	10,115
SIGNATURE BK NY N Y	C82669G104	200	7,291	25,192
SILICON LABORATORIES INC	C826919102	1,795	73,700	85,478
SIOEN INDUSTRIES	S5124819	1,598	19,297	21,841
SIRVA INC.	C82967Y104	550	1,756	–

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
SK HOLDINGS CO. LTD.	S6988371	233	\$ 12,807	\$ 34,659
SK KAKEN CO. LTD.	S6826578	3,000	59,729	232,453
SKECHERS U S A INC	C830566105	341	19,908	18,840
SKYWEST INC.	C830879102	1,859	21,008	24,688
SKYWORKS SOLUTIONS INC	C83088M102	6,500	160,164	472,615
SLM CORP.	C78442P106	12,404	68,789	126,397
SM ENERGY CO.	C78454L100	2,962	110,474	114,274
SMC CORP.	S6763965	5,100	520,237	1,359,915
SMUCKER J M CO.	C832696405	573	40,220	57,862
SNS REAAL GROEP	SB14SR61	23,593	68,103	24,009
SODEXHO	S7062713	6,185	294,673	608,238
SOFINA	S4820301	609	50,777	64,038
SONOCO PROD CO.	C835495102	968	29,077	42,302
SOUTH ST CORP.	C840441109	1,554	52,364	104,242
SOUTHCOAST FINL CORP.	C84129R100	587	6,239	4,138
SOUTHERN CO.	C842587107	3,496	142,060	171,689
SOUTHN COPPER CORP.	C84265V105	2,245	67,094	63,309
SOUTHWEST GAS CORP.	C844895102	4,126	156,431	255,028
SOUTHWESTERN ENERGY	C845467109	497	20,470	13,563
SPANSION INC. COM	C84649R200	1,635	22,946	55,950
SPAREBANKEN OST	S4306641	383	2,500	2,605
SPARTON CORP. COM	C847235108	7,906	198,543	224,056
SPECTRA ENERGY CORP.	C847560109	334	6,646	12,124
SPECTRUM BRANDS HLDG INC	C84763R101	2,182	132,888	208,774
SPIRIT AEROSYSTEMS HLDGS INC.	C848574109	916	18,451	39,425
SPORTSMANS WHSE HOLDINGS	C84920Y106	10,655	101,223	77,995
SPRINT CORP.	C85207U105	10,098	51,849	41,907
SPX CORP.	C784635104	644	39,845	55,332
SQUARE ENIX HOLDINGS CO	S6309262	8,300	184,007	173,622
SRA HOLDINGS INC.	SB1D3PK7	1,000	10,825	12,077
SS&C TECHNOLOGIES HLDGS INC.	C78467J100	926	17,355	54,162
ST ANDREW GOLDFDS	SB17R2K4	23,500	8,616	5,072
ST IVES ORD	S0768900	6,764	24,909	20,039
ST JUDE MED INC.	C790849103	4,667	285,348	303,495
STADA ARZNEIMITTEL (REGD)	S5386750	158	6,300	4,828
STAMPS	C852857200	15,697	320,724	753,299
STANCORP FINL GROUP INC.	C852891100	715	32,104	49,950
STANDEX INTL CORP	C854231107	644	47,883	49,755
STANLEY BLACK & DECKER INC.	C854502101	15,075	1,105,332	1,448,406
STAPLES INC.	C855030102	10,743	174,181	194,663
STARBUCKS CORP.	C855244109	631	50,705	51,774
STARWOOD HOTELS & RESORTS WORLDWIDE INC.	C85590A401	394	20,155	31,942

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
STATE STR CORP.	C857477103	6,337	\$ 265,167	\$ 497,455
STD PAC CORP.	C85375C101	8,895	71,385	64,845
STEEL DYNAMICS INC.	C858119100	1,937	26,822	38,236
STEELCASE INC.	C858155203	2,021	23,074	36,277
STERIS CORP.	C859152100	372	16,028	24,124
STIFEL FINL CORP.	C860630102	2,902	109,672	148,060
STONE ENERGY CORP.	C861642106	2,172	65,998	36,663
STRABAG SE	SB28DT41	9,949	282,983	218,805
STRAD ENERGY SVCS	SB3WP166	25,000	102,629	77,272
STRATASYS INC. SHS	CM85548101	6,203	480,664	515,531
STRATEGIC HOTELS & RESORTS INC	C86272T106	16,077	147,350	212,699
STRAYER ED INC.	C863236105	320	15,092	23,770
STRYKER CORP	C863667101	974	52,173	91,877
SUMITOMO DAINIPPON PHARMA CO	S6250865	500	6,431	4,883
SUMITOMO DENSETSU	S6858689	12,200	60,203	152,430
SUMITOMO HEAVY IND	S6858731	23,000	134,464	125,268
SUMMIT ST BK SANTA ROSA CALIF	C866264203	616	8,888	8,452
SUN TR BANKS INC.	C867914103	3,385	101,224	141,832
SUNCALL CORP.	S6775034	4,000	14,351	22,420
SUNCOKE ENERGY INC.	C86722A103	1,088	22,728	21,042
SUNEDISON INC. COM	C86732Y109	3,139	9,348	61,242
SUNEVISION HLDGS	S6222217	247,000	20,147	77,080
SUNGWOO HITECH	S6203869	7,498	80,585	79,813
SUNNINGDALE TECH	S6701932	164,000	23,787	20,792
SUPER VALU INC.	C868536103	16,110	90,862	156,267
SURGICAL CARE AFFILIATES INC.	C86881L106	888	24,399	29,881
SUZUKI METAL IND	S6865485	3,000	8,697	7,331
SVB FINL GROUP	C78486Q101	141	6,577	16,366
SVOLDER AB SER'B'	S4855563	694	7,567	8,112
SWIFT ENERGY CO.	C870738101	1,581	20,159	6,403
SWIFT TRANSN CO.	C87074U101	18,000	467,067	515,340
SYMANTEC CORP.	C871503108	14,633	336,704	375,410
SYMETRA FINL CORP.	C87151Q106	5,515	96,227	127,121
SYNCHRONY FINL	C87165B103	44,000	1,010,048	1,309,000
SYNNEX CORP.	C87162W100	690	40,635	53,930
SYNOPSIS INC.	C871607107	561	19,478	24,387
SYSCO CORP.	C871829107	4,996	158,454	198,291
T.HASEGAWA CO.	S6899268	26,380	305,037	374,044
TACHIKAWA CORP.	S6869517	2,500	13,046	14,033
TAEKWANG IND CO.	S6870791	89	98,083	93,603
TAI SIN ELECTRIC	S6112493	26,000	6,629	7,211
TAKARA LEBEN CO.	S6416355	4,200	14,818	18,391

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Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (continued)

December 31, 2014

Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
TAKE-TWO INTERACTIVE SOFTWARE INC.	C874054109	1,573	\$ 29,401	\$ 44,091
TAKIRON CO. LTD.	S6870887	2,000	6,968	8,975
TARGET CORP.	C87612E106	22,852	1,319,142	1,734,695
TCF FNCL CORP.	C872275102	1,116	17,240	17,733
TE CONNECTIVITY LTD	CH84989104	10,016	358,796	633,512
TECH DATA CORP.	C878237106	1,228	46,583	77,646
TECO ENERGY INC.	C872375100	2,262	38,109	46,348
TELEDYNE TECHNOLOGIES INC.	C879360105	656	43,167	67,397
TELEFLEX INC.	C879369106	2,986	142,793	342,853
TELEPHONE & DATA SYS INC.	C879433829	1,820	47,289	45,955
TENET HEALTHCARE CORP.	C88033G407	2,035	60,908	103,113
TENNECO INC	C880349105	2,068	84,780	117,070
TERA PROBE INC.	SB63R485	2,900	66,456	25,760
TEREX CORP.	C880779103	512	12,588	14,275
TERRENO RLTY CORP	C88146M101	6,112	113,654	126,091
TESARO INC.	C881569107	1,154	29,933	42,917
TESORO CORP	C881609101	805	22,500	59,852
TESSI	S7158678	505	41,844	56,036
TETRA TECH INC.	C88162G103	14,783	399,345	394,706
TETRA TECHNOLOGIES INC.	C88162F105	6,696	62,996	44,729
TETRAGON FINANCIAL	SB1RMC54	1,992	15,670	19,721
TEXAS INSTRUMENTS INC.	C882508104	5,157	150,557	275,719
TEXTRON INC.	C883203101	20,371	737,748	857,823
TF1 - TV FRANCAISE	S5997118	13,347	211,282	205,435
THAI BEVERAGE PLC.	SB15F664	604,580	72,884	314,814
THERMO FISHER CORP	C883556102	352	18,077	44,102
THERMON GROUP HLDGS INC	C88362T103	2,661	44,087	64,370
THOMPSON CREEK METALS CO. INC.	C884768102	7,169	20,379	11,972
THOR INDS INC.	C885160101	15,255	759,656	852,297
THORN GROUP LTD	SB1JVD56	13,173	29,281	33,526
TIETO	S5479702	2,235	40,812	58,173
TIFFANY & CO.	C886547108	374	30,001	39,966
TIME WARNER CABLE INC.	C88732J207	1,399	84,153	212,732
TIME WARNER INC.	C887317303	4,792	155,439	409,333
TIMKEN CO.	C887389104	4,822	197,846	205,803
TIMKENSTEEL CORP	C887399103	624	27,112	23,107
TJX COS INC.	C872540109	1,295	23,088	88,811
T-MOBILE US INC.	C872590104	1,237	20,435	33,325
TNT EXPRESS NV, AMSTERDAM	SB3Y0JD2	61,621	470,704	413,162
TOCHIGI BANK	S6893550	9,000	31,618	40,235
TOKAI CORP(GIFU)	S6894359	2,600	49,908	78,285
TONAMI HOLDINGS	S6896526	3,000	6,644	8,082

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Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (continued)

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
TORCHMARK CORP.	C891027104	4,633	\$ 123,124	\$ 250,969
TORNIER NV ORD	CN87237108	3,031	78,660	77,291
TOTAL	SB15C557	18,539	912,647	953,856
TOTAL GABON	S4309781	102	53,027	36,296
TOTAL SYS SVCS INC.	C891906109	8,243	247,298	279,932
TOWERS WATSON & CO.	C891894107	520	57,651	58,848
TOWNSQUARE MEDIA INC	C892231101	1,218	13,251	16,078
TOYO KOHAN CO. LTD.	S6900160	10,000	39,363	53,547
TOYO MACHINY&METAL	S6899848	1,900	9,751	7,131
TRANSAT AT INC.	SB06CMB4	100	1,978	760
TRANSCONTINENTAL	S2357953	9,739	136,777	139,243
TRANSCOSMOS INC.	S6900955	1,300	14,086	21,696
TRANSFIELD SERVICE	S6349224	51,953	65,671	69,726
TRAVELCENTERS AMER LLC COM STK	C894174101	1,279	14,592	16,141
TRAVELERS COS INC.	C89417E109	6,908	329,265	731,212
TREASURE FACTORY	SB29NG83	300	5,493	6,223
TRICO BANCSHARES	C896095106	1,270	24,487	31,369
TRINET GROUP INC	C896288107	11,700	315,310	365,976
TRINITY MIRROR GBP0.10	S0903994	27,010	42,923	68,543
TRIQUINT SEMICONDUCTOR INC	C89674K103	1,114	15,803	30,691
TRONOX LTD. SHS	CQ9235V101	426	12,261	10,173
TRUEBLUE INC.	C89785X101	1,381	21,150	30,727
TRW AUTOMOTIVE HLDGS CORP.	C87264S106	974	22,660	100,176
TSAKOS ENERGY	S2854829	1,308	9,328	9,130
TUI	S5666292	21,369	136,963	356,834
TUPPERWARE BRANDS CORPORATION	C899896104	176	9,991	11,088
TUTOR PERINI CORP.	C901109108	1,312	26,114	31,580
TWENTY-FIRST CENTY FOX INC	C90130A101	2,413	34,321	92,671
TWO HBRS INVT CORP.	C90187B101	8,750	84,088	87,675
TX CAP BANCSHARES INC.	C88224Q107	1,860	48,916	101,054
TYCO INTERNATIONAL	CG91442106	2,505	106,713	109,869
TYSON FOODS INC.	C902494103	665	10,734	26,660
U.S. CELLULAR CORP.	C911684108	340	12,931	13,542
UCHIDA YOKO CO.	S6910965	5,000	18,082	15,847
UE E&C LTD.	SB3ZWLW0	8,000	4,957	7,577
UGI CORP.	C902681105	1,026	21,458	38,968
ULTRASONIC	SB75H1T0	1,515	19,622	1,102
UMB FINL CORP.	C902788108	2,385	97,721	135,683
UNION PAC CORP.	C907818108	2,677	92,904	318,911
UNISYS CORP.	C909214306	2,505	64,848	73,847
UNIT CORP.	C909218109	912	39,653	31,099
UNITED CONTL HLDGS INC.	C910047109	1,409	28,211	94,248

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
UNITED ONLINE INC.	C911268209	1,508	\$ 13,119	\$ 21,941
UNITED PARCEL SVC INC.	C911312106	1,561	106,312	173,536
UNITED STS STL CORP.	C912909108	3,172	95,898	84,819
UNITED TECHNOLOGIES CORP.	C913017109	3,254	226,341	374,210
UNITEDHEALTH GROUP INC.	C91324P102	7,820	398,906	790,523
UNUM GROUP	C91529Y106	2,659	58,637	92,746
UNVL CORP.	C913456109	431	22,087	18,955
UNVL HEALTH SERVICES INC.	C913903100	18,909	1,853,611	2,103,815
US BANCORP	C902973304	3,002	83,197	134,940
UTD RENTALS INC.	C911363109	236	4,917	24,074
V F CORP.	C918204108	959	21,923	71,829
VAALCO ENERGY INC	C91851C201	2,209	20,234	10,073
VAIL RESORTS INC.	C91879Q109	4,131	224,882	376,458
VALERO ENERGY CORP.	C91913Y100	30,254	1,181,717	1,497,573
VALIDUS HOLDING LTD.	CG9319H102	7,566	214,154	314,443
VANTIV INC. COM	C92210H105	56,600	1,640,734	1,919,872
VECIMA NETWORKS	SB0PPJ13	1,909	14,620	15,823
VECTREN CORP.	C92240G101	860	21,539	39,758
VELAN INC.	S2942166	200	3,359	3,738
VERBIO AG	SB1FQQK1	5,623	14,737	7,566
VERINT SYS INC.	C92343X100	14,470	685,675	843,312
VERIZON	C92343V104	50,786	2,225,643	2,375,769
VETOQUINOL EUR2.5	SB1GN292	263	13,808	11,425
VIACOM INC.	C92553P201	3,905	129,582	293,851
VIEWPOINT FINL GROUP INC	C92672A101	4,134	88,154	98,596
VIRGIN AUSTRALIA EQUITY	S8A3BQ1W	1,841	–	–
VIRTUS INVT PARTNERS	C92828Q109	512	90,432	87,291
VISA INC.	C92826C839	319	51,373	83,642
VISHAY INTERTECHNOLOGY INC.	C928298108	12,109	133,622	171,343
VISTEON CORP.	C92839U206	674	32,743	72,024
VITAL KSK HOLDINGS	SB60DQY6	4,800	45,112	36,392
VITROLIFE AB	S7150180	4,958	90,347	105,136
VIVENDI SA EUR5.5	S4834777	25,066	659,796	627,551
VONAGE HLDGS CORP	C92886T201	7,409	34,230	28,228
VOYA FINL INC.	C929089100	511	19,686	21,656
VP ORD	S0928696	1,734	14,131	16,898
WABCO HLDGS INC	C92927K102	6,500	629,203	681,070
WADDELL & REED FINL INC.	C930059100	31,600	1,602,427	1,574,312
WALGREENS BOOTS ALLIANCE INC	C931427108	5,092	388,010	388,010
WAL-MART STORES INC.	C931142103	7,705	379,259	661,705
WALT DISNEY CO	C254687106	2,100	77,236	197,799
WASH FED INC.	C938824109	1,000	22,164	22,150

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Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (continued)

December 31, 2014

Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
WASTE MGMT INC.	C94106L109	3,818	\$ 134,986	\$ 195,940
WATABE WEDDING COR	S6096092	94	1,470	406
WATPAC LIMITED	S6943217	26,632	20,196	17,871
WATTS WTR TECHNOLOGIES INC	C942749102	1,619	97,795	102,709
WDS LIMITED	SB1HN462	11,698	9,433	2,393
WEB COM GROUP INC.	C94733A104	57,322	1,425,972	1,088,545
WEBMD HEALTH CORP.	C94770V102	1,361	42,241	53,828
WEBSTER FNCL CORP. WATERBURY CONN	C947890109	5,228	117,012	170,067
WEIGHT WATCHERS INTL INC	C948626106	559	15,937	13,886
WELLCARE HLTH PLANS INC.	C94946T106	852	40,030	69,915
WELLS FARGO & CO.	C949746101	29,655	1,025,334	1,625,687
WENDEL	S7390113	3,749	131,360	421,620
WENDYS CO.	C95058W100	3,800	16,944	34,314
WESCO INTL INC.	C95082P105	11,211	819,645	854,391
WESTAR ENERGY INC.	C95709T100	727	17,300	29,981
WESTERN UNION CO.	C959802109	5,605	102,074	100,386
WESTJET AIRLINES	SB0JVL77	4,900	104,554	142,484
WESTN DIGITAL CORP.	C958102105	3,760	244,852	416,233
WESTN REFNG INC.	C959319104	3,115	123,198	117,685
WEYERHAEUSER CO.	C962166104	4,532	122,656	162,654
WGL HLDGS INC.	C92924F106	1,000	33,681	54,620
WHIRLPOOL CORP.	C963320106	483	37,025	93,576
WHITE MOUNTAINS INSURANCE GROUP	CG9618E107	455	216,907	286,700
WHITING PETE CORP.	C966387102	11,975	605,383	395,175
WIENERBERGER	S5699373	25,664	385,465	355,421
WILEY JOHN & SONS INC	C968223206	581	31,980	34,418
WILLIAMS CO. INC.	C969457100	640	13,349	28,762
WILLIAMS SONOMA INC.	C969904101	136	3,687	10,292
WILLIS GROUP HOLDINGS	CG96666105	31,500	976,608	1,411,515
WILLIS GROUP HOLDINGS	SB4XGY11	9,236	370,256	413,865
WIN HANVERKY HOLD	SB1CNF08	70,000	7,586	8,034
WINDSTREAM HLDGS INC	C97382A101	16,883	175,991	139,116
WING ON CO. INT LTD.	S6972244	2,000	2,189	5,983
WIS ENERGY	C976657106	988	22,995	52,107
WM MORRISON SUPERMARKETS	S0604316	105,614	469,188	303,338
WOODWARD INC	C980745103	1,940	86,898	95,506
WPX ENERGY INC.	C98212B103	7,656	118,701	89,039
WSFS FINANCIAL CORP.	C929328102	604	28,042	46,442
WULING	SB1BQJ84	10,000	1,441	709
WUSTENROT & WURTTE	S5770911	108	2,652	2,327
WYNDHAM WORLDWIDE CORP.	C98310W108	609	14,310	52,228
WYNN RESORTS LTD.	C983134107	2,064	381,334	307,041

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Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (continued)

December 31, 2014

Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON STOCK AND OTHER EQUITIES (continued)</b>				
XCEL ENERGY INC.	C98389B100	2,760	\$ 58,817	\$ 99,139
XCHANGING PLC.	SB1VK7X7	121,673	240,478	295,012
XEROX CORP.	C984121103	11,088	95,002	153,680
XILINX INC.	C983919101	933	22,218	40,390
XL GROUP PLC.	CG98290102	1,767	41,647	60,732
YACHIYO INDUSTRY	S6984711	5,500	51,700	37,846
YAHOO INC.	C984332106	6,500	213,156	328,315
YAMAGUCHI FINANCIA	SB1DGKS9	20	288	208
YELLOW HAT LTD.	S6753591	6,500	57,400	133,963
YELLOW MEDIA INC	SB5505Q0	17,506	216,449	295,936
YESCO CO. LTD.	S6485270	2,968	76,919	97,480
YONEKYU CORP.	S6986933	2,000	18,338	30,277
YUM BRANDS INC.	C988498101	1,401	41,681	102,063
YUTAKA GIKEN CO.	S6079952	200	4,444	4,069
ZCL COMPOSITE INC.	S2994996	7,300	43,097	38,194
ZEHNDER GROUP	SB6TNKW3	609	25,070	25,312
ZENKOKU HOSHO	SB92MT10	4,400	111,315	126,060
ZERO CO. LTD	SB0CHH63	1,400	9,009	8,699
ZIMMER HLDGS INC.	C98956P102	384	24,748	43,553
ZIONS BANCORP	C989701107	916	27,854	26,115
ZYNGA INC	C98986T108	6,398	29,051	17,019
<b>COMMON STOCK AND OTHER EQUITIES TOTAL</b>			<b>\$ 276,754,055</b>	<b>\$ 353,166,423</b>

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Schedule H, Line 4(i) - Schedule of Assets (Held at End of Year) (continued)

