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Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

2009Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions

Name of foundation

THOMAS & DOROTHY LEAVEY FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

10100 SANTA MONICA BLVD., STE 610

Room/suite

City or town, state, and ZIP code

LOS ANGELES, CA 90067

A Employer identification number

95-6060162

B Telephone number

310-551-9936

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test,
check here and attach computation ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year

J Accounting method: ☐ Cash ☒ Accrual

(from Part II, col (c), line 16)

☐ Other (specify) _____

\$ 236,269,001. (Part I, column (d) must be on cash basis)

E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses**(The total of amounts in columns (b), (c), and (d) may not
necessarily equal the amounts in column (a))(a) Revenue and
expenses per books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable purposes
(cash basis only)

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch. B3 Interest on savings and temporary
cash investments

5,431.

140,656.

4 Dividends and interest from securities

7,475,413.

8,123,633.

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all
assets on line 6a 78,420,395.

7 Capital gain net income (from Part IV, line 2)

0.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less return
and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

175,860.

129,258.

STATEMENT 2

12 Total. Add lines 1 through 11

1,654,652.

8,393,547.

13 Compensation of officers, directors, trustees, etc.

7,266.

3,633.

3,633.

14 Other employee salaries and wages

64,150.

6,415.

57,735.

15 Pension plans, employee benefits

16a Legal fees STMT 3

93,637.

62,425.

31,218.

b Accounting fees STMT 4

189,299.

151,439.

40,080.

c Other professional fees STMT 5

1,601,173.

1,008,127.

7,000.

17 Interest

18 Taxes STMT 6

253,745.

93,019.

6,795.

19 Depreciation and depletion

25,760.

12,880.

20 Occupancy

93,389.

46,695.

46,694.

21 Travel, conferences, and meetings

4,999.

0.

4,999.

22 Printing and publications

23 Other expenses STMT 7

35,635.

17,819.

17,816.

24 Total operating and administrative
expenses. Add lines 13 through 23

2,369,053.

1,402,452.

215,970.

25 Contributions, gifts, grants paid

6,968,118.

10,767,118.

26 Total expenses and disbursements.
Add lines 24 and 25

9,337,171.

1,402,452.

10,983,088.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

<7,682,519.>

b Net investment income (if negative, enter -0-)

6,991,095.

c Adjusted net income (if negative, enter -0-)

N/A

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Operating and Administrative Expenses

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5

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments	2,947,982.	3,120,927.	3,120,927.	
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶ 305,241.				
	Less: allowance for doubtful accounts ▶	486,892.	305,241.	305,241.	
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges	8,251.	9,760.	9,760.	
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock STMT 9	67,730,091.	89,626,310.	89,626,310.	
	c Investments - corporate bonds STMT 10	77,859,729.	74,639,390.	74,639,390.	
Liabilities	11 Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other STMT 11	49,481,190.	68,415,236.	68,415,236.	
	14 Land, buildings, and equipment: basis ▶ 326,400.				
	Less accumulated depreciation STMT 12 ▶ 292,035.	60,124.	34,365.	34,365.	
	15 Other assets (describe ▶ STATEMENT 13)	175,877.	117,772.	117,772.	
	16 Total assets (to be completed by all filers)	198,750,136.	236,269,001.	236,269,001.	
	17 Accounts payable and accrued expenses	179,275.	161,092.		
	18 Grants payable	19,268,000.	15,469,000.		
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶ STATEMENT 14)	453,132.	315,858.		
	23 Total liabilities (add lines 17 through 22)	19,900,407.	15,945,950.		
	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted	178,849,729.	220,323,051.		
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances	178,849,729.	220,323,051.		
	31 Total liabilities and net assets/fund balances	198,750,136.	236,269,001.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	178,849,729.
2 Enter amount from Part I, line 27a	2	<7,682,519.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	49,155,841.
4 Add lines 1, 2, and 3	4	220,323,051.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	220,323,051.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e	78,420,395.	85,016,116.	<6,595,721.>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			<6,595,721.>	
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	<6,595,721.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		{ }	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	13,044,575.	257,341,363.	.050690
2007	14,274,924.	282,861,379.	.050466
2006	12,634,373.	252,710,718.	.049995
2005	11,189,780.	239,401,276.	.046741
2004	11,369,283.	233,582,418.	.048674
2 Total of line 1, column (d)			2 .246566
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 .049313
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 209,315,408.
5 Multiply line 4 by line 3			5 10,321,971.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 69,911.
7 Add lines 5 and 6			7 10,391,882.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 10,983,088.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	69,911.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	69,911.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	69,911.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 170,777.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	170,777.
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	100,866.
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☒ 100,866. Refunded ☒		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WTAS Telephone no ▶ 213-593-2300 Located at ▶ 633 WEST FIFTH STREET, SUITE 2700, LOS ANGELES, CA ZIP+4 ▶ 90071			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ▶ _____, _____, _____	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☒ Yes ☐ No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☒ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here