December 31, 2014

Description	CUSIP	Number of Shares	Cost	Current Value
<b>REITS - PUBLICLY TRADED</b>				
ACADIA RLTY TR	SB12GHV2	4,680	\$ 370,243	\$ 379,408
ADVANCE RES	SB62WZW2	172	379,029	460,503
ALLIED PROPS REAL TRUST UNITS	S2387701	17,060	534,057	551,458
ALLIED PROPS REAL TRUST UNITS	SB64B9P8	19,931	500,846	599,126
AMERICAN CAMPUS CMNTYS INC.	SBLZH0Z7	244,534	722,246	700,400
ARTIS REAL ESTATE TRUST UNITS	SBMMVVX4	131,826	849,517	973,076
AVALONBAY CMNTYS	S2131179	12,563	1,654,668	2,052,669
BEFIMMO SCA	S4082628	2,853	225,990	207,861
BIG YELLOW GROUP	S0286941	30,847	245,471	292,437
BOARDWALK R/EST IN TRUST UNITS	SB011205	6,653	418,522	353,486
BRE PPTYS INC.	S2185596	41,890	657,990	674,869
BRITISH LAND CO.	S0136701	49,451	420,024	599,117
BSTN PPTYS INC.	S2019479	12,957	1,444,604	1,667,436
CAPITACOMMERCIAL	SB011YD2	295,093	350,355	390,830
CAPITAL & COUNTIES PROPERTIES	SB62G9D3	49,518	249,848	281,511
CAPITAMALL TRUST	SB2455Y3	113,207	468,583	433,964
CAPITARETAIL CHINA	SB1HL3P8	80,182	89,401	97,724
CAPITARETAIL CHINA	SB5NLBP6	9,449	229,155	286,966
CBL & ASSOC PPTYS INC.	S2167475	34,664	631,218	673,175
CFS RETAILS PROPERTY TRUST GROUP	SB0LMF87	10,289	241,262	229,520
CHES LODGING TR	S2874582	9,950	354,327	367,752
CHES LODGING TR	SB4TC8L1	23,935	647,257	890,621
COMMONWEALTH	S2872252	13,348	939,975	1,020,054
CORESITE RLTY CORP. CORESITE REALTY CORP	SB3T3VV8	14,440	494,452	563,882
CORIO	SBBJPFY1	13,755	429,388	467,953
COUSINS PPTYS INC.	SB9G6L89	6,457	450,506	484,346
DAIWA HOUSE RESIDE	SB0Z6WY0	56	225,013	270,904
DAIWA HOUSE RESIDE	SB4XBDV9	13,995	627,255	638,592
DEUTSCHE WOHNEN	S6449629	56,089	244,746	250,615
DEXUS PROPERTY	SB033YN6	52,588	300,334	299,957
DUKE RLTY CORP.	S2284084	43,872	823,224	886,214
DUKE RLTY CORP.	SB84GSC7	231,922	105,294	83,509
EQTY 1 INC.	S2246329	43,656	963,718	1,107,116
EQTY RESDNT	S2319157	23,375	1,314,251	1,679,260
ESSEX PPTY	S5808135	169,408	144,908	118,998
EUROCOMMERCIAL	S4798271	4,059	171,416	172,741

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Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (continued)

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>REITS - PUBLICLY TRADED (continued)</b>				
EXTRA SPACE STORAGE INC.	SBFSSCF9	150	\$ 196,937	\$ 213,187
FABEGE	SB1Y4VX4	34,840	436,253	447,725
FABEGE	SB39J7D0	47	215,194	235,206
FEDERATION LIMITED	SB9510B1	173,537	364,511	407,580
FRASERS CENTREPOIN TRUST	SB17NZ47	204,468	279,706	292,406
FRONTIER R/EST INV FRONTIER R/EST	SB020QY3	31	151,053	142,208
FRONTIER R/EST INV FRONTIER R/EST	SBC9S149	14,163	187,864	235,106
GENERAL GROWTH PPTYS INC.	SB56VLR5	35,420	953,501	996,365
GLP J	SB8W6QT2	216	266,238	280,325
GPT GROUP	S6527774	221	300,283	311,146
GREAT PORTLAND ESTATES	SB01FLL1	42,990	370,580	494,697
GREAT PORTLAND ESTATES	SBSKRKL7	90	100,675	104,116
HAMMERSON	S0406501	64,064	526,606	604,345
HAMMERSON	SBN56JP1	173,620	357,504	321,450
HANG LUNG PROPERTIES	S6030506	172,115	511,451	482,730
HCP INC.	S2417578	9,055	390,669	398,692
HEALTH CARE	S2440961	13,898	845,452	1,051,662
HEALTH CARE	S6563875	178,600	319,184	320,782
HIGHWOODS PPTYS INC.	S2420640	9,201	396,045	407,420
HONGKONG LAND HLD	S6434915	33,938	217,548	229,421
HOST HOTELS & RESORTS INC.	S6309303	59,529	144,710	148,699
HULIC COMPANY LTD.	S6805317	15,612	191,737	157,689
ICADE	S4554406	5,728	568,379	460,229
IMMOFINANZ	SB3QZFF9	44,240	–	–
JAPAN PRIME REALTY	S6528175	87	299,482	303,315
JAPAN PRIME REALTY	SB5143W8	112,620	127,985	119,836
JAPAN REAL ESTATE INVESTMENT CO.	S6397580	25	112,997	120,939
JAPAN REAL ESTATE INVESTMENT CO.	SB5LBWS8	452,203	349,600	299,312
KENEDIX REALTY INV	SB0C5Q59	66	318,815	372,676
KILROY RLTY CORP.	SBKWBWR1	14,389	225,961	303,284
KIMCO RLTY CORP.	SB03FYZ4	31,220	146,936	145,373
LAND SECURITIES GP	S3180943	39,045	500,377	704,392
LINK R/EST INVEST	SB0PB4M7	122,165	521,564	764,826
LONDONMETRIC PROPERTY	S2832212	6,110	460,632	532,914
LONDONMETRIC PROPERTY	SB4WFW71	90,536	196,423	215,423
MACK CALI RLTY CORP.	S2192314	12,853	259,388	244,978

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Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (continued)

December 31, 2014

Description	CUSIP	Number of Shares	Cost	Current Value
<b>REITS - PUBLICLY TRADED (continued)</b>				
MID-AMER APT CMNTYS INC.	S2589132	9,029	\$ 618,253	\$ 674,286
MIRVAC GROUP STAPLED SECURITIES	S6161978	128,700	206,825	187,473
NATIONAL HEALTH INVS INC.	S2626125	12,092	724,586	845,956
NIPPON BUILDING FD	S6396800	73	385,293	367,755
NIPPON PROLOGIS	SB98BC67	218	451,372	473,838
PROLOGIS INC.	SB44WZD7	23,507	940,490	1,011,506
PSP SWISS PROPERTY	SB012877	2,095	181,196	180,900
PSP SWISS PROPERTY	SBLF7648	32,190	356,220	383,061
PUB STORAGE	S2009210	7,520	541,138	667,325
PUB STORAGE	S2852533	8,754	1,124,284	1,618,177
REGENCY CTRS CORP.	SBCF5RR9	10,140	171,809	172,684
RIOCAN REAL ESTATE TRUST UNITS	S2057059	22,398	696,360	832,086
SIMON PROPERTY GROUP INC.	S2518954	38,158	585,259	609,765
SIMON PROPERTY GROUP INC.	S2812452	13,301	1,636,964	2,422,245
SL GREEN RLTY CORP.	SBFTDJL8	42,370	1,007,543	1,052,471
SPIRIT RLTY CAP INC	SBBVHWR7	69,791	759,182	829,815
SUNSTONE HOTEL INVS INC.	SB034LG1	58,090	776,965	959,066
SWIRE PROPERTIES LTD.	SB67C2G0	110,100	337,092	325,124
TOKYU	SBRWPYN2	17,213	510,577	613,816
TOP REIT INC.	S2722777	28,862	476,279	540,874
UNIBAIL-RODAMCO SE	SB1YY4B3	5,442	1,066,594	1,401,637
UNIBAIL-RODAMCO SE	SBPBSZJ1	3,765	109,062	108,206
UNITE GROUP	SBSR6J09	12,743	390,221	466,254
VENTAS INC.	S2927925	17,242	1,110,258	1,236,251
VENTAS INC.	SB8XXZP1	12,264	663,347	706,774
VORNADO RLTY TR	S2933632	12,260	1,451,185	1,443,125
WERELDHAVE NV	S4948623	3,601	284,256	248,371
WERELDHAVE NV	SB7QR337	33,150	464,976	553,274
WESTFIELD GROUP	SBPH3N63	15,135	401,609	388,515
WIHLBORGS FAST	SB156XW2	19,777	320,951	360,638
WORKSPACE GROUP	SB67G5X0	31,250	238,700	372,758
<b>REITS - PUBLICLY TRADED TOTAL</b>			<b>\$ 49,720,179</b>	<b>\$ 56,132,530</b>

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Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (continued)

December 31, 2014

Description	CUSIP	Number of Shares	Cost	Current Value
<b>COMMON COLLECTIVE TRUSTS</b>				
**MFB NT COLLECTIVE EAFE INDEX FUND-NON LENDING	C658991526	67,614	\$ 17,017,763	\$ 17,431,913
**MFB NT COLLECTIVE EAFE INDEX FUND-NON LENDING	C003999349	897,755	118,259,322	119,410,341
**MFB NT COLLECTIVE RUSSELL 2000 INDEX FUND - NON LENDING	C003999315	276,920	3,367,883	8,028,456
**MFB NT COLLECTIVE RUSSELL 3000 INDEX FUND - NON-LENDING	C003999414	540,810	15,021,049	15,399,036
**MFB NT COLLECTIVE S&P400 INDEX FUND - NON LENDING	C658991328	7,762	5,494,294	11,625,653
**MFB NT COLLECTIVE S&P500 INDEX FUND-NON LENDING	C658991310	13,842	62,009,325	91,617,105
CF JPMCB SPECIAL SITUATION PROPERTY FUND	C99089IXB7	12,863	17,758,518	25,313,390
CF JPMCB STRATEGIC PROPERTY FUND	C99089IWA0	15,849	28,794,616	38,321,866
CF SSGA S&P GLOBAL LARGEMIDCAP NATURAL RESOURCES INDEX NL ZVB5 FUND	CSSG991762	2,626,607	27,370,108	25,622,549
<b>COMMON COLLECTIVE TRUSTS TOTAL</b>			<b>295,092,878</b>	<b>352,770,309</b>
<b>MUTUAL FUNDS</b>				
MFO ARTISAN EMERGING MARKETS-INS	C04314H865	7,498,435	97,261,828	89,156,397
MFO DFA EMERGING MARKETS VALUE	C233203587	4,444,222	121,260,765	114,438,710
MFO GMO TR GLOBAL ASSET ALLOC FD III	C362007171	5,444,089	53,751,248	58,850,606
MFO PAYDEN & RYGEL INVT GROUP PAYDEN EMERGING MARKETS	C704329242	6,668,607	95,165,977	90,026,195
MFO PIMCO FDS PAC INVT MGMT SER FGN BDFD INSTL UNHEDGED	SB013245	7,244,062	72,492,325	71,643,769
MFO TEMPLETON GLOBAL INVT TR FRONTIER MARKETS FD ADVISOR CL	C88019R641	1,621,865	22,804,284	23,354,859
MFC SPDR GOLD TR GOLD SHS	SB046RT1	33,996	3,166,414	3,861,266
<b>MUTUAL FUNDS TOTAL</b>			<b>\$ 465,902,841</b>	<b>\$ 451,331,802</b>

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Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (continued)

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Description	CUSIP	Number of Shares	Cost	Current Value
<b>PRIVATE EQUITY</b>				
ACTIS ENERGY 3 LP.	C991NHA993	658,003	\$ 658,003	\$ 645,649
ASIA OPPORTUNITY FUND II, LP	C000384438	2,150,966	2,150,966	746
ATLAS VENTURE IX, LP.	C991JZK990	4,597,736	4,597,736	5,357,751
AUDAX MEZZANINE FUND III LP	C9916Q6999	1,580,452	1,580,452	1,505,408
AUDAX PRIVATE EQUITY FUND IV	C991HCB999	3,775,463	3,775,463	4,199,037
BLACKSTONE/GSO CAPITAL SOLUTIONS FUNI	C9914VN991	4,714,263	4,714,263	4,656,086
CAPITAL INTERNATIONAL PRIVATE EQUITY FUND V	C991APS993	2,923,242	2,923,242	1,942,089
CAPITAL ROYALTY PARALLEL I, LF	C000351460	3,133,293	3,133,293	2,216,657
CENTERBRIDGE CAPITAL PARTNERS II	C9917A3991	2,523,315	2,523,315	2,421,021
CF BRIDGEWATER ALL WEATHER PORTFOLIO CL B SER 2000-140 FI	CIKL993125	99,765	100,000,000	105,769,421
CF KOHINOOR SERIES (CAYMAN) FUND_36 South	C6AW99AQW9	49,250	50,000,000	50,303,950
CF SSARIS MULTI MANGER ABSOLUTE RETURN LLC FI	C175991546	35,000	35,000,000	37,220,772
CF SSGA QSI INDEX LLC (CMMD) FI	C130997257	9,834,021	98,556,002	150,657,207
CHARLESBANK EQUITY FUND VI	C9912NB990	6,693,516	6,693,516	10,587,220
CHEQUERS CAPITAL XVI, LP	C9919J7999	1,022,500	1,356,925	1,058,853
CLEARWATER FUND III FEEDER FUND, LP	C000471532	2,515,171	2,515,171	5,899,942
GCM GROSVENOR PRIVATE EQUITY PARTNERS FUND II, LP. (DLJ PRIVATE EQUITY PARTNERS II LP.)	C000108357	4,059,668	4,059,668	1,598,478
DRA GROWTH & INCOME FUND VII	C9919Z0996	8,415,558	8,415,558	9,207,465
DRA GROWTH & INCOME FUND VIII	C991TKW998	1,706,595	1,706,595	1,749,211
DWF IV REIT LLC	C991QBW994	4,438,911	4,438,911	4,718,578
DWF IV, LP.	C991SQQ997	628,302	628,302	848,126
EIF UNITED STATES POWER FUND IV LP	C991ACL992	2,801,027	2,801,027	3,326,511
ENCAP ENERGY CAPITAL FUND IX-C	C991G71999	1,323,737	1,323,737	1,204,705
ENCAP ENERGY CAPITAL FUND VIII-B, LP	C9916N1993	2,175,015	2,175,015	2,066,313
ENERGY CAPITAL PARTNERS I, LP	C000429217	2,685,074	2,685,074	1,970,059
ENERGY CAPITAL PARTNERS II-B	C991330994	3,122,632	3,122,632	4,908,858
ENERGY CAPITAL PARTNERS III-B, LP	C991QYK995	460,500	460,500	358,423
ENERGY VENTURES IV LP.	C9917ZS999	1,749,184	1,749,184	1,689,243
EUROPEAN REAL ESTATE DEBT FUND II LP	C991QF4992	3,060,708	4,970,007	3,470,718
EUROPEAN STRATEGIC PARTNERS 2004 A, LP	S530524U	8,943,030	12,206,650	8,740,527
EUROPEAN STRATEGIC PARTNERS 2008 'A	S3A15F8U	3,617,909	4,869,407	5,169,384
EXETER INDUSTRIAL VALUE FUND II LP	C991DC3996	7,354,743	7,354,743	9,813,957
EXETER INDUSTRIAL VALUE FUND III, LP	C991TLS996	1,820,000	1,820,000	1,760,779
FIRST RESERVE FUND XI, LP	C000450221	7,999,519	7,999,519	3,396,318
FOURTH CINVEN FUND	S630749U	5,305,911	7,200,780	5,003,106
FPA APARTMENT OPPORTUNITY FUND IV-A, LP	C991MMC995	5,351,471	5,351,471	5,427,062
FPA APARTMENT OPPORTUNITY FUND, LP	C991APQ997	4,306,025	4,306,025	8,382,482
GBOF IV CV INVESTORS LP	C9916WX993	1,001,438	1,343,754	1,319,271
GEM REALTY FUND IV, LP	C9914PT995	3,266,447	3,266,447	4,684,244
GEM REALTY FUND V, LP	C991M61997	1,747,575	1,747,575	1,593,292
GLOBAL INFRASTRUCTURE PARTNERS II-B FEEDER FUNI	C991DXK995	1,293,016	1,293,016	1,238,149
GS PRIVATE EQUITY PARTNERS 2000 - DIRECTINVESTMENT FUND, LP	C000124941	1,040,036	1,040,036	262,735
GS PRIVATE EQUITY PTRS 2000 MGR	C000117838	2,985,352	2,985,352	784,048
GTI 9 INSTITUTIONAL INVESTORS COMPANY LIMITEI	C9916JF997	4,263,719	4,263,719	4,804,028
GTIS BRAZIL REAL ESTATE FUND II (CAYMAN) LF	C9918WN991	2,909,211	2,909,211	2,008,153
H.I.G. BAYSIDE LOAN OPPORTUNITY FUND III (EUROPE-US\$), LF	C991GSW998	2,277,486	2,277,486	2,304,758
H.I.G. MIDDLE MARKET LBO FUND II LP	C991RS4996	95,132	95,132	93,423
HANCOCK CAPITAL PARTNERS V, LLC	C991FF0994	1,440,290	1,440,290	1,418,896
HITECVISION VI LP.	C991ASF998	2,111,093	2,111,093	2,336,909
HONY CAPITAL FUND V	C991AZQ996	2,281,558	2,281,558	2,576,665
IFM GLOBAL INFRASTRUCTURE (US) LP	C991UXL995	4,000,000	4,000,000	4,009,471
INSTITUTIONAL VENTURE PARTNERS XIII	C9915C5998	3,698,225	3,698,225	6,241,010

Producer-Writers Guild of America Pension Plan

EIN: 95-2216351 Plan Number: 001

Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year)

December 31, 2014

Description	CUSIP	Number of Shares	Cost	Current Value
<b>PRIVATE EQUITY (continued)</b>				
JLL PARTNER FUND V LP	C000391979	470,737	\$ 470,737	\$ 2,349,751
JLL PARTNERS FUND VI LP	C000607986	8,284,985	8,284,985	10,147,307
JMI EQUITY FUND VII	C9916M8999	3,141,591	3,141,591	3,191,368
KHOSLA VENTURES IV	C9918VA990	2,796,407	2,796,407	3,721,180
KHOSLA VENTURES SEED B, LP	C991EEK994	1,721,212	1,721,212	2,229,555
KHOSLA VENTURES V, LP	C991T00990	1,275,000	1,275,000	1,240,466
KPS SPECIAL SITUATIONS FUND III	C9911LE998	7,480,765	7,480,765	5,720,938
KPS SPECIAL SITUATIONS FUND IV, LP	C991RDV992	692,008	692,008	657,256
KSL CAPITAL PARTNERS III TE, LP	C9917PX999	3,871,260	3,871,260	4,349,597
LANDMARK REAL ESTATE PARTNERS VI LP	C9913LK990	4,526,674	4,526,674	18,282,417
LONGBOW UK REAL ESTATE INV III SARI	C991KPA990	3,677,370	5,944,215	5,823,514
MACQUARIE CROP PARTNERS LP	C991PFM994	4,000,000	4,000,000	3,273,810
MBK PARTNERS FUND III LP	C991JJE992	1,986,666	1,986,666	2,706,630
MERIT ENERGY PARTNERS H	C9917M2990	3,226,302	3,226,302	3,329,574
MERIT ENERGY PARTNERS I, L.P.	C991UE5991	108,707	108,707	106,869
MESA WEST REAL ESTATE INCOME FUND III LP	C991LS5996	5,463,694	5,463,694	5,337,047
MSOUTH EQUITY PARTNERS II (AIV) LP	C991H20994	167,840	167,840	167,436
MSOUTH EQUITY PARTNERS II, LP	C991CP5999	3,437,591	3,437,591	4,161,007
NEWSTONE CAPITAL PARTNERS II, LP	C9917BL990	1,653,901	1,653,901	1,681,109
NORTHSTAR MEZZANINE PARTNERS IV, LP	C000393702	3,878,340	3,878,340	2,802,485
NORTHSTAR MEZZANINE PARTNERS V, LP	C000527937	5,620,338	5,620,338	5,429,659
NORTHSTAR MEZZANINE PARTNERS VI LP	C991MXM991	1,650,745	1,650,745	1,616,323
OAKTREE OPPORTUNITIES FUND VIII (CAYMAN)	C9914JN995	651,417	651,417	1,679,481
OAKTREE OPPORTUNITIES FUND VIII (CAYMAN) LTI	C991ACY994	2,282,532	2,282,532	2,799,549
OCM OPPORTUNITIES FUND VII B, LP	C000575738	16,737	16,737	1,440,914
ONCAP (US) II -A, LP.	C682309A90	558,856	530,326	3,569,299
ONCAP III	C9918SS995	1,225,296	1,182,581	1,367,759
ONEX PARTNERS II, LP.	C000447862	1,815,633	1,815,633	857,962
OPPENHEIMER GLOBAL RESOURCES PRIVATE- EQUITY OFFSHORE FUND I	C9915PP995	15,399,756	15,399,756	14,153,054
PACIFIC ROAD RESOURCES FUND II LP	C9919G2993	2,224,649	2,224,649	1,187,924
PAG ASIA I FEEDER FUND LP	C991AB0999	994,392	994,392	1,439,040
PATRIA - BRAZILIAN PRIVATE EQUITY FUND IV LF	C9919EC993	1,054,943	1,054,943	1,180,869
PAUL CAPITAL HEALTHCARE III, LF	C000544478	3,433,065	3,433,065	2,685,639
PAUL CAPITAL PARTNERS FUND VIII-A, LF	C000319723	9,844,754	9,844,754	5,360,217
PAUL CAPITAL PARTNERS IX INTL LP	C000495556	4,086,035	4,086,035	3,041,561
QUINTANA ENERGY PARTNERS II-TE, LP	C991520990	2,142,389	2,142,389	1,858,216
RESOURCE CAPITAL FUND V	C991358995	4,576,737	4,576,737	2,214,158
RESOURCE CAPITAL FUND VI LP	C991KAU992	1,732,843	1,732,843	1,486,672
RESOURCE LAND FUND IV	C9915QH997	3,091,186	3,091,186	4,180,679
RIALTO REAL ESTATE FUND II LP	C991MM3995	6,590,485	6,590,485	7,057,830
RIDGEMONT EQUITY PARTNERS I LP	C991HVT999	5,686,931	5,686,931	6,978,532
RIDGEWOOD ENERGY OIL AND GAS FUND II LP	C991JWR998	1,189,393	1,189,393	845,000
RIVER VI PARALLEL LP	C991AKW999	2,103,946	2,103,946	2,314,855
RIVERSIDE EUROPE FUND IV	C9914SZ998	2,365,297	3,173,034	3,475,166
RIVERSIDE FUND IV	C991282997	3,126,730	3,126,730	4,155,343
RIVERSIDE FUND V LP	C991HRP992	2,345,913	2,345,913	1,927,877
RIVERSIDE MICRO-CAP FUND I LP	C000411041	4,818,822	4,818,822	5,921,850
RIVERSIDE MICRO-CAP FUND III, LP	C991QWR992	2,390,312	2,390,312	2,411,440
ROYAL OPPORTUNITIES FEEDER S.A	C991957994	1,968,123	1,968,123	2,003,433
SANKATY MIDDLE MARKET OPPORTUNITIES FUND II, LP	C991M86994	1,725,000	1,725,000	1,805,302
SENTINEL CAPITAL PARTNERS V, LP	C991SFB992	1,967,016	1,967,016	1,938,067
SKY HARBOR BROAD HIGH YIELD MARKET PARTNERS LP	C991JNK993	102,097,117	102,097,117	107,157,744
SOUTHERN CROSS LATIN AMERICA PRIVATE- EQUITY FUND IV	C991FKN998	5,513,724	5,513,724	6,818,343

Producer-Writers Guild of America Pension Plan

EIN: 95-2216351 Plan Number: 001

Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year)

December 31, 2014

Description	CUSIP	Number of Shares	Cost	Current Value
<b>PRIVATE EQUITY (continued)</b>				
TEAYS RIVER INVESTMENTS LLC	C9914W1998	4,862,205	\$ 4,862,205	\$ 7,218,225
THE ENERGY & MINERALS GROUP FUND III, LP	C991QQG993	2,453,002	2,453,002	2,356,963
THIRD ROCK VENTURES II, LP	C9915B1998	3,473,098	3,473,098	6,792,422
THIRD ROCK VENTURES III LP	C991JYE995	1,475,000	1,475,000	1,384,240
TOWERBROOK INVESTORS IV (ONSHORE) LP	C991LS4999	671,832	671,832	682,754
TRILANTIC CAPITAL PARTNERS V (NORTH AMERICA) LP	C991M74990	2,534,526	2,534,526	2,247,316
TRUE NORTH HIGH YIELD INVESTMENT FUND II, LLC	C9915BP995	3,794,623	3,794,623	4,325,136
TURNBRIDGE CAPITAL PARTNERS I, LP	C991T09991	769,312	769,312	737,008
US FARMING REALTY TRUST II LP	C991LR7993	3,345,282	3,345,282	3,549,347
VEPF IV AIV I	C991JLT996	548,423	548,423	612,392
VEPF IV AIV II	C991JLU993	798,782	798,782	1,287,557
VEPF IV AIV III LP	C991CZU993	215,707	215,707	287,126
VEPF IV AIV IV (CAYMAN)	C991DW3994	2,912	2,912	8,358
VEPF IV AIV V	C991JLS998	128,530	128,530	158,170
VEPF IV AIV VI-A	C991MND992	410,169	410,169	436,461
VEPF IV AIV VII-A	C991MTL998	483,944	483,944	409,654
VEPF IV AIV VIII-A	C991RVY996	122,422	122,422	121,004
VERITAS CAPITAL FUND IV	C9915P3999	3,491,932	3,491,932	5,930,685
VIP II B (SF) LP	C991PMU998	80,115	134,622	113,616
VIP II B LP	C991PMA992	721,036	1,211,597	1,022,535
VISTA EQUITY PARTNERS FUND IV, LP	C9919F3992	621,078	621,078	624,538
VISTA EQUITY PARTNERS V LP	C991RED991	2,374,380	2,374,380	2,337,739
VONTOBEL INTERNATIONAL EQUITY FUND	C9917M4996	45,000,000	45,000,000	64,319,163
WAUD CAPITAL PARTNERS FIF II	C9917HE990	1,069,754	1,069,754	2,611,623
WHITE DEER ENERGY LP, II	C991HT8998	1,200,311	1,200,311	895,115
WHITE DEER ENERGY TE, LP	C991450990	198,634	198,634	2,811,817
YUCAIPA CORPORATE INITIATIVES (PARALLEL) FUND II, LF	C000579037	7,474,637	7,474,637	5,895,836
Z CAPITAL SPECIAL SITUATIONS FUND II LF	C991LJ2993	1,455,216	1,455,216	1,879,740
<b>PRIVATE EQUITY TOTAL</b>			<b>\$ 806,053,476</b>	<b>\$ 919,622,777</b>

Producer-Writers Guild of America Pension Plan

EIN: 95-2216351 Plan Number: 001

Schedule H, Line 4(i) – Schedule of Assets (Held at End of Year) (continued)

December 31, 2014

<b>Description</b>	<b>CUSIP</b>	<b>Cost</b>	<b>Current Value</b>
<b>MONEY MARKET FUND</b>			
** NORTHERN TRUST SHORT TERM INVESTMENT FUND		<u>\$ 2,779,313</u>	<u>\$ 3,458,752</u>
<b>COLLATERAL FOR SECURITIES LENDING</b>			
** NORTHERN TRUST SECURITIES LENDING COLLATERAL FUND		<u>228,937,323</u>	<u>228,937,323</u>
<b>TOTAL INVESTMENTS</b>			<u><u>\$ 2,772,942,078</u></u>

\*\* Parties in interest

Producer-Writers Guild of America Pension Plan

EIN: 95-2216351 Plan Number: 001

Schedule H, Line 4(i) – Schedule of Reportable Transaction

Year Ended December 31, 2013

(a) Identity of Party Involved	(b) Description of Asset (Including Interest Rate and Maturity in Case of Loans)	(c) Purchase Price	(d) Selling Price	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net Gain or (Loss)
<b><u>Category (iii) – Series of transactions in excess of 5% of beginning plan assets:</u></b>						
Northern Trust Company	Short-Term Investment Fund	\$ 740,758,100	\$ –	\$ 740,758,100	\$ 740,758,100	\$ –
		–	739,861,092	739,861,092	739,861,092	–
Northern Trust Company	Custom Cash Fund	664,161,268	–	664,161,268	664,161,268	–
		–	656,542,244	656,542,244	656,542,244	–
Northern Trust Global Investments	MFT NT Collective	110,365,521	–	110,365,521	110,365,521	–
	Russell 3000 Index Fund-Non Lending	–	116,313,265	114,332,226	114,332,226	1,981,039

There were no category (i), (ii) or (iv) transactions during the plan year.

Columns (e) and (f) are not applicable.

Producer-Writers Guild of America Pension Plan

EIN: 95-2216351 Plan Number: 001

Schedule H, Part 4(b) – Schedule of Loans or Fixed Income Obligations in Default or Classified as Uncollectible

December 31, 2014

(a) Party-in- interest	(b) Identity and address of obligor	(c) Original amount of loan	(g) Amount received during reporting period		(f) Unpaid balance at end of year	(g) Detailed description of loan including dates of making and maturity, interest rate, the type and value of collateral, any renegotiation of the loan and the terms of the renegotiation and other material items	Amount overdue	
			(d) Principal	(e) Interest			(h) Principal	(i) Interest
	National Steel Corporation	\$ 32,246	\$ –	\$ 6	\$ –	Corporate bond, par value 32,246 CUISP C637844AE1 Maturity date 08/01/2006 Interest rate 8.375%	\$ –	\$ –

This security was deemed worthless and written off the books. We recognized a loss during the write off.

Producer-Writers Guild of America Pension Plan

EIN# 95-2216351 Plan# 001

Schedule G, Part I – Overdue Loan Explanation

Plan Year-End: December 31, 2014

Records are being maintained by the co-trustee for each of the overdue loans listed in the audit as a supplemental attachment, Schedule G, Part I – Schedule of loans or fixed-income obligations in default or classified as uncollectible. The co-trustee will periodically contact each obligator (one who owes the Plan money) for future collections of each fixed-income obligation in default.

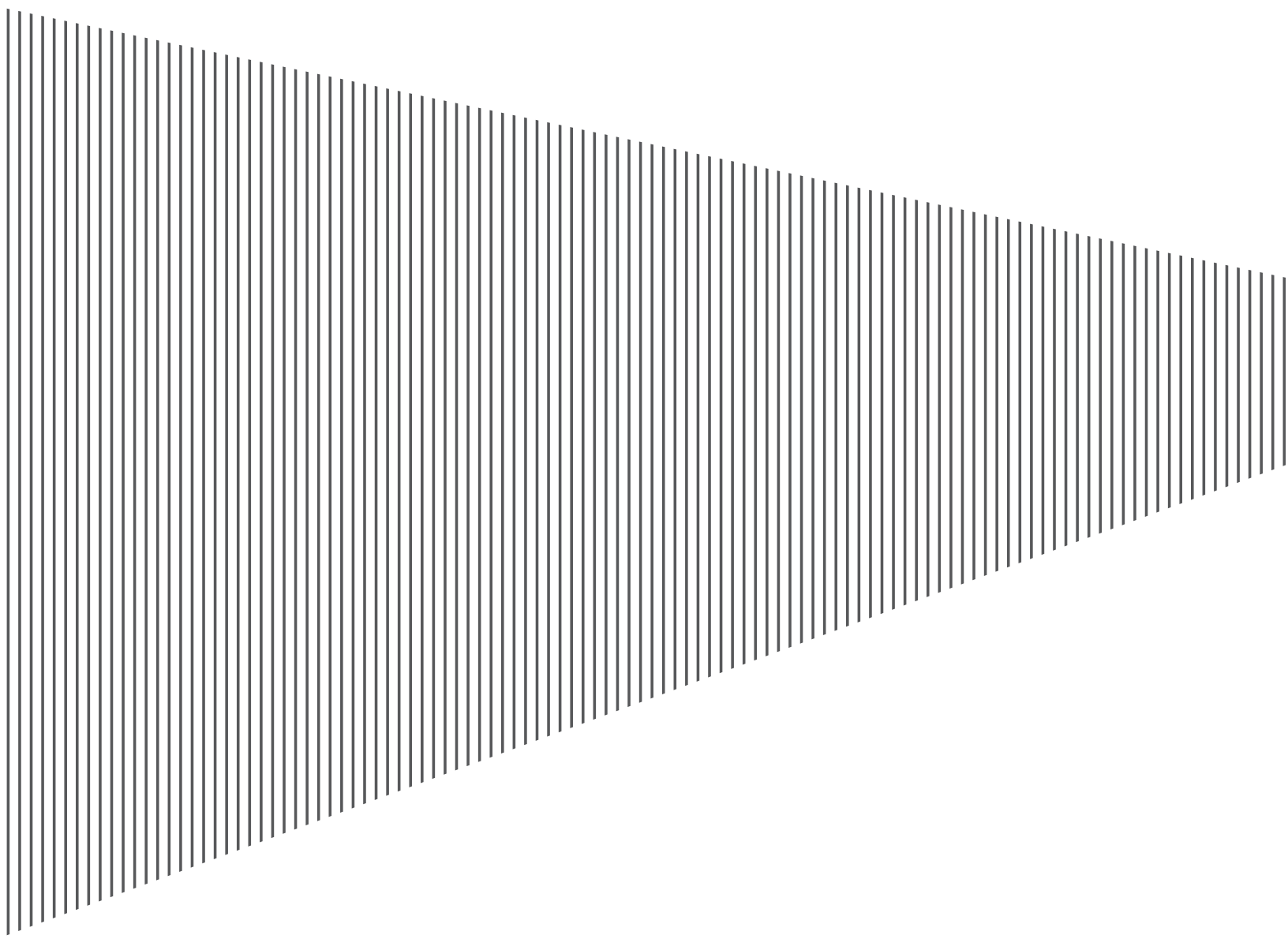
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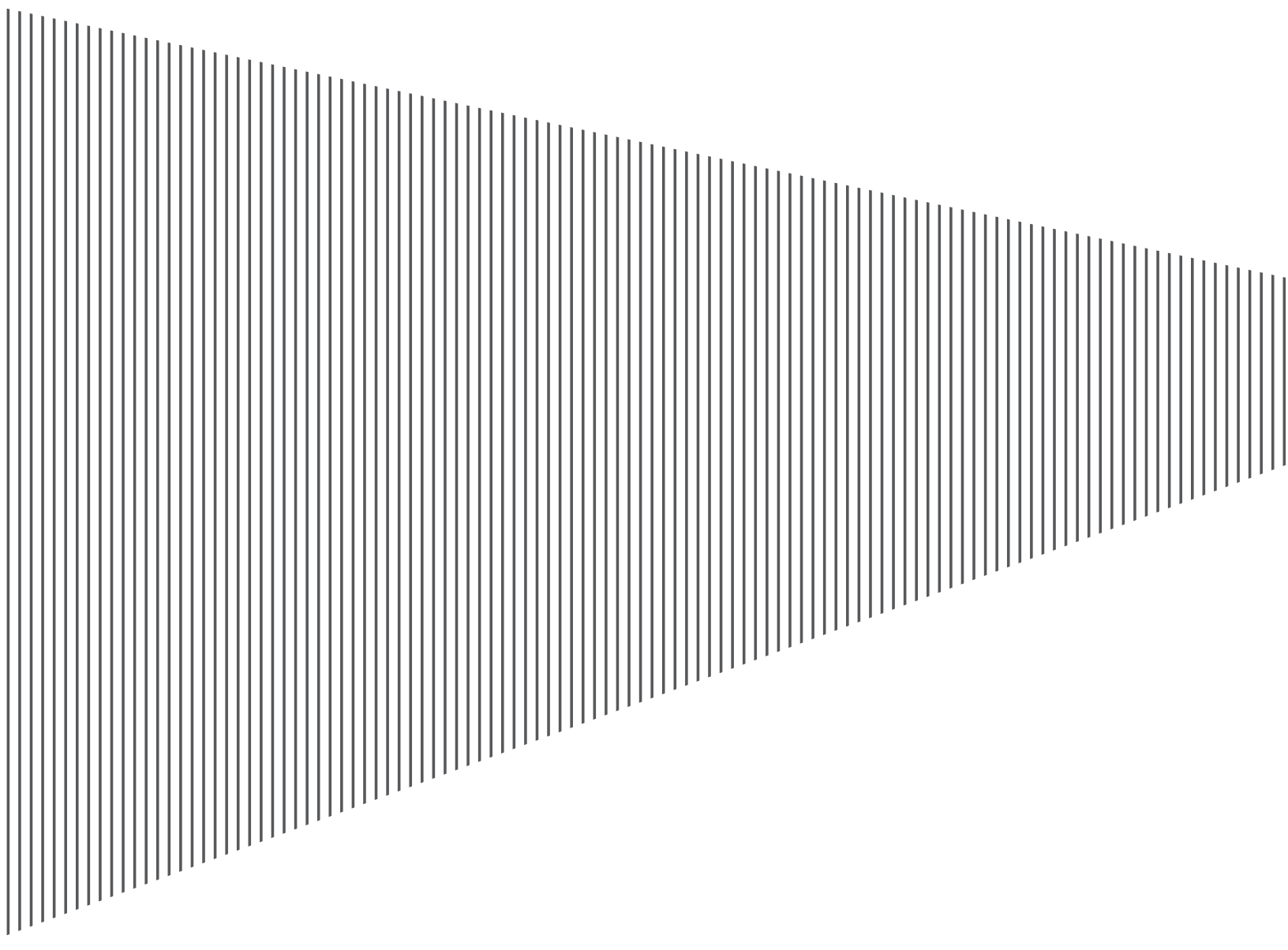
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**SCHEDULE MB  
(Form 5500)**

Department of the Treasury  
Internal Revenue Service

Department of Labor  
Employee Benefits Security Administration  
Pension Benefit Guaranty Corporation

**Multiemployer Defined Benefit Plan and Certain  
Money Purchase Plan Actuarial Information**

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500 or 5500-SF.**

OMB No. 1210-0110

**2014**

**This Form is Open to Public  
Inspection**

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

<b>A</b> Name of plan <u>Producer-Writers Guild of America Pension Plan</u>		<b>B</b> Three-digit plan number (PN) ▶ <u>001</u>
<b>C</b> Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>Board of Director Producer-Writers Guild of America Pension Plan</u>		<b>D</b> Employer Identification Number (EIN) <u>95-2216351</u>
<b>E</b> Type of plan: (1) <input checked="" type="checkbox"/> Multiemployer Defined Benefit (2) <input type="checkbox"/> Money Purchase (see instructions)		

**1a** Enter the valuation date: Month 1 Day 1 Year 2014

**b** Assets

(1) Current value of assets.....	<b>1b(1)</b>	<u>2,456,613,932</u>
(2) Actuarial value of assets for funding standard account.....	<b>1b(2)</b>	<u>2,694,846,091</u>
<b>c</b> (1) Accrued liability for plan using immediate gain methods.....	<b>1c(1)</b>	<u>2,944,299,596</u>
(2) Information for plans using spread gain methods:		
(a) Unfunded liability for methods with bases.....	<b>1c(2)(a)</b>	
(b) Accrued liability under entry age normal method.....	<b>1c(2)(b)</b>	
(c) Normal cost under entry age normal method.....	<b>1c(2)(c)</b>	
(3) Accrued liability under unit credit cost method.....	<b>1c(3)</b>	<u>2,690,968,571</u>
<b>d</b> Information on current liabilities of the plan:		
(1) Amount excluded from current liability attributable to pre-participation service (see instructions).....	<b>1d(1)</b>	
(2) "RPA '94" information:		
(a) Current liability.....	<b>1d(2)(a)</b>	<u>4,747,331,401</u>
(b) Expected increase in current liability due to benefits accruing during the plan year.....	<b>1d(2)(b)</b>	<u>154,854,820</u>
(c) Expected release from "RPA '94" current liability for the plan year.....	<b>1d(2)(c)</b>	<u>133,466,789</u>
(3) Expected plan disbursements for the plan year.....	<b>1d(3)</b>	<u>140,626,789</u>

**Statement by Enrolled Actuary**

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

<b>SIGN HERE</b>	<u>Kevin M. Campe</u> Signature of actuary	<u>9/22/2015</u> Date
<u>Kevin M. Campe</u> Type or print name of actuary		<u>14-05356</u> Most recent enrollment number
<u>Milliman, Inc.</u> 71 S. Wacker Drive, 31st Floor Chicago, IL 60606 Address of the firm		<u>(312) 726-0677</u> Telephone number (including area code)

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or Form 5500-SF.

Schedule MB (Form 5500) 2014  
v. 140124

**2** Operational information as of beginning of this plan year:

<b>a</b> Current value of assets (see instructions).....	<b>2a</b>	2,456,613,932
<b>b</b> "RPA '94" current liability/participant count breakdown:	<b>(1) Number of participants</b>	<b>(2) Current liability</b>
<b>(1)</b> For retired participants and beneficiaries receiving payment.....	4,058	1,730,491,244
<b>(2)</b> For terminated vested participants.....	4,141	835,537,129
<b>(3)</b> For active participants:		
<b>(a)</b> Non-vested benefits.....		79,334,370
<b>(b)</b> Vested benefits.....		2,101,968,658
<b>(c)</b> Total active.....	6,798	2,181,303,028
<b>(4)</b> Total.....	14,997	4,747,331,401
<b>c</b> If the percentage resulting from dividing line 2a by line 2b(4), column (2), is less than 70%, enter such percentage.....	<b>2c</b>	51.75%

**3** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
07/01/2014	99,434,226				
<b>Totals ▶</b>			<b>3(b)</b>	99,434,226	<b>3(c)</b>
					0

**4** Information on plan status:

<b>a</b> Enter code to indicate plan's status (see instructions for attachment of supporting evidence of plan's status). If code is "N," go to line 5.....	<b>4a</b>	N
<b>b</b> Funded percentage for monitoring plan's status (line 1b(2) divided by line 1c(3)).....	<b>4b</b>	%
<b>c</b> Is the plan making the scheduled progress under any applicable funding improvement or rehabilitation plan?.....		<input type="checkbox"/> Yes <input type="checkbox"/> No
<b>d</b> If the plan is in critical status, were any adjustable benefits reduced?.....		<input type="checkbox"/> Yes <input type="checkbox"/> No
<b>e</b> If line d is "Yes," enter the reduction in liability resulting from the reduction in adjustable benefits, measured as of the valuation date.....	<b>4e</b>	
<b>f</b> If the rehabilitation plan projects emergence from critical status, enter the plan year in which it is projected to emerge. If the rehabilitation plan is based on forestalling possible insolvency, enter the plan year in which insolvency is expected and check here <input type="checkbox"/>	<b>4f</b>	

**5** Actuarial cost method used as the basis for this plan year's funding standard account computations (check all that apply):

- |  |   |   |  |
|--|---|---|--|
| <b>a</b> <input type="checkbox"/> Attained age normal      | <b>b</b> <input checked="" type="checkbox"/> Entry age normal | <b>c</b> <input type="checkbox"/> Accrued benefit (unit credit) | <b>d</b> <input type="checkbox"/> Aggregate            |
| <b>e</b> <input type="checkbox"/> Frozen initial liability | <b>f</b> <input type="checkbox"/> Individual level premium    | <b>g</b> <input type="checkbox"/> Individual aggregate          | <b>h</b> <input checked="" type="checkbox"/> Shortfall |
| <b>i</b> <input type="checkbox"/> Reorganization           | <b>j</b> <input type="checkbox"/> Other (specify):            |   |  |

<b>k</b> If box h is checked, enter period of use of shortfall method.....	<b>5k</b>	09
<b>l</b> Has a change been made in funding method for this plan year?.....		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>m</b> If line l is "Yes," was the change made pursuant to Revenue Procedure 2000-40 or other automatic approval?.....		<input type="checkbox"/> Yes <input type="checkbox"/> No
<b>n</b> If line l is "Yes," and line m is "No," enter the date (MM-DD-YYYY) of the ruling letter (individual or class) approving the change in funding method.....	<b>5n</b>	

**6** Checklist of certain actuarial assumptions:

<b>a</b> Interest rate for "RPA '94" current liability.....	<b>6a</b>	3.64%
<b>b</b> Rates specified in insurance or annuity contracts.....	Pre-retirement	Post-retirement
	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> N/A	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> N/A
<b>c</b> Mortality table code for valuation purposes:		

<b>(1) Males</b> .....	<b>6c(1)</b>	A		A	
<b>(2) Females</b> .....	<b>6c(2)</b>	A		A	
<b>d</b> Valuation liability interest rate .....	<b>6d</b>	7.50 %		7.50 %	
<b>e</b> Expense loading .....	<b>6e</b>	19.7 %	<input type="checkbox"/> N/A	%	<input checked="" type="checkbox"/> N/A
<b>f</b> Salary scale .....	<b>6f</b>	2.50 %	<input type="checkbox"/> N/A		
<b>g</b> Estimated investment return on actuarial value of assets for year ending on the valuation date .....	<b>6g</b>			7.4 %	
<b>h</b> Estimated investment return on current value of assets for year ending on the valuation date .....	<b>6h</b>			12.4 %	

**7** New amortization bases established in the current plan year:

(1) Type of base	(2) Initial balance	(3) Amortization Charge/Credit
2	810,914	1,360,404
5	93,651,198	11,412,300
5	-93,651,198	-15,903,738

**8** Miscellaneous information:

<b>a</b> If a waiver of a funding deficiency has been approved for this plan year, enter the date (MM-DD-YYYY) of the ruling letter granting the approval.....	<b>8a</b>	
<b>b</b> Is the plan required to provide a Schedule of Active Participant Data? (See the instructions.) If "Yes," attach schedule.		<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<b>c</b> Are any of the plan's amortization bases operating under an extension of time under section 412(e) (as in effect prior to 2008) or section 431(d) of the Code?.....		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>d</b> If line c is "Yes," provide the following additional information:		
<b>(1)</b> Was an extension granted automatic approval under section 431(d)(1) of the Code?.....		<input type="checkbox"/> Yes <input type="checkbox"/> No
<b>(2)</b> If line 8d(1) is "Yes," enter the number of years by which the amortization period was extended .....	<b>8d(2)</b>	
<b>(3)</b> Was an extension approved by the Internal Revenue Service under section 412(e) (as in effect prior to 2008) or 431(d)(2) of the Code?.....		<input type="checkbox"/> Yes <input type="checkbox"/> No
<b>(4)</b> If line 8d(3) is "Yes," enter number of years by which the amortization period was extended (not including the number of years in line (2)) .....	<b>8d(4)</b>	
<b>(5)</b> If line 8d(3) is "Yes," enter the date of the ruling letter approving the extension .....	<b>8d(5)</b>	
<b>(6)</b> If line 8d(3) is "Yes," is the amortization base eligible for amortization using interest rates applicable under section 6621(b) of the Code for years beginning after 2007? .....		<input type="checkbox"/> Yes <input type="checkbox"/> No
<b>e</b> If box 5h is checked or line 8c is "Yes," enter the difference between the minimum required contribution for the year and the minimum that would have been required without using the shortfall method or extending the amortization base(s).....	<b>8e</b>	1,108,961

**9** Funding standard account statement for this plan year:

**Charges to funding standard account:**

<b>a</b> Prior year funding deficiency, if any .....	<b>9a</b>	0
<b>b</b> Employer's normal cost for plan year as of valuation date.....	<b>9b</b>	78,936,159
<b>c</b> Amortization charges as of valuation date:	Outstanding balance	
<b>(1)</b> All bases except funding waivers and certain bases for which the amortization period has been extended .....	<b>9c(1)</b>	1,604,984,994
<b>(2)</b> Funding waivers .....	<b>9c(2)</b>	0
<b>(3)</b> Certain bases for which the amortization period has been extended .....	<b>9c(3)</b>	0
<b>d</b> Interest as applicable on lines 9a, 9b, and 9c.....	<b>9d</b>	5,920,212
<b>e</b> Total charges. Add lines 9a through 9d.....	<b>9e</b>	84,856,371

**Credits to funding standard account:**

<b>f</b> Prior year credit balance, if any.....	<b>9f</b>	330,353,557
<b>g</b> Employer contributions. Total from column (b) of line 3.....	<b>9g</b>	99,434,226
<b>h</b> Amortization credits as of valuation date.....	Outstanding balance	
	<b>9h</b>	1,025,177,932
<b>i</b> Interest as applicable to end of plan year on lines 9f, 9g, and 9h .....	<b>9i</b>	28,505,300
<b>j</b> Full funding limitation (FFL) and credits:		
<b>(1)</b> ERISA FFL (accrued liability FFL).....	<b>9j(1)</b>	926,098,047

<b>(2)</b> "RPA '94" override (90% current liability FFL).....	<b>9j(2)</b>	1,691,769,170	
<b>(3)</b> FFL credit.....			<b>9j(3)</b> 0
<b>k (1)</b> Waived funding deficiency.....			<b>9k(1)</b> 0
<b>(2)</b> Other credits.....			<b>9k(2)</b> 0
<b>l</b> Total credits. Add lines 9f through 9i, 9j(3), 9k(1), and 9k(2).....			<b>9l</b> 458,293,083
<b>m</b> Credit balance: If line 9l is greater than line 9e, enter the difference.....			<b>9m</b> 373,436,712
<b>n</b> Funding deficiency: If line 9e is greater than line 9l, enter the difference.....			<b>9n</b>
<b>9o</b> Current year's accumulated reconciliation account:			
<b>(1)</b> Due to waived funding deficiency accumulated prior to the 2014 plan year.....			<b>9o(1)</b> 0
<b>(2)</b> Due to amortization bases extended and amortized using the interest rate under section 6621(b) of the Code:			
<b>(a)</b> Reconciliation outstanding balance as of valuation date.....			<b>9o(2)(a)</b> 0
<b>(b)</b> Reconciliation amount (line 9c(3) balance minus line 9o(2)(a)).....			<b>9o(2)(b)</b> 0
<b>(3)</b> Total as of valuation date.....			<b>9o(3)</b> 0
<b>10</b> Contribution necessary to avoid an accumulated funding deficiency. (See instructions.).....			<b>10</b>
<b>11</b> Has a change been made in the actuarial assumptions for the current plan year? If "Yes," see instructions.....			<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

**Producer-Writers Guild of America Pension Plan**

**Summary of Actuarial Assumptions and Methods**

1. Actuarial Assumptions

a. Investment Earnings:

7.50% (net of investment-related administrative expenses).  
 3.64% for current liability purposes.

b. Mortality:

Pre-Retirement: RP-2000 Non-Annuitant White Collar Mortality Table projected to 2029 with Scale BB, set-forward 1 year for both males and females.

Post-Retirement: RP-2000 Annuitant White Collar Mortality Table projected to 2021 with Scale BB, set-forward 1 year for both males and females.

Mortality Rates used in Conjunction with Full Funding Limitation Computations

Test I (ERISA): based on the Plan’s mortality, as defined above.

Test II (RPA ‘94): IRS 2014 Annuitant and Non-Annuitant Mortality Table for males and females (based on the RP-2000 mortality with projection for mortality improvement, updated annually).

c. Termination Rates:

Sample termination rates used are shown below:

	Years of Service	
	Select Period	Ultimate Period
Current Salary	0-3	3 or More
\$0 - \$24,999	50%	45%
\$25,000 - \$49,999	33%	29%
\$50,000 - \$74,999	28%	20%
\$75,000 - \$99,999	15%	14%
\$100,000 - \$124,999	15%	14%
\$125,000 - \$149,999	15%	8%
\$150,000 and over	15%	5%

**Producer-Writers Guild of America Pension Plan**

**Summary of Actuarial Assumptions and Methods**

d. Retirement Rates:

Retirement rates used are shown below:

Attained Age	Retirement Rate
62	12.5%
63	20.0%
64	20.0%
65-69	50.0%
70 and over	100.0%

e. Assumed Age of Commencement of Deferred Benefits:

Retirement rates are shown below:

Attained Age	Retirement Rate
52-55	3.0%
56-58	5.0%
59	7.0%
60	10.0%
61-62	12.5%
63-64	20.0%
65-69	50.0%
70 and over	100.0%

f. Disability Rates:

None.

g. Pre-Retirement Death Benefits:

80% of the participants are assumed to have spouses. Male participants are assumed to be four years older than spouses. Female participants are assumed to be four years younger than spouses.

**Producer-Writers Guild of America Pension Plan**

**Summary of Actuarial Assumptions and Methods**

h. Administrative Expenses:

Non-investment related administrative expenses are assumed equal to the average of the last two years of non-investment related administrative expenses increased by 2.5% (rounded to the nearest \$10,000).

i. Salary Increase for Future Benefits:

Future salaries for contribution and benefit purposes are assumed to increase 2.50% per year.

j. Contribution Adjustments:

Future contributions are adjusted by 1% for benefit purposes to account for unreported accrued contributions.

k. Compensation Limitation:

Each participant is assumed to work for no more than five employers from the valuation date to the retirement date. A participant's earnings for the first four employers (the first four employers are considered the employers for which the earnings were the highest) and the combined earnings from all other employers for each Plan year are limited separately by Section 1.401(a)(17) of the Internal Revenue Code, if applicable.

l. Benefit Limitation:

For valuation purposes, the Section 415 limit of \$180,000 is applied on an aggregated employer basis for accruals earned on and after January 1, 2008. The accrued benefit as of December 31, 2007 is grandfathered reflecting a benefit calculated on an employer-by-employer basis.

m. Break-in-Service:

To estimate the effect of the elimination of break-in-service rules, an amount is added to the actuarial accrued liability which is 10% of the present value of future benefits for all non-vested inactive participants. For this purpose, it is assumed that all these participants are fully vested. Non-vested inactive participants are assumed: i) to have accrued at least 2 qualified years, ii) are under age 75, and iii) have accrued a contribution of \$200 or greater.

n. Unreported Data:

Active participants with unreported data (gender, date of birth) are assumed to have

**Producer-Writers Guild of America Pension Plan**  
**Summary of Actuarial Assumptions and Methods**

characteristics of the average group. Missing gender is assumed male (after consideration of participant name).

- o. Post-retirement accruals:
  - For each active participant, projected post-retirement annual accruals are assumed to be \$462 payable at age 65 plus an additional annual accrual of \$92 at each age from 66 through 75.
  - For each retiree over age 65, projected post-retirement accruals are assumed to equal the accrual earned in the previous year. For each retiree under age 65, the accrual is assumed to be the average accrual earned since retirement.
  - No accrual can be earned after age 75.

2. Actuarial Cost Methods/Funding Relief

a. Valuation Method:

The normal cost under the entry age normal actuarial cost method is determined based on projected benefits for current active participants using each individual participant's actual entry age. Entry age is assumed to be attained age minus qualified years. Projected benefits are based on accrued benefits as of the valuation date plus future benefits expected to be accrued after the valuation date. The shortfall method was adopted effective January 1, 2009.

b. Actuarial Value of Assets:

The market value of assets is adjusted by smoothing the differences between the expected market value of assets and the actual market value of assets over the past five years at a rate of 20% per year. The amount of the difference is amortized over a 5-year period. In accordance with the special asset valuation rule under funding relief, the amount of the difference in expected market value of assets and the actual market value of assets for the 2008 plan year is amortized over a 10-year period. The expected value of assets for the year is the market value of assets at the valuation date for the prior year brought forward with interest at the valuation rate to the current year plus contributions minus benefit payments and administrative expenses, all adjusted with interest at the valuation rate from the prior year to the valuation date for the current year. The actuarial value of assets is the resulting amount except if the resulting amount is greater than 120% of the market value, actuarial value of assets is set equal to 120% of market value of assets and if the resulting amount is less than 80% of the market value, actuarial value of assets is set equal to 80% of market value of assets.

**Producer-Writers Guild of America Pension Plan**  
**Summary of Actuarial Assumptions and Methods**

c. Special amortization rule:

The Plan's investment loss for the Plan year ended December 31, 2008 is treated separately from other investment gains/losses, to be amortized in equal installments over the period beginning from January 1, 2009 through December 31, 2037.

The portion of the net experience loss is based on the prospective method as described in Notice 2010-83. The schedule of amortization bases is as follows:

Year	Amount (Gain)/Loss	Years in Amortization Base*	Years in Offset Base*
1/1/09	\$408,286,437	29	15
1/1/10	(96,300,708)	28	15
1/1/11	232,381,481	27	15
1/1/12	48,404,291	26	15
1/1/13	57,264,236	25	15
1/1/14	93,651,198	24	15
1/1/15	13,845,705	23	15
	<u>\$757,532,640**</u>		

\* The impact of the special amortization rule is based on the Plan's underlying funding method. Under the shortfall method, the net experience loss is increased with interest until the first year of the amortization charge or credit and the amortization period is shortened so that it ends with the same year that would apply in the absence of the shortfall method. For the current Plan year, a deferral of 4 years is used.

\*\* The total loss of \$757,532,640 equals the investment loss for the year ended December 31, 2008.

Producer-Writers Guild of America Pension Plan

Summary of Plan Benefit Provisions

1. Effective Date

March 31, 1960. The plan was amended and restated effective January 1, 2009 and was last amended March 12, 2013.

2. Participation

Prior to January 1, 2002, a member becomes a Participant when the first contribution to the plan is required to be made on the employee's behalf.

On and after January 1, 2002, a member becomes a Participant on the January 1 coincident with or following the time the contribution to the plan is required to be made on the employee's behalf.

Employees of Named Employers shall automatically become Participants if such entity is deemed to be an Employer as defined in the Plan.

3. Qualified Years

A participant earns one qualified year for any year in which a participant has earned at least 8 credited weeks. A participant who earns \$5,000 in a plan year is deemed to have earned 8 credited weeks for that plan year.

4. Qualified Screen Years

For 1945-1959, a qualified screen year is earned for each year the participant earned at least 8 screen credited weeks (defined as any week of employment worked with respect to a theatrical screenplay for an employer in the industry).

3. Contributions

In general, 7.5% of earnings effective May 2, 2011, 7.75% of earnings effective May 2, 2012, 8% of earnings effective May 2, 2013 and 8.5% of earnings effective May 2, 2014.

6. Normal Retirement Age

The Normal Retirement Age is later of:

- a) age 65
- b) the earlier of:
  - 1) 5<sup>th</sup> anniversary of the date the participant commenced his last period of participation disregarding participation before January 1, 1988.

**Producer-Writers Guild of America Pension Plan**

**Summary of Plan Benefit Provisions**

- 2) 4<sup>th</sup> anniversary of the date the participant commenced his last period of participation (for new participants on and after January 1, 2003 and only if the participant has a qualified year after age 60 and during the first 4 years of the last period of participation).
- 3) 11<sup>th</sup> anniversary of the date the participant commenced his last period of participation.
- 4) The 1<sup>st</sup> day of the month coinciding with or next following the date the participant earns his 5<sup>th</sup> Qualified Year (ignoring any Qualified Year forfeited before 1998).

7. Normal Retirement Benefit

a. Participants covered by the Collective Bargaining Agreement:

48.3% of the total contributions up to 6% of covered earnings made by all employers on behalf of the participant. Contributions related to covered earnings per employer in excess of \$225,000 are not credited for benefit accrual. However, contributions made on behalf of each participant which are based on earnings over the applicable IRC Code §401(a)(17) limit prior to 1997 are credited for benefit accrual at either 39%, 44%, or 45.75% depending on the year and earnings level which produced those contributions.

b. Participants who are employees of a Named Employer (for at least the last qualified year before retirement):

2.415% of the highest 5 consecutive year average salary (over the most recent 11 qualified years) for each qualified year of service. This benefit cannot be less than the benefit determined in (a).

Named Employers include:

- Producer-Writers Guild of America Pension Plan
- Writers' Guild-Industry Health Fund
- Inter-Guild Federal Credit Union
- Writers Guild of America, East, Inc.
- Writers Guild of America, West, Inc.

c. The maximum annual amount of retirement benefit payable with respect to a Participant's benefit described in a) and b) above, shall be \$180,000.

**Producer-Writers Guild of America Pension Plan**

**Summary of Plan Benefit Provisions**

8. Early Retirement Eligibility

Age 52 and 5 qualified years.

9. Early Retirement Benefit

Normal retirement benefit reduced by 4% for each year for ages 55-63. For ages 52-54, the reduction is an additional 6% for each year below age 55.

10. Vesting Eligibility

5 qualified years.

11. Withdrawal Benefit

Accrued benefit at the time of withdrawal.

12. Pre-Retirement Death Benefit

a. Married Participants:

For participants with at least 5 qualified years, 50% of the benefit the participant would have received had he or she left covered employment on the day before death and elected the 50% joint and survivor option on the first day or the month after reaching the earliest retirement age and then died on the following day. The benefit is payable immediately unless the participant died prior to the earliest retirement age. If so, the benefit is deferred until the participant would have reached the earliest retirement age.

Married participants are entitled to the greater of the lump sum present value of the above benefit or the benefit described in (b) below.

b. Participants With No Spouse Benefit:

For participants with at least 2 qualified years the death benefit is equal to 100% of contributions made on behalf of the participant. For participants with over 20 qualified years at the time of death, the benefit is increased by 28.3% for each year over 20, with a maximum of 241.5% of contributions (which is attained when a participant accrues at least 25 qualified years of service).

No death benefit is payable if under \$200. Also, the minimum death benefit is \$5,000 for those with at least 15 qualified years. The death benefit is reduced by 75% if the participant received a terminal illness benefit.

**Producer-Writers Guild of America Pension Plan**

**Summary of Plan Benefit Provisions**

13. **Terminal Illness Benefit**

For participants with a life expectancy of less than one year as certified by a physician and has not been employed in the industry for 30 consecutive days, and is not eligible to retire under any other provision of the plan, the participant is entitled to receive a lump sum benefit equal to 75% of the benefit payable under the pre-retirement normal death benefit.

14. **Reemployment After Retirement**

- a. Participants under 65 who are currently receiving a benefit and are reemployed will continue to receive their current benefit. Any additional accrued benefit due to reemployment is paid upon attainment of age 65.
- b. Participants who are currently receiving a benefit, are over 65, and are reemployed by a participating employer accrue additional benefits. These are paid on the January 1 following the year of reemployment.

15. **Normal Form of Payment**

Life annuity with 5 years guaranteed. Other options are available. Lump sum benefits are payable if the present value of benefits is \$5,000 or less.

Attachment to 2014 Form 5500  
 Schedule MB, Line 8b – Schedule of Active Participant Data  
 Plan Name: Producer-Writers Guild of America Pension Plan  
 EIN: 95-2216351  
 PIN:001

**Producer-Writers Guild of America Pension Plan**

**Summary of Participant Data**  
 (As of January 1, 2014)

Age/Service Distribution of Active Participants										
Years of Credited Service										
Attained Age	1-4	5-9	10-14	15-19	20-24	25-29	30-34	35 & Over	40 & Up	Total
Under 25	19	0	0	0	0	0	0	0	0	19
25-29	217	13	0	0	0	0	0	0	0	230
30-34	568	227	17	0	0	0	0	0	0	812
35-39	373	456	179	22	0	0	0	0	0	1,030
40-44	284	389	351	216	20	1	0	0	0	1,261
45-49	181	214	269	291	115	10	0	0	0	1,080
50-54	650	137	173	225	168	109	12	0	0	1,474
55-59	47	65	74	99	134	90	39	4	0	552
60-64	26	30	48	41	29	42	27	10	1	254
65-69	17	12	11	9	10	7	6	5	1	78
70&Up	3	1	2	1	0	1	0	0	0	8
<b>Total</b>	<b>2,385</b>	<b>1,544</b>	<b>1,124</b>	<b>904</b>	<b>476</b>	<b>260</b>	<b>84</b>	<b>19</b>	<b>2</b>	<b>6,798</b>

Attachment to 2014 Form 5500  
Schedule MB, Lines 9c and 9h- Schedule of Funding Standard Account Bases  
Plan Name: Producer-Writers Guild of America Pension Plan  
EIN: 95-2216351  
PIN:001

**Exhibit VIII**

**Producer-Writers Guild of America Pension Plan**

**Amortization Schedule for Minimum Funding Purposes**

(As of January 1, 2014)

Charges	Date Established	Years in Payment Period	Plan Year of Last Payment	Scheduled Balance at Valuation Date	Level Annual Payment (Payable Beginning of Year)
Initial Liability	1/1/78	40	2017	\$ 4,030,801	\$1,119,505
Plan Amendment	1/1/80	40	2019	224,979	44,587
Plan Amendment	1/1/85	30	2014	424,416	424,416
Plan Amendment	1/1/86	30	2015	1,322,690	685,249
Plan Amendment	4/1/86	30	2016	1,002,872	465,918
Plan Amendment	1/1/88	30	2017	9,481,868	2,633,467
Plan Amendment	1/1/89	30	2018	1,163,728	267,565
Plan Amendment	2/1/90	30	2020	7,127,984	1,397,792
Change in Assumptions	1/1/91	30	2020	3,465,785	608,689
Plan Amendment	1/1/91	30	2020	12,150,644	2,133,995
Plan Amendment	1/1/92	30	2021	4,755,367	755,227
Change in Assumptions	1/1/92	30	2021	9,522,369	1,512,303
Plan Amendment	1/1/93	30	2022	5,865,141	855,313
Plan Amendment	1/1/94	30	2023	1,476,447	200,091
Plan Amendment	1/1/95	30	2024	18,541,091	2,357,693
Plan Amendment	1/1/97	30	2026	32,117,584	3,676,767
Plan Amendment	1/1/98	30	2027	6,280,705	688,234
Plan Amendment*	1/1/05	30	2034	62,380,518	5,572,430
Experience Loss	1/1/06	15	2020	29,811,207	5,235,689
Plan Amendment	1/1/07	30	2036	25,324,225	2,179,893
Change in Assumptions	1/1/08	15	2022	32,963,970	4,807,133
Change in Assumptions	1/1/09	15	2023	1,693,947	229,566
1/1/09 Shortfall Gain**/Actuarial Loss	1/1/13	11	2023	473,066,186	64,110,778
1/1/09 Funding Relief	1/1/13	25	2037	537,232,885	45,502,416
1/1/10 Funding Relief	1/1/14	24	2037	128,606,624	16,353,675
Total				\$1,410,034,033	\$163,818,391

\* In accordance with IRS Revenue Ruling 81-213, an amortization charge base of \$70,748,491 rather than \$69,874,264 was established.

\*\* There is no shortfall gain/loss component on or before January 1, 2009 since the shortfall method was established as of January 1, 2009.

Attachment to 2014 Form 5500  
Schedule MB, Lines 9c and 9h- Schedule of Funding Standard Account Bases  
Plan Name: Producer-Writers Guild of America Pension Plan  
EIN: 95-2216351  
PIN:001

**Exhibit VIII**  
(continued)

**Producer-Writers Guild of America Pension Plan**

**Amortization Schedule for Minimum Funding Purposes**  
(As of January 1, 2014)

Credits	Date Established	Years in Payment Period	Plan Year of Last Payment	Scheduled Balance at Valuation Date	Level Annual Payment (Payable Beginning of Year)
Combined Bases	1/1/08	8.953	2016	\$ 72,330,066	\$ 26,243,056
Asset Method Change	1/1/09	30	2038	144,969,384	12,097,954
1/1/09 Funding Relief	1/1/13	11	2023	511,613,146	69,334,731
1/1/10 Shortfall Gain/Actuarial Loss	1/1/14	11	2024	147,562,956	18,764,171
1/1/10 Funding Relief	1/1/14	24	2024	128,606,624	10,892,691
Change in Assumptions	1/1/14	15	2028	20,095,756	2,117,761
Total				<u>\$1,025,177,932</u>	<u>\$139,450,364</u>
Net Total				<u>\$ 384,856,101</u>	<u>\$ 24,368,027</u>
Deferred Charges/Credits	Date Established	Years in Payment Period	Plan Year of Last Payment	Scheduled Balance at Valuation Date	Level Annual Payment (Payable Beginning of Year)
1/1/11 Shortfall Gain/Experience Loss	1/1/15	11	2025	\$ 42,640,707	\$ 5,828,877
1/1/11 Funding Relief	1/1/15	23	2037	288,686,788	26,713,712
1/1/11 Funding Relief	1/1/15	11	2025	(288,686,788)	(39,462,755)
1/1/12 Shortfall Gain/Experience Loss	1/1/16	11	2026	52,462,381	7,709,336
1/1/12 Funding Relief	1/1/16	22	2037	55,937,209	5,663,692
1/1/12 Funding Relief	1/1/16	11	2026	(55,937,209)	(8,219,961)
1/1/13 Shortfall Gain/Experience Loss	1/1/17	11	2027	91,836,959	14,507,578
1/1/13 Funding Relief	1/1/17	21	2037	61,559,054	6,831,451
1/1/13 Funding Relief	1/1/17	11	2027	(61,559,054)	(9,724,546)
1/1/14 Shortfall Gain/Experience Loss	1/1/18	11	2028	8,010,914	1,360,404
1/1/14 Funding Relief	1/1/18	20	2037	93,651,198	11,412,300
1/1/14 Funding Relief	1/1/18	11	2028	(93,651,198)	(15,903,738)
Total Deferred Charges/Credits				<u>\$ 194,950,961</u>	<u>\$ 6,716,350</u>
Effective Net Total				<u>\$ 579,807,062</u>	<u>\$ 31,084,377</u>

**Reconciliation of Net Scheduled Balance and Unfunded Actuarial Accrued Liability**

1. Net Scheduled Balance at Valuation	\$579,807,062
2. Funding Standard Account Credit Balance (Exhibit II(a))	330,353,557
3. Unfunded Actuarial Accrued Liability (Exhibit I): (1)-(2)	\$249,453,505



Attachment to 2014 Form 5500  
 Form 5500 Multiple Employer Plan Participating Employer Information  
 Producer-Writers Guild of America Pension Plan EIN: 95-2216351, PN: 001

Employee Name	Tax ID	Percentage of Total
20TH CENTURY FOX FILM CORP.	84-0850631	10.48%
WARNER BROS TELEVISION	95-2576343	6.33%
UNIVERSAL TELEVISION LLC	13-1946472	5.00%
TOUCHSTONE TELEVISION PRODS LLC	95-4771596	4.99%
BONANZA PRODUCTIONS, INC.	95-4341903	3.00%
HBO FILMS, INC. #2	13-3360020	2.74%
SONY PICTURES TELEVISION INC.	95-2899672	2.63%
CBS TV NETWORK (DAILY TEMPS) NY	13-0590730	2.42%
CBS STUDIOS INC.	20-3656897	2.30%
UNIVERSAL CITY STUDIOS LLC	75-3052389	2.29%
EYE PRODUCTIONS, INC.	0	1.94%
WALT DISNEY PICTURES	95-3834209	1.78%
PARAMOUNT PICTURES CORPORATION	13-2574663	1.77%
WARNER BROS. PICTURES, INC.	47-0911460	1.70%
LIONS GATE TV DEVELOPMENT LLC	95-4545838	1.67%
OPEN 4 BUSINESS PRODUCTIONS, LLC	95-4826723	1.59%
LRP DEVELOPMENT COMPANY, INC.	95-4556635	1.53%
COLUMBIA PICTURES INDUSTRIES INC	95-4711516	1.44%
STORYBOOK PRODUCTIONS, INC.	95-4664555	1.32%
WRITERS GUILD OF AMERICA, WEST	95-1809455	1.22%
HORIZON SCRIPTED TELEVISION, INC.	22-3936403	1.10%
FTP PRODUCTIONS, LLC	20-5381585	1.07%
IT'S A LAUGH PRODUCTIONS, INC.	05-0590983	1.06%
REDWEED PRODUCTIONS, LLC	91-2021954	1.02%
TVM PRODUCTIONS, INC.	95-4651429	0.98%
WOODRIDGE PRODUCTIONS, INC.	95-4656928	0.94%
HELLO DOGGIE, INC.	47-0871262	0.80%
PRODCO, INC.	26-0764746	0.79%
CENTRAL PRODUCTIONS, LLC	13-4035284	0.77%
WORLDWIDE TROUSERS, INC.	13-3722240	0.72%
PACIFIC 2.1 ENT. GROUP, INC	99-9999999	0.71%
SHOWTIME PICTURES DEVELOPMENT CO	13-3547694	0.66%
COLUMBIA BROADCASTING SYS INC LA	13-0590730	0.62%
STALWART FILMS, LLC	27-5380496	0.59%
REMOTE BROADCASTING INC	13-3694177	0.57%
UNIVERSAL NETWORK TELEVISION LLC	58-2370631	0.51%
CBS PRODUCTIONS	99-9999999	0.49%
AMERICAN BROADCASTING STAFF	0	0.49%
SUMMIT ENTERTAINMENT DEV SERVICES	95-4570868	0.48%
TRANA STAD PRODUCTIONS, LLC	45-1010823	0.47%
UNIVERSAL CABLE PRODUCTIONS DEV LLC	95-4772803	0.44%
CONACO, LLC	27-2471164	0.44%
WAD PRODUCTIONS INC.	13-3666692	0.43%
BELL DRAMATIC SERIAL COMPANY	95-4263900	0.43%
SILENT DEVELOPMENT CORPORATION	95-4300173	0.43%
TURNER PAGES, INC.	58-2133987	0.42%
NEW LINE PRODUCTIONS, INC.	13-3072683	0.41%
BIGWOOD FILMS, INC.	95-4307856	0.40%
AMAZON STUDIOS, INC.	33-0778501	0.38%
E! NETWORKS PRODUCTIONS, LLC	57-1194945	0.37%
AMERICAN BROADCASTING COMPANIES INC	13-3331738	0.35%
SKYDANCE DEVELOPMENT, LLC	20-1270360	0.33%
12:05 AM PRODUCTIONS, LLC	0	0.32%
CORDAY PRODUCTIONS, INC.	13-1823191	0.30%
OAKTREE ENTERTAINMENT, INC.	20-5819010	0.29%
PICROW, INC.	95-4834787	0.29%
METRO-GOLDWYN-MAYER PICS INC #3	95-4158381	0.29%
LEGENDARY PICTURES PRODUCTIONS, LLC	20-4923189	0.29%
TEAM PLAYERS LLC	20-2681152	0.28%
ARIES PICTURES LLC	84-1288730	0.28%
RELATIVITY DEVELOPMENT, LLC	26-3215296	0.27%

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DREAMWORKS II DEVELOPMENT CO., LLC	26-4023831	0.26%
CBS FILMS INC.	26-1223905	0.25%
WNYW-5 FOX TV	0	0.25%
ENTERTAINMENT ONE TELEVISION USA INC	0	0.24%
WRITERS GUILD OF AMERICA EAST	13-1773198	0.23%
DIGITAL 49 PRODUCTIONS, INC.	26-4203179	0.23%
NS PICTURES, INC.	45-2435868	0.22%
NEW REGENCY PRODUCTIONS, INC.	95-4320894	0.22%
KING STREET PRODUCTIONS, INC.	0	0.22%
HAVEN 5 PRODUCTIONS (N.S.) INC.	0	0.22%
MGM TELEVISION ENTERTAINMENT INC.	953441269	0.21%
SEA SIDE FILM COMPANY	95-4381007	0.21%
SCRIPT MOVIE SARL	0	0.19%
ABSO EXPRESS INC.	45-3839398	0.19%
NOVEL PRODUCTIONS, INC.	27-1265889	0.19%
KNIGHT TAKES KING PRODUCTIONS, LLC	80-0725506	0.19%
AMERICAN BROADCASTING DAILY TEMPS	0	0.18%
WILLIAM COON & CO.	0	0.17%
BAD WOLF PRODUCTIONS, LLC	27-3482573	0.17%
BELL-PHILLIP TELEVISION PRODS, INC.	36-2684300	0.17%
WILLOW AND OAK, INC.	42-1636530	0.17%
SUNNY TELEVISION PRODUCTIONS, INC.	20-1701901	0.17%
CROSSED PENS DEVELOPMENT, LLC	45-3576275	0.17%
QUADRA PRODUCTIONS INC	13-3479363	0.16%
SCRANTON DEVELOPMENT, INC	26-2284605	0.16%
SONAR ENTERTAINMENT PRODUCTIONS, LLC	43-1856014	0.16%
STARZ POWER PRODUCTIONS, LLC	20-8988475	0.15%
CARA COMMUNICATIONS CORPORATION	95-4247593	0.15%
CHISWICK PRODUCTIONS, LLC	37-1659591	0.15%
CLAYMORE ENTERTAINMENT COMPANY, LLC	95-4665230	0.15%
MITICO ENTERTAINMENT, LLC	80-0950524	0.15%
NATIONAL BROADCASTING COMPANY INC.	0	0.14%
BEHAVE PRODUCTIONS, INC.	95-4708663	0.14%
LIFETIME TELEVISION DEVELOPMENT INC	11-3099442	0.14%
TERRAPIN PRODUCTIONS, INC.	95-4621975	0.14%
B.H. 4 PRODUCTIONS (MUSE) INC.	0	0.14%
CORPORATE MANAGEMENT SOLUTIONS, INC.	37-1425813	0.14%
FOX GLOBAL PRODUCTIONS, INC.	0	0.14%
MVL PRODUCTIONS, LLC	20-4036814	0.13%
RUBIN PRODUCTIONS, LLC	95-4276521	0.13%
A&E DEVELOPMENT CORPORATION	13-3999043	0.13%
FILM 49 PRODUCTIONS, INC.	26-4203247	0.13%
MESQUITE PRODUCTIONS, INC.	26-2652735	0.13%
LAKESHORE ENTERTAINMENT GROUP LLC	52-2370053	0.12%
MINIM PRODUCTIONS, INC.	46-2726476	0.12%
HARVEY KAHN PRODUCTIONS, INC.	85-0392369	0.12%
SCOTT FREE, INC.	95-4450850	0.12%
HORNTRIM PRODUCTIONS, INC.	83-0398040	0.12%
WGBH EDUCATIONAL FOUNDATION	04-2104397	0.11%
STRAIN USA PRODUCTIONS, INC.	45-4227746	0.11%
MATADOR TELEVISION PRODUCTIONS, LLC	37-1744357	0.11%
NEXT STEP PRODUCTIONS, LLC	47-0967274	0.11%
GOOD UNIVERSE DEVELOPMENT, LLC	46-1292064	0.11%
TRACKDOWN PRODUCTIONS, INC.	0	0.10%
JSR PRODUCTIONS	45-5222177	0.10%
HB TELEVISION DEVELOPMENT, LLC	30-0751268	0.10%
LD DEVELOPMENT LLC	46-0658016	0.10%
NARCOS PRODUCTIONS, LLC	46-4262120	0.10%
DUSK PRODUCTIONS, LLC	80-0943380	0.10%
DOUBLE LIFE PRODUCTIONS, INC.	95-4722903	0.09%
UNREAL PRODUCTIONS, LLC	45-5303270	0.09%
STUDIOCANAL ENTERTAINMENT DEV., INC	95-4790427	0.09%

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A&T PICTURES, INC.	30-0825122	0.09%
BOJACK PRODUCTIONS, LLC	80-0963065	0.09%
WEST 150 PRODUCTIONS, LLC	27-1930106	0.09%
MUSE ENTERTAINMENT ENTERPRISES INC.	0	0.09%
STU SEGALL PRODUCTIONS INC	95-4335023	0.08%
HORIZON PRODUCTIONS, INC.	37-1640969	0.08%
WORLDWIDE TROUSERS WEST INC.	95-4498838	0.08%
DIABLO DETAILS, LLC	33-0998326	0.08%
SESAME WORKSHOP	13-2655731	0.08%
INGENIUM BUSINESS AFFAIRS, INC.	27-3853321	0.08%
ASYLUM TELEVISION, LLC	26-3231935	0.07%
TRUE PICTURES, INC.	80-0957995	0.07%
WILEY OPTICS, INC.	80-0767705	0.07%
CONSTANTIN FILM DEVELOPMENT, INC.	95-4259531	0.07%
GO2 DIGITAL MEDIA, INC.	45-3621572	0.06%
STARZ REMORSE PRODUCTIONS, LLC	20-8988475	0.06%
C-MOOSE PRODUCTION INC.	46-4339462	0.06%
DHX-EXCHANGE PRODUCTIONS INC.	0	0.06%
ABOMINABLE PICTURES, INC.	80-0506679	0.06%
HAT TRICK HOLDINGS INC.	68-0544421	0.06%
ME AND MY, INC.	46-2601294	0.06%
JIMEI CREATIVE INC.	46-3682842	0.06%
STARZ BALLET PRODUCTIONS, LLC	20-8988475	0.06%
FREDDIE SPORTELO, LLC	45-2435024	0.06%
METCH-KANGMI PICTURES, INC.	46-2430566	0.06%
CREATIVE PEN & INK CORPORATION	46-2497835	0.06%
VENDOME DEVELOPMENT WEST, LLC	26-3413959	0.06%
PICO SCRIPT LAB, INC	42-1769905	0.06%
MIDNIGHT, INC.	36-4769332	0.05%
OUROBOROS PRODUCTIONS, LLC	37-1659569	0.05%
DANJAQ, LLC	95-4609811	0.05%
MR. BOX OFFICE MEDIA, INC.	45-5233854	0.05%
MFV PRODUCTIONS LLC	95-4283047	0.05%
CEDAR COVE (SEASON 2) PRODUCTIONS LTD.	0	0.05%
REMNANT PICTURES, LLC	27-3242256	0.05%
SOH PRODUCTIONS, LLC	45-4476734	0.05%
28 AWARDS PRODUCTIONS, INC.	46-5561267	0.05%
HOLD FAST PRODUCTIONS, LLC	36-4768150	0.05%
MY LEAFS, LLC	20-0464747	0.05%
34TH STREET FILMS DEVELOPMENT, LLC	27-0161092	0.05%
LIDDELL ENTERTAINMENT HOLDINGS, LLC	20-8264989	0.05%
ENTERTAINMENT ONE TV PRODUCTIONS LTD	0	0.05%
HAUNTING HOUR PRODUCTIONS LTD.	0	0.05%
SIDESTREET ENTERTAINMENT, INC.	13-4021964	0.05%
DYLOBO PRODUCTIONS, INC.	26-2195355	0.05%
THE FIRST FAMILY MEDIA, INC.	45-5233854	0.05%
BLACK BOX PRODUCTIONS, LLC	80-0940964	0.05%
WRITERS GUILD FOUNDATION (THE)	23-7024900	0.05%
OMO PRODUCTIONS, LLC	46-5752420	0.04%
BAP GLOBAL, LLC	0	0.04%
BLUMHOUSE DEVELOPMENT, LLC	90-1005847	0.04%
SSD PRODUCTIONS (MUSE) INC.	0	0.04%
UNDERCOVER ROGUE 2 PRODUCTIONS INC.	0	0.04%
ONDA ENTERTAINMENT, INC.	95-4677890	0.04%
GATSBY PRODUCTIONS, LLC	32-0439244	0.04%
WISE ENTERTAINMENT, INC.	46-3129856	0.04%
LAVA FALLS FILMS	46-2254385	0.04%
RALPH EDWARDS/STU BILLET PRODS	95-4727962	0.04%
LG FILMS, INC.	95-4627671	0.04%
WILFRED PRODUCTIONS, INC.	27-0212426	0.04%
MCGEE STREET PRODUCTIONS, INC.	95-4498732	0.04%
VALLEYCREST PRODUCTIONS LTD	95-4127365	0.04%

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GREGORY WAY PRODUCTIONS, LLC	27-3802016	0.04%
BRIGADIER PRODUCTIONS	20-3307074	0.04%
NAVY STREET PRODUCTIONS, LLC	35-2492965	0.04%
DEAL II PRODUCTIONS INC.	0	0.04%
BONNEY PRODUCTIONS, LLC	90-1022654	0.04%
PREMIER QUILLS LLC	90-1016199	0.04%
FIRSTLIGHT ENTERTAINMENT, LLC	47-3732652	0.03%
SPIN MASTER PAW PRODUCTIONS 2 INC.	0	0.03%
LUCKY 17 FILMS, LLC	26-1305043	0.03%
MAX & SHRED PRODUCTIONS INC.	0	0.03%
STX FILMDEV, LLC	45-3248640	0.03%
VOLPONE PRODUCTIONS, INC.	52-2215316	0.03%
DICK CLARK PRODUCTIONS INC	23-2038115	0.03%
NARRAGANSETT BAY, LLC	26-1259769	0.03%
LEON ENTERTAINMENT, LLC	45-0640741	0.03%
BLACK PEARL PRODUCTIONS, LLC	46-3682367	0.03%
MISTY MOUNTAINS PRODUCTIONS, LLC	47-1375931	0.03%
QED WRITING, LLC	45-5563087	0.03%
HOWLER MONKEY PRODUCTIONS, INC.	26-4207616	0.03%
IDW ENTERTAINMENT, LLC	46-3726420	0.03%
DHX-SUPERNOOBS PRODUCTIONS INC.	0	0.03%
WCTH SEASON 2 PRODUCTIONS, LLC	47-1373597	0.03%
ANONYMOUS CONTENT, LLC	95-4792285	0.03%
PERFECT STORM ENTERTAINMENT, LLC	45-4599706	0.03%
TOPANGA PRODUCTIONS, INC.	95-4518413	0.03%
THISTLE FILMS LIMITED	0	0.03%
ANEW PRODUCTIONS USA, LLC	90-0918371	0.03%
AMERICAN SUMMER PRODUCTIONS, INC.	47-1916725	0.03%
THE HUNTERS WILL FIND LIMITED	0	0.03%
ATLANTIQUE CREATION SASU	0	0.03%
ODD LOT PICTURES, LLC	37-1518731	0.03%
COMIC SCRIBE LLC	46-3634213	0.03%
OCEAN DEVELOPMENT, LLC	27-1866852	0.03%
WOODMAN ENTERTAINMENT	26-2205346	0.03%
SPRODCO, INC.	26-1320981	0.03%
TOYMAKER (1) PRODUCTIONS INC.	0	0.03%
THIRTEEN	13-1945149	0.03%
MOMENTUM TV, INC.	46-2119608	0.03%
MEG FILM, LLC	46-5052255	0.03%
AUTOBAHN FILMS LTD.	0	0.03%
CENTROPOLIS ENTERTAINMENT, INC.	95-4849769	0.03%
TALENT SOLUTIONS, INC.	32-0283221	0.03%
BEE HOLDER PRODUCTIONS, LLC	20-3005854	0.03%
BLOODSPORT PRODUCTIONS PTY LTD.	0	0.03%
TRIBUNE DEVELOPMENT, LLC	46-3561843	0.03%
PLATINUM BAND LLC	38-3648671	0.03%
SODOR ISLAND FILM COMPANY, LLC	26-4129394	0.03%
0744770 B. C. LTD.	0	0.03%
PEN TO PAPER, LLC	46-2829709	0.03%
STILLKING FILMS SPOL. S.R.O.	0	0.03%
SANTA MONICA BAY PICTURES, LLC	46-0620096	0.03%
VS FILMS DEVELOPMENT, LLC	90-0948698	0.03%
ACADEMY OF MOTION PICS ARTS&SCIENCE	95-0473280	0.02%
APRODO DEVELOPMENT LLC	46-5351195	0.02%
CRYSTAL CITY ENTERTAINMENT, LLC	52-2155948	0.02%
HARPO FILMS, INC.	36-3697379	0.02%
WWE FILMS DEVELOPMENT, INC.	51-0459138	0.02%
CROSS CREEK DEVELOPMENT COMPANY, LLC	90-0955325	0.02%
SCRIPTURE, LLC	20-8943732	0.02%
PFFR COCOR INC.	46-4055063	0.02%
SANDY BEACH PICTURES, LLC	27-1476455	0.02%
MIRAMAX DEVELOPMENT, LLC	36-4712235	0.02%

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STARZ PIRATES PRODUCTIONS, LLC	20-5060881	0.02%
MOTIVE PRODUCTIONS 1 INC.	0	0.02%
ANTIFRAGILE LLC	46-4482986	0.02%
WARNER SPECIALTY PRODUCTIONS INC.	55-0849076	0.02%
GRES DEVELOPMENT, LLC	93-0851504	0.02%
SAILSUN LIMITED	0	0.02%
JAFFE/BRAUNSTEIN ENTERTAINMENT, LLC	71-0938142	0.02%
SHAFTESBURY AVENUE LLC	90-0931362	0.02%
CHASING THE REBEL PRODUCTIONS, LLC	46-2868425	0.02%
FRONT DOOR MEDIA INC.	0	0.02%
SKPS COMPANY (THE)	95-4050852	0.02%
SKE CREATIVE, LLC	54-2167387	0.02%
EXPRESS LANE PRODUCTIONS INC.	26-3674074	0.02%
SUMMERSTORM DEVELOPMENT UG	0	0.02%
6DEGREES, LLC	95-4855004	0.02%
TELEPLAY DEVELOPMENT INC.	0	0.02%
SINKING SHIP (ODD SQUAD) PRODS.	0	0.02%
STORY TELLING, INC.	26-2420783	0.02%
EE DEVELOPMENT AND PRODUCTIONS LLC	65-1182870	0.02%
SBS ENTERTAINMENT, INC.	46-3874132	0.02%
FIRE DEVELOPMENT, INC.	99-9999999	0.02%
YOUNG BULL PRODUCTIONS	45-5148289	0.02%
CASTLE ROCK PICTURES, INC.	95-4140547	0.02%
RATPAC PRODUCTIONS, LLC	61-1737638	0.02%
RG PRODUCTIONS DEVELOPMENT, LLC	27-3925451	0.02%
UNPRONOUNCEABLE PRODUCTIONS, LLC	46-3797046	0.02%
CINEFLIX STUDIOS, INC.	27-5241395	0.02%
LILY DOG PRODUCTIONS, LLC	80-0843239	0.02%
DWTS PRODUCTIONS, LLC	32-0143415	0.02%
RADICAL PICTURES, INC	26-2758840	0.02%
ENGELS 1 PRODUCTIONS INC.	0	0.02%
BP DEEP WATER LIMITED	0	0.02%
WOODLAWN PRODUCTIONS, LLC	37-1755481	0.02%
ROLLING ANGELS, LLC	36-4726322	0.02%
SUPERFINE PICTURE COMPANY, INC.	45-3212157	0.02%
RESCUE 3 PRODUCTIONS UK LIMITED	0	0.02%
KINTOP/RELIANCE GUILD LLC	80-0820599	0.02%
BENAROYA DEVELOPMENT, LLC	37-1690248	0.02%
IP DEVELOPMENT LLC	26-4773370	0.02%
NEW LEAGUE PRODUCTIONS, INC	27-0387139	0.02%
OSTAR ENTERPRISES, INC.	06-1475037	0.02%
TRANSACTIONAL PICTURES OF NY L.P.	0	0.02%
PFFR BBQ INC.	27-4084532	0.02%
DSF WRITERS II LIMITED	0	0.02%
BAER DEVELOPMENT WGA, LLC	46-3438356	0.02%
SOSA PRODUCTIONS, LLC	42-1776306	0.02%
CP WRITERS, LLC	20-0932773	0.02%
OVER THE POND PRODUCTIONS, INC.	95-4818888	0.02%
SPRINGVILLE PRODUCTIONS LTD.	0	0.02%
TALENT INTERNATIONAL FILM CO. LTD.	0	0.02%
PIG NEWTON, INC.	20-8457719	0.02%
CREATIVE DIFFERENCES, LLC	14-1940410	0.02%
MISS BRENDA, LLC	47-1781368	0.02%
PERDIDO PRODUCTIONS, INC.	13-4121226	0.02%
SURVIVAL PICTURES, LLC	45-5485599	0.02%
TRANSFORMATION VENTURES, INC.	20-1164796	0.02%
ANNUIT COEPTIS ENTERTAINMENT II INC.	0	0.02%
AEG EHRlich VENTURES, LLC	20-5708440	0.02%
STORYBUILDERS, LLC	46-3618829	0.02%
ANDREA LEONE FILMS SRL	0	0.02%
SNOOT HANCOCK, LLC	26-0678680	0.02%
ARK MEDIA, LLC	13-3956087	0.02%

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BPHH PRODUCTIONS 1, LLC	46-5297077	0.02%
GODS PRODUCTION INC HK LIMITED	0	0.02%
BOMBSHOW PRODUCTIONS, LLC	37-1760341	0.02%
SILVER REEL PICTURES AG	0	0.02%
SAWBONE FILMS LLC	20-3586793	0.02%
K5 INTERNATIONAL, LLC	90-0788093	0.02%
IACF DEVELOPMENTS, LLC	37-1750575	0.02%
PARSIMONY PICTURES, A DELAWARE LIMTIED LIABILITY	46-1653014	0.02%
UNITED WORLD TELEVISION, INC.	200402621	0.02%
HOWARD BRAUNSTEIN FILMS LTD.	95-4891406	0.02%
KILLJOYS PRODUCTIONS LTD.	0	0.02%
TRUMBO IP, LLC	47-1082214	0.01%
5 PEBBLES, LLC	47-1114128	0.01%
LAVA BEAR DEVELOPMENT CO., LLC	80-0330294	0.01%
HALF CIRCLE LLC	45-2907426	0.01%
2020 VISION PRODUCTIONS, LLC	46-3622807	0.01%
NELVANA LIMITED	0	0.01%
FX NETWORKS, LLC	0	0.01%
GAUMONT PRODUCTION	0	0.01%
LIAISON FILMS, INC.	57-1141580	0.01%
IMAGENATION CAYMAN HOLDINGS VI, LTD.	0	0.01%
INDESTRUCTIBLE PRODUCTION INC.	0	0.01%
WILSON & OPP, INC.	20-4626068	0.01%
SPITFIRE DEVELOPMENT, LLC	20-1530643	0.01%
AUTOMATIC PICTURES API INC.	0	0.01%
REDEEMING LOVE, LLC	47-1784617	0.01%
COWLEY PICTURES LIMITED	0	0.01%
WAGW, INC.	20-0032587	0.01%
MULTIVISION ENTERTAINMENT, LLC	46-1455966	0.01%
REGENCY TELEVISION PRODUCTIONS, INC	954709117	0.01%
KYARABEN, LLC	46-2979130	0.01%
THE KOREAN WAR 3D MOVIE, LLC	27-1546772	0.01%
WINDSOR STREET ENTERTAINMENT, LLC	0	0.01%
MFWH PRODUCTIONS, LLC	45-2117682	0.01%
VEDAS PICTURES, LLC	45-3343306	0.01%
DAKOTA PICTURES, INC.	43-3737585	0.01%
ECOSSE FILM DEVELOPMENT, LLC	37-1737432	0.01%
LD WONDERLAND DEVELOPMENT, LLC	46-3210958	0.01%
PRIMERIDIAN PRODUCTIONS, LLC	0	0.01%
2929 DEVELOPMENT, LLC	20-1038672	0.01%
MANDALAY SPORTS DEVELOPMENT, LLC	90-0984756	0.01%
AMERICAN BROADCASTING WEEKLY TEMPS	0	0.01%
NEW LIBERTY PRODUCTIONS, INC.	95-3317922	0.01%
SILENT FILMS, LLC	90-0746520	0.01%
HOPE DANCE, LLC	95-4384988	0.01%
WOODROW HOUSE PRODUCTIONS, LLC	55-7970841	0.01%
ELEVATIVE ENT WGA SIGNATORY SUBSIDIARY,	46-3873706	0.01%
PURSUIT, LLC	80-0960967	0.01%
LARKIN-GOLDSTEIN DEVELOPMENT	27-4171084	0.01%
STILL LIFE PICTURES, INC.	95-4803699	0.01%
ANN FILM ENTERTAINMENT, LLC	46-5407687	0.01%
JOE ROTH FILMS, INC.	20-5230370	0.01%
SPD PRODUCTIONS, LLC	26-0417681	0.01%
EQUITABLE SHARES, LLC	27-0294038	0.01%
TIMELY III PRODUCTIONS INC.	0	0.01%
BLUEPRINT ENTERTAINMENT CORPORATION	0	0.01%
ESPERAMAT, LLC	32-0377353	0.01%
STUART STREET KIDS, LLC	46-5409780	0.01%
LMNO PRODUCTIONS, INC.	95-4063714	0.01%
SMILEY FACE PRODUCTIONS, LLC	0	0.01%
NEW ARC PRODUCTIONS, LLC	46-4561488	0.01%
TANGO WEST, LLC	45-3806325	0.01%

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WEST LAKE JYP PRODUCTIONS, LLC	46-4591757	0.01%
DSF WRITERS III LIMITED	0	0.01%
SLAP HAPPY (NERDS&MONS 2)CARTNS INC.	0	0.01%
CREATIVE ALLIANCE	0	0.01%
L.P. LEUNG	0	0.01%
SUN FEATURE FILM LLC	90-0856906	0.01%
NIGHT VOICES, LLC	46-0676564	0.01%
HIVE STUDIO INTERNATIONAL, LLC	0	0.01%
POND WRITER, LLC	75-3041993	0.01%
LG FILMS, LLC	90-0996076	0.01%
LEGEND FILMS, LLC	46-3725562	0.01%
RIGHT HERE RIGHT NOW PRODUCTIONS, LLC	36-4787764	0.01%
LARRY A. THOMPSON ORGANIZATION INC.	95-3270301	0.01%
REDEEMED PRODUCTIONS, LLC	80-0967152	0.01%
DARK STORIES, LLC	46-4575285	0.01%
COMEDIA, INC.	95-4548343	0.01%
DOONE CITY PICTURES, LLC	91-1987789	0.01%
AS PRODUCTIONS DEVELOPMENT, INC.	37-1745857	0.01%
CURRENT ENTERTAINMENT INTERNATIONAL, LLC	95-4844991	0.01%
DORM PRODUCTIONS INC.	0	0.01%
MARLIG ENTERTAINMENT LLC	95-4825952	0.01%
GEORGEVILLE TELEVISION, LLC	45-5200301	0.01%
CREME DE LA FILMS, INC.	46-0878644	0.01%
MINI MAVEN, LLC	45-3060599	0.01%
ABOVE/BELOW THE LINE ENT, INC.	87-0568169	0.01%
CHLOE PRODUCTIONS, INC.	95-3743230	0.01%
DELTA BLUES PRODUCTIONS, LLC	27-1264157	0.01%
LARRIKIN ENTERTAINMENT, INC.	47-1028351	0.01%
INDIANA ENTERTAINMENT, INC	27-0998040	0.01%
LIMA ST. PRODUCTIONS, LLC	20-8899652	0.01%
SKYLARK LANE DEVELOPMENT COMPANY, LLC	80-0942945	0.01%
CHINA LION ENTERTAINMENT PRODUCTION, INC.	46-5186736	0.01%
THE TOM LYNCH COMPANY, INC.	77-0542303	0.01%
BACK TO BLUE LLC	80-0663670	0.01%
GET IT WHILE YOU CAN, LLC	46-1206459	0.01%
GHOST LIGHT FILMS, INC.	13-3920936	0.01%
HALFIRE ENTERTAINMENT (CANADA) ULC	0	0.01%
MACHETE KILLS, LLC	45-3688221	0.01%
LBI DEVELOPMENT, INC.	46-1926697	0.01%
PELLERIN MULTIMEDIA, INC.	77-0608734	0.01%
130 TRAIN, LLC	46-3332987	0.01%
ETTUBRUTUS, LLC	46-2775978	0.01%
GELLER ENTERTAINMENT GROUP, INC.	11-3771673	0.01%
PRO BONUM FIDEI LLC	46-2363383	0.01%
STARBRIGHT DEVELOPMENT, INC.	95-4630946	0.01%
BAZELEVS U.S., INC.	20-2993947	0.01%
SIVAD ARTS II, INC.	46-2926784	0.01%
MISSING LINK PRODUCTIONS, LLC	47-1329820	0.01%
ALIVE AND KICKING, INC.	20-8973990	0.01%
SIMON & GOODMAN PICTURE CO INC	13-3434360	0.01%
FINAL DRAFT, LLC	51-0463236	0.01%
LOOSE TALK FILMS LIMITED	0	0.01%
BIL PRODUCTIONS, LLC	47-1020243	0.01%
CHIMERA DEVELOPMENT LLC	46-4320498	0.01%
SC SAINTS PRODUCTIONS, LLC	61-1742545	0.01%
EXIT ONE, INC.	95-4347211	0.01%
GUILFORD INVESTMENT PARTNERS III, LLC	46-0775522	0.01%
FAMILY FUN! PRODUCTIONS, LLC	90-1005807	0.01%
OLYMPUS PICTURES DEVELOPMENT LLC	26-3910748	0.01%
IN THE MOMENT PRODUCTIONS, LTD.	51-0364280	0.01%
MANDATE DEVELOPMENT II, LLC	41-2162180	0.01%
MACGILLIVRAY-FREEMAN FILMS, INC.	95-2808189	0.01%

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HARDSTONE ENTERTAINMENT, INC.	20-3854244	0.01%
ELYSIUM FILMS	95-4850414	0.01%
OFDFC DC1, LLC	27-0600331	0.01%
MULTIPLE MEDIA ENTERTAINMENT INC.	0	0.01%
BAUMAN PRODUCTIONS INC.	0	0.01%
TELE TIPS DIGITAL S.A. DE C.V.	0	0.01%
ANTHEM PRODUCTIONS, LLC	26-1137440	0.01%
LIAR'S FILMS LIMITED	0	0.01%
TFD LITERARY ACQUISITIONS, LLC	26-0762943	0.01%
7TH AVENUE MEDIA INC.	0	0.01%
STUART STREET, LLC	45-3999152	0.01%
UNIVERSAL NETWORK PROGRAMMING LLC	58-2370683	0.01%
THE COUNTRY MUSIC FILM PROJECT, LLC	45-5227172	0.01%
MR. MIRACLE PRODUCTIONS LTD.	0	0.01%
RED BAT FILMS, INC.	45-3181260	0.01%
THE SCREENPLAY COMPANY, INC.	20-5672635	0.01%
THE MUSEUM OF THE BIBLE INC.	27-3444987	0.01%
NAPLES AD, LLC	47-1325430	0.01%
GREY EAGLE PROJECTS, LLC	46-5431348	0.01%
COSTELLO FILMS, LLC	45-3593046	0.01%
TS MEDIA, INC.	20-2090191	0.01%
HEADQUARTERS CREATIVE ARTS SERVICES, LLC	0	0.01%
KEVIN SABOURIN AKA KEVIN KLAR AND BREE SABOURIN	0	0.01%
TAJJ MEDIA (US) INC.	99-0369409	0.01%
WITTY MONIKER DEVELOPMENT, INC.	45-4373310	0.01%
SKOOTER, INC.	32-0061460	0.01%
LARK PRODUCTIONS INC.	0	0.01%
NAMOR PRODUCTIONS, LLC	20-5060881	0.01%
TANDEM COMMUNICATIONS (USA), LLC	95-4783709	0.01%
MAR VISTA ENTERTAINMENT, LLC	0	0.01%
FILM HOUSE DEV UG (HAFTUNGSBESCHRANKT)	0	0.01%
FORESIGHT RIGHTS LIMITED	0	0.01%
THE HAUNTING HOUR PRODUCTIONS II LTD	0	0.01%
GROUNDSWELL PRODUCTIONS II, LLC	20-8369306	0.01%
COUNTRY MUSIC ASSOCIATION, INC.	62-0606066	0.01%
CPT HOLDINGS INC	99-9999999	0.01%
DEMAREST DEVELOPMENT, LLC	61-1681179	0.01%
TBF LIMITED	0	0.01%
POCOMO PRODUCTIONS, LLC	80-0951069	0.01%
CELL FILM HOLDINGS, LLC	42-1777886	0.01%
CJ ENTERTAINMENT AMERICA, LLC	20-2703572	0.01%
ROSES THE MOVIE LLC	47-2033174	0.01%
BULLETPROOF TIGER LLC	26-4670350	0.01%
COMPASS FILMS (PTY) LTD.	0	0.01%
YDP PRODUCTIONS INC.	0	0.01%
SMALL TIME PRODUCTIONS, LLC	45-4534904	0.01%
MARCH FILMS, INC.	13-3933866	0.01%
MERCURY FILMWORKS (AP) INC.	0	0.01%
SLUGTERRAINEA PRODUCTIONS (III) INC	0	0.01%
PASTIS PRODUCTIONS, INC.	0	0.01%
LITTLE BEACH, LLC	26-0496800	0.01%
ROSEGARTEN FILMS, LLC	33-1137256	0.01%
OP VOGUE INC.	0	0.01%
MARK SENNET ENTERTAINMENT, INC.	71-0982989	0.01%
SIENNA FILMS DEVELOPMENT INC	0	0.01%
VOLTAGE DEVELOPMENT NCCF, LLC	30-0730140	0.01%
BBCG FILMS, LLC	45-3617515	0.01%
REVOLUTION STUDIOS DEV COMPANY, LLC.	95-4798145	0.01%
THE ADDRESS FILM PROJECT, LLC	46-2969350	0.01%
OPEN DOOR MANAGEMENT LIMITED	0	0.01%
AMERICAN FILM INSTITUTE (THE)	52-6072925	0.01%
CYPRESS POINT FILMS, INC.	95-3286294	0.01%

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HART FILLED CHRISTMAS, INC.	46-5621313	0.01%
JJL INTERNATIONAL, INC.	20-2091474	0.01%
FOKUS FILM PRODUKSIYON YAPIM VE DAGITM HIZM A.S	0	0.01%
PARKES-MACDONALD IMAGENATION II, LLC	27-1326811	0.01%
RANGER PRODUCTIONS LIMITED	0	0.01%
CRICKET MOON MEDIA, INC.	01-0794125	0.01%
HERMES DEVELOPMENT, LLC	30-0829800	0.01%
ABANDONED SCRIPT, LLC	46-4057573	0.01%
TRE VANNER PRODUKTION AB	0	0.01%
MGM GROUP HOLDINGS CORPORATION	954452285	0.01%
PREEMPTIVE STRIKE PRODUCTIONS, LLC	45-2388549	0.01%
TVM DEVELOPMENT, INC.	90-1010667	0.01%
TRANS PACIFIC FILM DEVELOPMENT LP	912079307	0.01%
ONCE UPON A TIME PRODUCTIONS, LLC	26-2882744	0.01%
AFGHAN DRIFTERS, LLC	46-3266965	0.01%
INTELLIGENT MEDIA PRODUCTIONS, LLC	90-1024583	0.01%
ROYAL CHRISTMAS PRODUCTIONS, LLC	46-3124412	0.01%
BREAKTHROUGH AWARDS PRODS, INC.	46-3818142	0.01%
MOTION PICTURES DISTRIBUTION, S.L.	0	0.01%
CHIPZCO, INC.	27-1709778	0.01%
BON DEVELOPMENT, LLC	46-4549787	0.01%
THE MAZUR KAPLAN COMPANY, LLC	0	0.01%
UNSTOPPABLE FILMS, LLC	46-4186951	0.01%
HAG EYE, LLC	87-0800050	0.01%
PAPER CLIP PRODUCTIONS INC	22-2118008	0.01%
ADD LAVA	46-5636025	0.01%
CLARK/DEES MEDIA, INC.	95-4297970	0.01%
THE JACKIE ROBINSON FILM PROJECT, LLC	27-5129105	0.01%
EVA DANIELS PRODUCTIONS, LLC	27-2000464	0.01%
ATLANTIQUE PRODUCTIONS SA	0	0.01%
RE-INKED LLC	46-1901487	0.01%
HORIZON MINI SERIES PRODUCTIONS, LLC	26-4246367	0.01%
LITTLE CROWN, LLC	27-4433092	0.01%
ANIMATED ARK, LLC	26-0302460	0.01%
BAM FILM PARTNERS, LLC	61-1713732	0.01%
LUNESDALE MEDIA LIMITED	0	0.01%
BWR PRODUCTIONS, LLC	46-4463060	0.01%
ESCAPE FILM, LLC	0	0.01%
HANDMADE PICTURES DEVELOPMENT, LLC	45-2423095	0.01%
LACANADA DISTRIBUTION, LLC	0	0.01%
MEDICAL CYBERWORLDS, INC.	20-4404306	0.01%
LITERARY RIGHTS ACQUISITION, INC.	46-1018764	0.01%
ESPONDA PRODUCTIONS, LLC	46-1205266	0.01%
ST. GILES LLC	13-4029677	0.01%
MOON SHOT MEDIA, LLC	90-0997579	0.01%
JAVELIN PRODUCTIONS LIMITED	0	0.01%
FAIR HILL LLC	45-4021838	0.01%
26TH STREET DEVELOPMENT, LLC	26-3512600	0.01%
JERSEY BROOK, LLC	45-4050574	0.01%
CARARIDGE LLC	27-4244875	0.01%
WILD WILD NORTH INC.	0	0.01%
BLACK MATH, LLC	46-3394927	0.01%
BEST STREET PRODUCTIONS, LLC	46-4018713	0.01%
CHUCKLEHEADS, INC.	46-2256249	0.01%
MOTHERS MOVIE, LLC	38-3916726	0.01%
CULPEPPER, LLC	47-1520362	0.01%
CRYSTAL SKY PICTURES, LLC	47-0872514	0.01%
ORLY ADELSON PRODUCTIONS, INC.	95-4247870	0.01%
INTERESTING DEVELOPMENT, LLC	46-1453509	0.01%
SPIRIT PRODUCTIONS, LLC	95-4843898	0.01%
HIGHLANDER ENTERTAINMENT, LLC	21-1564470	0.01%
REAL FICTION PRODUCTIONS, LLC	25-1921999	0.01%

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DARING PRODUCTIONS, INC.	95-4859939	0.01%
CWYWF PRODUCTIONS, INC.	45-5637939	0.01%
MOSAIC FAMOUS PLAYERS, INC.	95-4822008	0.01%
SLUGTERRAINEA PRODUCTIONS (II) INC.	0	0.01%
13 ALL-STARS LLC	46-3090258	0.01%
BUSY BEE FILM PRODUCTIONS, LLC	80-0671071	0.01%
STAR THROWER ENTERTAINMENT, LLC	68-0654910	0.01%
TRAFFIC CITY PRODUCTIONS, LLC	71-0884108	0.01%
LEGIBLE WEST, LLC	45-3263799	0.01%
COOK DEVELOPMENT ENTERPRISES, LLC	45-5372969	0.01%
EDWARD R. PRESSMAN FILM CORPORATION	95-3940607	0.01%
UBIQUITY QUEEN MARY LLC	20-8820955	0.01%
435 PRODUCTION COMPANY	95438865	0.01%
PHARAOH PRODUCTIONS (MUSE) INC.	0	0.00%
CHUBBCO FILMCO	95-4123811	0.00%
DP RIGHTS, LLC	30-0820849	0.00%
ONEWELL FILMS, LLC	46-4386097	0.00%
REVOLUTION TV DEVELOPMENT CO., LLC	45-2286877	0.00%
WINSTON ARTS LLC	47-2127776	0.00%
BSFG HOLDINGS CORP.	46-0584072	0.00%
BRENTWOOD PRODUCTIONS, LLC	80-0832560	0.00%
AMBRICA PRODUCTIONS, INC.	04-2994711	0.00%
PINCKNEY PRODUCTIONS, INC.	45-1562448	0.00%
KIKIM MEDIA LLC	94-3252560	0.00%
CUTTICLIFF STUDIOS LLC	46-4066828	0.00%
THUNDERBIRD FILMS	0	0.00%
DISCOVERY COMMUNICATIONS, LLC	0	0.00%
THE RAID, LLC	46-3163931	0.00%
RAW FEED PRODUCTIONS, LLC	38-3727695	0.00%
REUNION PICTURES DEVELOPMENT INC.	0	0.00%
DICK CLARK FILM GROUP INC (THE)	23-2104860	0.00%
HD AWARDS ENTERTAINMENT, INC.	46-3362824	0.00%
SPIN MASTER CHARMING PRODUCTIONS INC.	0	0.00%
CLOSED CIRCLE LLC	45-1609209	0.00%
RARA AVIS PRODUCTIONS, LLC	45-9762146	0.00%
SKY RIVER FILMS, LLC	27-4832134	0.00%
INTREPID PICTURES DEVELOPMENT CO LLC	47-0946148	0.00%
MADLY IN LOVE, LLC	45-2357847	0.00%
MORENA FILMS, S.L.	0	0.00%
MOTHER OF FOUR FILMS LIMITED	0	0.00%
DRIVE SHE SAID LLC	47-1717470	0.00%
YOGA HOSERS, LLC	47-1172100	0.00%
OLD YOUNG LLC	80-0920299	0.00%
GREY OWL ENTERTAINMENT, LLC	46-5474058	0.00%
LAKE MEAD PRODUCTIONS, LLC	36-4781566	0.00%
MAISIE KNEW, LLC	45-1164110	0.00%
RONALD WINSTON	0	0.00%
SPIRIT MEDIA, LLC	46-3137994	0.00%
TDG MEDIA, LLC	27-2941259	0.00%
TIME TRAVEL UNLIMITED, LLC	22-3971270	0.00%
WILSHIRE FILMS LIMITED	0	0.00%
WHITE CHERRY ENTERTAINMENT, INC.	13-4186921	0.00%
JILAMOS PICTURES, INC.	20-1197148	0.00%
MR. YOUNG (III) PRODUCTIONS INC.	0	0.00%
PARK COURT PRODUCTIONS, INC.	06-1135166	0.00%
FALCON PRODUCTIONS, LLC	46-3438040	0.00%
GATEAU PRODUCTIONS INC.	0	0.00%
DGP, INC.	13-3941704	0.00%
MURRAY SCHWARTZ CORPORATION	0	0.00%
ONLY ONE PRODUCTIONS, INC.	46-0669630	0.00%
FEDERATION ENTERTAINMENT OF AMERICA, INC.	42-1775273	0.00%
FOUNDING FATHERS, LLC	46-0922217	0.00%

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OPUS FILM SP. Z.O.O.	0	0.00%
MARODA, INC.	01-0593705	0.00%
PETRUSHKA, INC.	68-0371878	0.00%
INCENDO 2014-02 PRODUCTION INC.	0	0.00%
18 FILMS, LLC	45-5240051	0.00%
INCENDO ICE PRODUCTION INC.	0	0.00%
BABY MUGS FILMS, INC.	47-1777733	0.00%
GRANDVIEW LIMITED, LLC	26-0549589	0.00%
HIKO CINEMA, LLC	27-3482345	0.00%
MILES DAVIS FEATURE FILM, LLC	27-2653519	0.00%
ROTDG PRODUCTIONS, LLC	36-4760121	0.00%
HEADLOCK FILM HOLDINGS LLC	47-1079489	0.00%
TENGRI PRODUCTIONS, LLC	0	0.00%
AFLM PTY LTD.	0	0.00%
BACKLIGHT PRODUCTIONS LIMITED	0	0.00%
EXQUISITE CONTINENT PRODUCTIONS, LLC	45-3125317	0.00%
HIT BY LIGHTNING PRODUCTION (QUEBEC) INC.	0	0.00%
PENCILLER PICTURES LIMITED	0	0.00%
TWO RIVERS MEDIAWORKS, LLC	0	0.00%
WQED PRODUCTIONS, LLC	01-0682712	0.00%
TELCO PRODUCTIONS, INC.	95-4470553	0.00%
ALLEGED COMPANIES LLC	13-3965959	0.00%
LAUGH ATTACK PRODUCTIONS, INC.	46-3468039	0.00%
BUMBERSHOOT FILMWORKS INCORPORATED	26-0286312	0.00%
BRAUN ENTERTAINMENT GROUP, INC.	95-3240960	0.00%
CJ&A ENTERTAINMENT I, LLC	46-1491463	0.00%
SPRINGVILLE PRODUCTIONS II LTD.	0	0.00%
CAPTURED AUDIENCE VENTURES, LLC	46-4753519	0.00%
BRYAN ULRICH LLC	0	0.00%
SONNY BOY PRODUCTIONS, LLC	46-4872566	0.00%
FLEISHERFILM, INC. #2	84-1504367	0.00%
7TH AVE ROCKS, INC.	46-5195083	0.00%
MVL DEVELOPMENT, LLC	20-4037266	0.00%
EXPERIMENTER PRODUCTIONS, LLC	46-5257678	0.00%
FIELDS & SON ENTERTAINMENT, INC.	46-4415364	0.00%
CAPITAL CONCERTS, INC.	52-2019014	0.00%
CIRQUE DU SOLEIL MEDIA CREATION (US) INC.	46-3071762	0.00%
SIX POINT FILMS, LLC	20-2207546	0.00%
ILONA HUG GMBH	0	0.00%
FBK, INC.	95-4845495	0.00%
SYNCOPIY DEVELOPMENT, INC.	26-4624410	0.00%
MCCANICK, LLC	45-5393870	0.00%
DESTRO DEVELOPMENT, LLC	35-2518190	0.00%
CIVIC BAKERY, INC.	27-3086855	0.00%
QUA & LA PRODUCTIONS, INC.	45-0832122	0.00%
MOMENT OF TRUTH PICTURES, LLC	27-3403388	0.00%
TALL PONY PRODUCTIONS, INC.	95-3560375	0.00%
CAMP GREY PRODUCTIONS, LLC	46-2771072	0.00%
ECASTVIDEO LLC	26-1139451	0.00%
SOUTHPAW ENTERTAINMENT	32-0103749	0.00%
TRIPLE TWELVE ENTERTAINMENT, LLC	80-0965602	0.00%
MISS UNIVERSE L.P., LLLP	13-3914786	0.00%
DOG RUN PRODUCTIONS, INC.	95-4587779	0.00%
VIDEO LINE, INC. (THE)	22-2392638	0.00%
HARDCOURT, LLC	45-4395949	0.00%
EL TORO PICTURES	0	0.00%
SHAFTESBURY FILMS, INC.	0	0.00%
SSD XMAS PRODUCTIONS (MUSE) INC.	0	0.00%
BELIEVER FILMS LLC	47-1523306	0.00%
FORESIGHT UNLIMITED, LLC	20-1823427	0.00%
REID SHANE PRODUCTIONS	26-2449988	0.00%
KATAHDIN FOUNDATION	90-0089252	0.00%

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GC PRODUCTIONS INC.	0	0.00%
RDH ENTERTAINMENT, LLC	46-4323704	0.00%
HSD PRODUCTIONS, LLC	90-1011750	0.00%
VERTICAL PRODUCTIONS, LLC	55-0914896	0.00%
MIA MOO PRODUCTIONS INC.	0	0.00%
SANDRA ARNOLD, INC.	0	0.00%
SURPRISE FILM, LLC	68-0682703	0.00%
CREATIVE TECHNOLOGIES, INC.	95-4833379	0.00%
PAYNE STEWART PRODUCTIONS, LLC	46-4534497	0.00%
HAT TIP FILMS LLC	46-4084970	0.00%
BEAUTIFUL LIFE PICTURES, INC.	46-2793855	0.00%
ACCENT ENTERTAINMENT CORP.	0	0.00%
BLEIBERG ENTERTAINMENT, LLC	20-8199206	0.00%
ARDMORE ENTERTAINMENT LTD.	0	0.00%
ONE PLUS ONE ENTERTAINMENT, INC.	45-4140582	0.00%
EJ PROJECT LLC	46-3985008	0.00%
RISE AND SHINE PRODUCTIONS, INC.	95-4547716	0.00%
THE CHRISTMAS PEARL PRODUCTIONS LLC	45-5633164	0.00%
ARISTOS FILMS LIMITED	0	0.00%
FILM ALLMAN, LLC	46-3024502	0.00%
OMNI FILM W8 DEVELOPMENT LTD.	0	0.00%
BREAD AND BUTTER FILMS, INC.	61-1535232	0.00%
MR. YOUNG (II) PRODUCTIONS INC.	0	0.00%
NEW LOVE FILMS, LLC	26-1849237	0.00%
SLAM DUNK PRODUCTIONS INC	0	0.00%
JBM DEVELOPMENT, LLC	45-1996648	0.00%
HAMMER PRODUCTIONS, LLC	46-2371226	0.00%
6991050 CANADA INC.	0	0.00%
DASVENTURES LTD.	22-3477304	0.00%
DONALD KELLY	0	0.00%
HIGH CONCEPT DEVELOPMENT, LLC	27-2976403	0.00%
FILM ODYSSEY, INC	52-1482679	0.00%
1013693 B.C. LTD.	0	0.00%
GARRETT MOTION PICTURES, LLC	0	0.00%
TRES PISTOLEROS DEVELOPMENT, LLC	46-2856829	0.00%
NOEL PRODUCTIONS INC.	0	0.00%
BVX ENTERTAINMENT, LLC	46-3316586	0.00%
LDE PRODUCTIONS, LLC	0	0.00%
FAYE SCHWAB	0	0.00%
FARPOINT FILMS INC.	0	0.00%
SHAFTESBURY DEVELOPMENT INC.	0	0.00%
UNBILLABLE HOURS PRODUCTIONS, LLC	45-2532794	0.00%
AELLO FILMS GMBH	0	0.00%
ACME FILMS, LLC	46-1252604	0.00%
IMAGINATION PRODUCTIONS, INC.	26-1264680	0.00%
SAINT SEASON ONE, INC.	45-5494876	0.00%
HB PICTURES	95-4720229	0.00%
JENNILIND PRODUCTIONS, INC.	13-3535137	0.00%
NORTHWOOD PRODUCTIONS INC.	0	0.00%
LBK FILM PRODUCTION, LLC	35-2493016	0.00%
P.B. PRODUCTIONS II INC.	0	0.00%
FUGITIVE AND RECOVERY TEAM SERVICES	45-4733180	0.00%
HELM MEDIA, INC.	80-0626701	0.00%
MERLION ENTERTAINMENT LTD.	0	0.00%
THE VIETNAM FILM PROJECT, LLC	30-0639744	0.00%
ENTERTAINMENT ONE TELEVISION BAP	0	0.00%
LOUIE ZACH PRODUCTIONS, INC.	46-5360974	0.00%
COPPERHEART PRODUCTIONS, INC.	39-2078949	0.00%
TIMELY II PRODUCTIONS INC.	0	0.00%
GONE PRODUCTIONS, LLC	46-5237646	0.00%
BEAUTY FITNESS & FASHION TV INC.	46-5635712	0.00%
PILLER SEGAN COMPANY, INC.	26-0904114	0.00%

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ROUTE 17 ENTERTAINMENT, LLC	87-0811714	0.00%
KUNG FU MONKEY PRODUCTIONS, LLC	27-2085161	0.00%
THE AMERICAN HUMANE ASSOCIATION	84-0432950	0.00%
THE DECKS MOVIE, LLC	26-3701745	0.00%
CUMULUS PRODUCTIONS, INC.	95-4478272	0.00%
E&E PRODUCTIONS INC.	35-2486256	0.00%
METRO DOG, LLC	45-4798621	0.00%
YOU BELONG TO ME, LLC	46-2470931	0.00%
BORDERLINE DISTRIBUTION, INC.	0	0.00%
NEWCOMERS PRODUCTIONS, LLC	47-1682454	0.00%
LIVING PROOF PRODUCTIONS, LLC	26-2656098	0.00%
ANNUIT COEPTIS ENTERTAINMENT INC.	0	0.00%
GEORGE S TAWHEEL INC	22-2006389	0.00%
MERCEDES FILM PRODUCTION LIMITED	0	0.00%
SHADOWCATCHER ENTERTAINMENT L.L.C.	91-1719907	0.00%
PANTELION FILMS, LLC	46-2562233	0.00%
UNDERCOVER ROGUE PRODUCTIONS INC.	0	0.00%
WAH FILM PRODUCTIONS LIMITED	0	0.00%
PUSH IT PRODUCTIONS, INC.	46-0850147	0.00%
RIVERSIDE FILMS, LLC	33-1162653	0.00%
THE HEMINGWAY FILM PROJECT, LLC	46-2840158	0.00%
GIGOLO, INC.	27-1173584	0.00%
MUSIC, WAR AND LOVE, LLC	42-1776223	0.00%
DSX FILMS, LLC	46-3668552	0.00%
MATT SINN PRODUCTIONS, LLC	27-1713204	0.00%
DRAGONSLATE MEDIA SDN BHD	0	0.00%
PROPHET FILMS, LLC	90-1010888	0.00%
COSGROVE/MEURER PRODUCTIONS, INC.	95-4095808	0.00%
NPC PRODUCTIONS (MUSE) INC.	0	0.00%
CAMELOT COMMUNICATIONS GROUP, INC.	13-3551686	0.00%
GS, LLC	46-5215936	0.00%
BARRY REESE	0	0.00%
MICHAEL DAVID RAPAPORT	0	0.00%
INVENTURE HOLDINGS, LLC	90-0265341	0.00%
SUNDOULOS ENGERY SYSTEMS, INC.	33-0845813	0.00%
JULIJETTE, INC.	0	0.00%
A MAN IN FULL PRODUCTIONS, INC.	95-4765231	0.00%
HACHIKO PRODUCTIONS, LLC	26-0860829	0.00%
TADPOLE PRODUCTIONS, INC.	954363041	0.00%
CORNER STONE MEDIA	46-3565217	0.00%
STANFORD PRISON, LLC	47-1271484	0.00%
TWO BILLS PRODUCTIONS, INC.	46-4172482	0.00%
TRIGGER FISH PRODUCTIONS, LLC	0	0.00%
BRYAN ULRICH	0	0.00%
FILM ASSOCIATES OF ONEHEART, LLC	27-0981851	0.00%
ROBERT DALRYMPLE PRODUCTIONS, INC.	13-3404149	0.00%
SILVER STREET PRODUCTIONS, INC.	80-0849286	0.00%
SEE YOU SOON PRODUCTIONS, LLC	46-4569923	0.00%
AI FILM DEVELOPMENT, LLC	90-1025459	0.00%
CREATIVE WRITING PRODUCTIONS, LLC	41-2040011	0.00%
TRIKITA PRODUCTIONS, LLC	45-5411657	0.00%
3311 DEVELOPMENT, LLC	45-3089198	0.00%
STAR SPANGLED BANNERS PROD ONTARIO INC	0	0.00%
APPLESEED DEMOCRACY DOCUMENTARY, LLC	26-2871822	0.00%
JAFFE/BRAUNSTEIN FILMS LTD.	95-3907454	0.00%
BARRY FILMS, INC.	02-0807544	0.00%
BIG PICTURE ENTERTAINMENT INC.	0	0.00%
NICK DAVIS PRODUCTIONS, INC.	13-4168490	0.00%
STRATHMORE PRODUCTIONS, INC.	952806807	0.00%
WIND DANCER FILM DEVELOPMENT, LLC	68-0526237	0.00%
SPACE WARRIORS, LLC	38-3875185	0.00%
TALKING WALL PICTURES, INC.	13-3585605	0.00%

Attachment to 2014 Form 5500  
Form 5500 Multiple Employer Plan Participating Employer Information  
Producer-Writers Guild of America Pension Plan EIN: 95-2216351, PN: 001

HARMONY FILM, LLC	26-2119559	0.00%
MUSCULAR DYSTROPHY ASSOCIATION, INC.	13-1665552	0.00%
PCH FILMS, INC.	43-1962668	0.00%
MANDALAY TELEPLAYS, LLC	95-4841377	0.00%
CRESCENDO PRODUCTIONS, INC.	952930558	0.00%
DKRFS, LLC	61-1681317	0.00%
ORCHARD ROAD PRODUCTIONS LTD.	0	0.00%
INSIGHT THE SCHEME TEAM LTD.	0	0.00%
SLEEPYDOG ENTERTAINMENT, INC.	35-2365640	0.00%
DEADLINE PRODUCTIONS INC.	0	0.00%
PENINSULAR MEDIA DEVELOPMENTS LIMITED	0	0.00%
RKO PRODUCTIONS INC	95-4279098	0.00%
DECEMBRIMAGES	0	0.00%
MENACHEM DAUM	0	0.00%
OFDFC, LLC	0	0.00%
SH PRODUCTIONS, INC.	80-0948706	0.00%
SEA BREEZE PRODUCTIONS, LLC	45-2983180	0.00%
UNCOMMON PRODUCTIONS LLC	95-4791341	0.00%
GOLDBERG & O'REILY ENTERPRISES, INC	95-3767052	0.00%
GEORGIA FILM FUND TWENTY-FOUR, LLC	46-3518709	0.00%
3 MONKEYS & A FOOTBALL, INC	46-4299190	0.00%
GEORGIA FILM FUND TWENTY-EIGHT, LLC	46-4735085	0.00%
THE BOY WHO CRIED AUTHOR, LLC	47-1356199	0.00%
TREZZA ENTERTAINMENT CORP	65-0393698	0.00%
BACKCOMB PRODUCTIONS LIMITED	0	0.00%
THE DUST BOWL FILM PROJECT, LLC	0	0.00%
SPECIAL DELIVERY TELEPRODUCTIONS INC.	0	0.00%
MOSTLY GHOSTLY 2, LLC	36-4778903	0.00%
SKYNET MEDIA, LLC	26-3180458	0.00%
THAT'S FANTASTIC LLC	46-1961291	0.00%
KAUSHI ENTERTAINMENT, LLC	26-3077069	0.00%
BITF PRODUCTIONS (QUEBEC) INC.	0	0.00%
AMERICAN ULTRA, LLC	0	0.00%
BRAVE DRAGONS, LLC	46-0725588	0.00%
DIRECTORS GUILD OF AMERICA, INC.	95-1202310	0.00%
WEST COAST DEVELOPMENT, LLC	35-2436994	0.00%
JEFF MARGOLIS PRODUCTIONS, INC.	95-3037168	0.00%
TWO PACK PRODUCTIONS, INC.	46-3954349	0.00%
END OF MOVIE, LLC	46-3163017	0.00%
BEER LEAGUE PRODUCTIONS, LLC	20-2821434	0.00%
BE GROUP STUDIOS, INC.	27-2613635	0.00%
INFORMANT FILMS, LLC	45-2974616	0.00%
ZUCKERVISION ENTERTAINMENT, LLC	27-0317726	0.00%
THE SUNDAY HORSE II, LLC	46-2312611	0.00%
IMAX SCRIBE, INC.	510373325	0.00%
PB PRODUCTIONS INC	954304418	0.00%
MINDERBINDER ENTERPRISES, LLC	46-2014746	0.00%
AFIUS PRODUCTIONS, LLC	26-4818346	0.00%
CAPERATION	26-3499916	0.00%
MORGAN CREEK INTERNATIONAL N V	0	0.00%
LARRY GEORGE PICTURES LLP	0	0.00%
PEMBERLEY DIGITAL, LLC	46-1563155	0.00%
THE CHINAMAN LIMITED	0	0.00%
E & J FILMS LLC	0	0.00%
AMAZE DEVELOPMENT INC.	0	0.00%
AMAZE FILM AND TELEVISION	0	0.00%
PETE SMALLS, LLC	0	0.00%
ROCK THE BOAT ANIMATION INC.	0	0.00%
REDBOOK DIGITAL PRODUCTIONS, LLC	0	0.00%
UNITY DEVELOPMENT, LLC	27-1124321	0.00%
I AM A UKRAINIAN, LLC	46-5561188	0.00%
DAVE STEWART DEVELOPMENT CO., LLC	37-1750556	0.00%

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MAXXZONE PTY. LTD.	0	0.00%
MEN ON A MISSION, LLC	80-0952967	0.00%
STONE VILLAGE PRODUCTIONS, INC.	80-0005146	0.00%
PIER 21 FILMS LTD.	0	0.00%
TAUBER FILM PROJECT LLC	47-1039511	0.00%
RIVER BOAT PRODUCTIONS INC.	0	0.00%
SERENDIPITY POINT FILMS, INC.	0	0.00%
IXTLAN CORPORATION	95-3107482	0.00%
STEREOTYPE MEDIA, LLC	45-2561841	0.00%
C.B.S. NEWS	0	0.00%
RESIDUE LIMITED	0	0.00%
BRAD LACHMAN PRODUCTIONS INC	95-3549723	0.00%
SHAKEY GROUNDS, LLC	45-2477056	0.00%
INDEPENDENT DEVELOPMENT COMPANY, LLC	91-1988700	0.00%
UFILM PRODUCTION 2	0	0.00%
DARIUS FILMS INC.	0	0.00%
FILM SIGNAL, INC.	27-0176217	0.00%
LAST MAN IN TOWER LLC	80-0968990	0.00%
TOYMAKER (II) PRODUCTIONS INC.	0	0.00%
TM PRODUCTIONS LIMITED	0	0.00%
WOODROW W. CLARK II	0	0.00%
THE MEDIA & POLICY CENTER FOUNDATION	0	0.00%
OMNIPOTENT THEATRICALZ, INC.	95-2637203	0.00%
PLUCK, INC.	46-4169371	0.00%
MINIMUM WAGE PRODUCTIONS, LLC	90-1030369	0.00%
VANGUARD PICTURES, LLC	20-2072349	0.00%
NCRECIBLE TELEVISION, INC.	46-2429044	0.00%
RL LEADERS PRODUCTIONS, INC.	26-4029693	0.00%
MUSE ENTERTAINMENT ENTER. USA INC	0	0.00%
LWB PRODUCTIONS INC.	0	0.00%
SQUIRRELS PRODUCTIONS, INC.	37-1745148	0.00%
LIFELOG FILMS (8775478 INC.)	0	0.00%
STRIKE ENTERTAINMENT, INC.	16-1643116	0.00%
UNDISCOVERED NORTH AMERICAN APE PICTURES, INC.	46-2440195	0.00%
STARBOARD CAPITAL CORPORATION	953442103	0.00%
JOHN COCCA PRODUCTIONS, L.L.C.	46-3792991	0.00%
LOVE CHILD PRODUCTIONS, LLC	45-4308941	0.00%
THE ADEPT LLC	46-1803985	0.00%
ADVANCE A/S	0	0.00%
IDLEWOOD PRODUCTIONS, LLC	45-5580836	0.00%
JAMES PAUL BERAN	0	0.00%
NEW SONG, LLC	45-3835978	0.00%
ROB HEYDON HOLDINGS INC.	0	0.00%
BATI FILMS, LLC	46-2316969	0.00%
WILD FIESTA PRODUCTIONS, INC.	27-5010653	0.00%
CREATIVE PRODUCTION GROUP, LLC	95-4675151	0.00%
CONSIDERED ENTERTAINMENT, INC.	26-2574948	0.00%
TABLE8, LLC	46-3684075	0.00%
THE REVOLT, LLC	38-3816564	0.00%
SOUTHWARD FILMS, LLC	46-1545158	0.00%
SLUGTERRAINA PRODUCTIONS INC.	0	0.00%
PROJECT MLK LLC	46-4923348	0.00%
SMITHWOOD DEVELOPMENTS, LLC	46-4011558	0.00%
PLASTER CITY PRODUCTIONS, INC.	95-4539375	0.00%
JAILBREAK DEVELOPMENT, LLC	45-3759358	0.00%
TALE GATE MOTION PICTURES, LLC	26-3331713	0.00%
DALICIOUS FILMS, INC.	56-2609440	0.00%
MAD COWBOY PRODUCTIONS, LLC	43-1953366	0.00%
WIGSCO LLC	45-3030645	0.00%
TPSC DEVELOPMENT, LLC	90-0996063	0.00%
NYC PROJECTS, INC.	20-0952065	0.00%
AMERICAN LIVES II FILM PROJECT, LLC	02-0521851	0.00%

## Attachment to 2014 Form 5500

## Form 5500 Multiple Employer Plan Participating Employer Information

Producer-Writers Guild of America Pension Plan EIN: 95-2216351, PN: 001

2 FRIENDS ENTERTAINMENT, INC.	80-0071232	0.00%
COLORED WAITING ROOM, LLC	46-2157518	0.00%
HYPERBOLIC INTERNATIONAL, LLC	47-1818925	0.00%
2KT, LLC	90-0893166	0.00%
CHAIN OF TITLE HOLDINGS LTD.	0	0.00%
RESULTS MOVIE, LLC	46-5726983	0.00%
REELWORKS STUDIOS, LLC	27-0632576	0.00%
FEAR CHAMBER FEATURE, LLC	46-3801760	0.00%
CONFESSIONS PRODUCTIONS LLC	27-3225372	0.00%
AVALON HARBOR ENTERTAINMENT, INC.	46-5267427	0.00%
THE CENTRAL PARK FIVE FILM PROJECT, INC.	26-2799360	0.00%
XMAS WITH TUCKER PRODUCTIONS (ONTARIO) INC.	0	0.00%
OPENING LINE, LLC	46-0635156	0.00%
AKALI LLC	45-3576539	0.00%
EL-DON PRODUCTIONS, LTD., INC.	95-3753211	0.00%
CHARLIE BEAR PRODUCTIONS, LLC	37-1698945	0.00%
FOODLES PRODUCTIONS (US) INC.	46-2545247	0.00%
GRANVILLE PICTURES, INC.	80-0713952	0.00%
MP ACQUISITIONS, LLC	95-4684382	0.00%
SOUP DUMPLINGS, LLC	32-0356302	0.00%
SOLARIS MEDIA, INC.	46-1556933	0.00%
PRODUCTION COMPANY PRODUCTIONS, LLC	45-2682374	0.00%
OMNI PURSUITS, LLC	45-4588804	0.00%
3D FILMS (CANADA) INC.	0	0.00%
FRANK & BOB FILMS II	95-4291489	0.00%
SBI MEDIA, LLC	46-2100888	0.00%
DRYAD PICTURES, LLC	64-0957252	0.00%
HULO FILMS INC.	0	0.00%
TAKE 5 DEVELOPMENT INC.	0	0.00%
SKEPTICAL FILMS LLC	0	0.00%
ISLAND HEAT PRODUCTIONS, LLC	54-2194442	0.00%
RETROGRADE LLC	90-0867663	0.00%
B PLUS PRODUCTIONS, LLC	27-2887490	0.00%
RAT PRODUCTIONS, LLC	26-4431330	0.00%
FARMED AND DANGEROUS, LLC	35-2451916	0.00%
SPIN MASTER PAW PRODUCTIONS INC.	0	0.00%
WEB THERAPY, LLC	26-3044074	0.00%
DSF WRITERS LIMITED	0	0.00%
DOUBLE NICKEL MEDIA, INC.	20-2674422	0.00%
TAUBMAN ENTERTAINMENT GROUP INC	95-4125206	0.00%
SILVERBRIDGE PRODUCTIONS LIMITED	91-2197980	0.00%
SC PICTURES UNIT EIGHT, INC.	0	0.00%
MLE SIG, INC.	47-1318046	0.00%
SPALDING LABORATORIES, INC.	04-3645180	0.00%
SPIFFY ENTERTAINMENT, LLC	27-2590229	0.00%
NOT A REAL COMPANY PRODUCTIONS INC.	0	0.00%
HALF THE SKY, LLC	0	0.00%
FORK THE MAN PRODUCTIONS, LLC	45-3004583	0.00%
RAW POWER PRODUCTIONS, INC.	74-3134757	0.00%
WARNER SPECIALTY FILMS INC.	0	0.00%
HAVEN 4 PRODUCTIONS (N.S.) INC.	0	0.00%
CARRIE PILBY PRODUCTIONS, LLC	46-3504862	0.00%
CAMPFIRES BURNING, LLC	27-1992325	0.00%
FILIA DEVELOPMENT, INC.	46-0528305	0.00%
CONNECTION III ENTERTAINMENT CORP	95-4099857	0.00%
ALLENTOWN PRODUCTIONS, INC.	95-4840254	0.00%
SPIN MASTER RIVETING PRODUCTIONS INC.	0	0.00%
TSPC	45-2769816	0.00%
SWAMP GRAVY PRODUCTIONS, LLC	51-0553589	0.00%
SMALL MIRACLES PRODUCTIONS INC.	0	0.00%
DEVELOPMENT TJ COMPANY, INC.	95-4705095	0.00%
UNION NJ, INC.	48-1288893	0.00%

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Form 5500 Multiple Employer Plan Participating Employer Information  
Producer-Writers Guild of America Pension Plan EIN: 95-2216351, PN: 001

XMAS HEART FILMS INC.	0	0.00%
COOKIE JAR DEVELOPMENT INC.	99-9999999	0.00%
GREAT SPIRIT PRODUCTIONS, LLC	46-4579262	0.00%
DHX-LOOPED PRODUCTIONS (ON) INC.	0	0.00%
KATJA MOTION PICTURE CORP (CA CORP)	95-4139623	0.00%
ANNE CARLUCCI PRODUCTIONS INC.	0	0.00%
QINTEX PRODUCTIONS INC	13-1822068	0.00%
SIERRA PICTURES DEVELOPMENT, LLC	38-3858366	0.00%
FKPS COMPANY, (THE)	95-4596517	0.00%
BELLAGIO PICTURES, INC.	95-4661914	0.00%
SPINMASTER FILM PRODUCTION INC.	0	0.00%
THE ADIRA GROUP, L.L.C.	20-5312285	0.00%
GREENCARD PICTURES LLC	20-3505738	0.00%
WOLF HOUSE PRODUCTIONS, LLC	26-1320210	0.00%
ROBERT GREENWALD PRODUCTIONS, INC.	95-3496731	0.00%
HOLLARADO, INC.	26-1288390	0.00%
HARDWARE DISTRIBUTION NY, LLC	99-9999999	0.00%
STERAGRAM PRODUCTIONS, INC.	95-4156799	0.00%
HBO INDEPENDENT PRODUCTIONS, INC. #2	06-1671161	0.00%
HONEYMOON CRUISE PRODUCTIONS LLC	27-0784394	0.00%
MIDDLEMARCH FILMS, INC.	13-3502720	0.00%
CKH PRODUCTIONS, INC.	59-3838728	0.00%
DEAL (I) PRODUCTIONS INC.	0	0.00%
MICHAEL KING PRODUCTIONS, LLC	26-4281775	0.00%
FOTR LLC	46-0740116	0.00%
DAVID EAGLE PRODUCTIONS, INC.	95-4335084	0.00%
OXYMORON ACQUISITION GROUP INC.	0	0.00%
INCENDO 2013-01 PRODUCTION INC.	0	0.00%
SCRIPPS HOWARD ENTERTAINMENT, INC.	954453519	0.00%
COLUMBIA TRISTAR TELEVISION, INC.	0	0.00%
HEARST ENTERTAINMENT, INC.	13-3052430	0.00%
ANNUIT COEPTIS DEVELOPMENT INC.	0	0.00%
TOMMY TOWN DEVELOPMENT COMPANY, INC.	77-0542304	0.00%
PRODUCT INNOVATIONS, LLC	80-0114174	0.00%
CARSEY-WERNER-MANDABACH PRODS LLC	95-4552649	0.00%
REPORT ON MANUFACTURES LLC	37-1696674	0.00%
GRACESAM, LLC	27-1493262	0.00%
FRONTIER PRODUCTIONS, LLC	45-5193226	0.00%
ALLIANCE ATLANTIS PRODUCTIONS, INC.	95-4441315	0.00%
CRIME OF FASHION PRODUCTIONS LTD.	0	0.00%
BREMEN PRODUCTIONS, INC.	32-0365213	0.00%
16 LIGHTHOUSE ROAD PRODUCTIONS LTD.	0	0.00%
THE STEVENS COMPANY	95-4420326	0.00%
MAJOR TAN, INC	27-2255692	0.00%
HELD HOSTAGE PRODUCTIONS INC.	0	0.00%
FORTRESS FILMS, INC.	20-1170664	0.00%
WILFLIP, INC.	0	0.00%
KSB PRODUCTIONS, LLC	45-5082931	0.00%
RYSHER PRODUCTIONS, INC.	582042924	0.00%
TATUA PRODUCTIONS, LLC	0	0.00%
SLEEPER PRODUCTIONS LIMITED	0	0.00%
HAMMY THE BEAR PRODUCTIONS, LLC	90-0946129	0.00%
H3 EXPORTS LLC	45-4858866	0.00%
VIACOM PRODUCTIONS INC	95-2800948	0.00%
AGREEABLE ENTERTAINMENT, LLC	45-4724849	0.00%
STEVE TISCH COMPANY (THE)	95-3906643	0.00%
SALEM PRODUCTS API INC.	0	0.00%
CASTLEWOOD PRODUCTIONS, INC.	954055224	0.00%
THE TOWNSEND ENTERTAINMENT CORPORATION	13-3874571	0.00%
ANGEL FIELD PRODUCTIONS INC.	0	0.00%
TELENEXT MEDIA, INC.	13-4025995	0.00%
STRIKE-A-MATCH PRODUCTIONS, INC.	954719849	0.00%

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COIN TOSS CREATIVE, LLC	46-4061069	0.00%
AIRCRAFT PICTURES LTD.	0	0.00%
SWADOS ENTERPRISES INC.	0	0.00%
MAYA PICTURES, LLC	20-0225568	0.00%
DHX-SATISFACTION PRODUCTIONS I INC.	0	0.00%
HALCYON DAYS PRODUCTIONS, INC.	954308762	0.00%
KIDZHOUSE ENTERTAINMENT, LLC	42-1705602	0.00%
PATRIARCH PICTURES LLC	954883079	0.00%
BROTHER'S KEEPER HOLDINGS, LLC	46-3998222	0.00%
SCHOLASTIC ENTERTAINMENT, INC.	13-3060338	0.00%
8 YEAR ENTERTAINMENT, LLC	27-1126440	0.00%
ALL MEDIA, INC.	133340808	0.00%
LAVA FILMS, INC.	95-4081945	0.00%
AMBERJADE FILM CORP., THE	200939610	0.00%
ATLANTIS FILMS INC	0	0.00%
CHARLOTTE FILMS, INC.	95-4200881	0.00%
MAGICDOCU, LLC	27-5494760	0.00%
STEPHEN J CANNELL PRODUCTIONS, INC.	95-4070710	0.00%
BOSS MEDIA WGA SIGNATORY SUBSIDIARY, LLC	0	0.00%
DEAN RIVER PRODUCTIONS, INC.	33-0905585	0.00%
THUNDER PICTURES, INC.	133593958	0.00%
DERF TV, LLC	30-0706927	0.00%
EPITOME PICTURES INC.	0	0.00%
GK FILMS, LLC	26-0296964	0.00%
DAN RINGEY	0	0.00%

Grand Total

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**100.00%**

**Form 5500**

Department of the Treasury  
Internal Revenue Service

Department of Labor  
Employee Benefits Security  
Administration

Pension Benefit Guaranty Corporation

**Annual Return/Report of Employee Benefit Plan**

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110  
1210-0089

**2014**

**This Form is Open to Public Inspection**

**Part I Annual Report Identification Information**

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

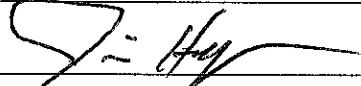
- A** This return/report is for:  a multiemployer plan;  a multiple-employer plan (filers checking this box must attach a list of participating employer information in accordance with the form instructions); or
- a single-employer plan;  a DFE (specify) \_\_\_\_\_
- B** This return/report is:  the first return/report;  the final return/report;
- an amended return/report;  a short plan year return/report (less than 12 months).
- C** If the plan is a collectively-bargained plan, check here. . . . .
- D** Check box if filing under:  Form 5558;  automatic extension;  the DFVC program;
- special extension (enter description)

**Part II Basic Plan Information**—enter all requested information

<b>1a</b> Name of plan PRODUCER-WRITERS GUILD OF AMERICA PENSION PLAN		<b>1b</b> Three-digit plan number (PN) ▶ 001
		<b>1c</b> Effective date of plan 03/31/1960
<b>2a</b> Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) BOARD OF DIRECTORS PRODUCER-WRITERS GUILD OF AMERICA PENSION  2900 W. ALAMEDA AVE. BURBANK, CA 91505		<b>2b</b> Employer Identification Number (EIN) 95-2216351
		<b>2c</b> Plan Sponsor's telephone number 818-846-1015
		<b>2d</b> Business code (see instructions) 525920

**Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.**

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE		10/13/13	Jim Hedges
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE
Preparer's name (including firm name, if applicable) and address (include room or suite number) (optional)			Preparer's telephone number (optional)

<b>3a</b> Plan administrator's name and address <input checked="" type="checkbox"/> Same as Plan Sponsor	<b>3b</b> Administrator's EIN  <b>3c</b> Administrator's telephone number
<b>4</b> If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: <b>a</b> Sponsor's name	<b>4b</b> EIN  <b>4c</b> PN
<b>5</b> Total number of participants at the beginning of the plan year	<b>5</b> 14997
<b>6</b> Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1), 6a(2), 6b, 6c, and 6d).	
<b>a(1)</b> Total number of active participants at the beginning of the plan year .....	<b>6a(1)</b> 6798
<b>a(2)</b> Total number of active participants at the end of the plan year .....	<b>6a(2)</b> 7257
<b>b</b> Retired or separated participants receiving benefits .....	<b>6b</b> 3811
<b>c</b> Other retired or separated participants entitled to future benefits.....	<b>6c</b> 4143
<b>d</b> Subtotal. Add lines 6a(2), 6b, and 6c. ....	<b>6d</b> 15211
<b>e</b> Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	<b>6e</b> 333
<b>f</b> Total. Add lines 6d and 6e. ....	<b>6f</b> 15544
<b>g</b> Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	<b>6g</b>
<b>h</b> Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	<b>6h</b> 284
<b>7</b> Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item).....	<b>7</b> 1078
<b>8a</b> If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions: 1A	
<b>b</b> If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	
<b>9a</b> Plan funding arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor	<b>9b</b> Plan benefit arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor
<b>10</b> Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
<b>a Pension Schedules</b> (1) <input checked="" type="checkbox"/> <b>R</b> (Retirement Plan Information)  (2) <input checked="" type="checkbox"/> <b>MB</b> (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary  (3) <input type="checkbox"/> <b>SB</b> (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	<b>b General Schedules</b> (1) <input checked="" type="checkbox"/> <b>H</b> (Financial Information) (2) <input type="checkbox"/> <b>I</b> (Financial Information -- Small Plan) (3) <input type="checkbox"/> <b>A</b> (Insurance Information) (4) <input checked="" type="checkbox"/> <b>C</b> (Service Provider Information) (5) <input checked="" type="checkbox"/> <b>D</b> (DFE/Participating Plan Information) (6) <input checked="" type="checkbox"/> <b>G</b> (Financial Transaction Schedules)

**Part III**

**Form M-1 Compliance Information (to be completed by welfare benefit plans)**

**11a** If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) .....  Yes  No

If "Yes" is checked, complete lines 11b and 11c.

**11b** Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) .....  Yes  No

**11c** Enter the Receipt Confirmation Code for the 2014 Form M-1 annual report. If the plan was not required to file the 2014 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code \_\_\_\_\_