☐

5b

X

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		7,200.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RITA DENLEA - 10100 SANTA MONICA BLVD., STE 610, LOS ANGELES, CA	40.00	64,150.	0.	0.

Total number of other employees paid over \$50,000

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
EDGEWOOD MANAGEMENT CO. 350 PARK AVENUE, 18TH FL, NEW YORK, NY 10022	INVESTMENT COUNSEL	243,081.
KR CAPITAL ADVISORS, INC. 450 PARK AVENUE, NEW YORK, NY 10022	INVESTMENT COUNSEL	234,706.
WTAS LLC - 633 W. FIFTH ST, STE 2700, LOS ANGELES, CA 90071	TAX AND ACCOUNTING SERVICES	151,563.
PERKINS, WOLF, MCDONNELL & CO 310 S. MICHIGAN AVE. #2600, CHICAGO, IL 60604	INVESTMENT COUNSEL	120,987.
BEL AIR INVESTMENT - 1999 AVENUE OF THE STARS, SUITE 2800, LOS ANGELES	INVESTMENT COUNSEL	103,456.

Total number of others receiving over \$50,000 for professional services

4

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE STATEMENT 16	238,000.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	0.
2	
All other program-related investments. See instructions.	
3 NONE	0.
Total. Add lines 1 through 3	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	196,372,231.
b	Average of monthly cash balances	1b	2,079,013.
c	Fair market value of all other assets	1c	14,051,708.
d	Total (add lines 1a, b, and c)	1d	212,502,952.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	212,502,952.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,187,544.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	209,315,408.
6	Minimum investment return. Enter 5% of line 5	6	10,465,770.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	10,465,770.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	69,911.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	69,911.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	10,395,859.
4	Recoveries of amounts treated as qualifying distributions	4	250,000.
5	Add lines 3 and 4	5	10,645,859.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	10,645,859.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	10,983,088.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	10,983,088.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	69,911.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	10,913,177.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				10,645,859.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006	570,327.			
d From 2007	792,925.			
e From 2008	470,895.			
f Total of lines 3a through e	1,834,147.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 10,983,088.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				10,645,859.
e Remaining amount distributed out of corpus	337,229.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	2,171,376.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	2,171,376.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006	570,327.			
c Excess from 2007	792,925.			
d Excess from 2008	470,895.			
e Excess from 2009	337,229.			

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> SEE SCHEDULE A ATTACHED		501(C)(3)	GENERAL/EDUCATIONAL	10,529,118.
SEE SCHEDULE B ATTACHED		501(C)(3)	EDUCATIONAL	238,000.
Total				▶ 3a 10,767,118.
b <i>Approved for future payment</i>				
Total				▶ 3b 2126000.

Part XVII

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | | |
|--|--------------|------------|-----------|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> | | Yes | No |
| | | | |
| | 1a(1) | | X |
| | 1a(2) | | X |
| | | | |
| | 1b(1) | | X |
| | 1b(2) | | X |
| | 1b(3) | | X |
| | 1b(4) | | X |
| | 1b(5) | | X |
| | 1b(6) | | X |
| | 1c | | X |

[illegible]

- 2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer or trustee

Date _____

Title

Preparer's
signature

Date _____

☐ Check if self-employed

Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code

WTAS

633 WEST FIFTH STREET, STE 2700
LOS ANGELES, CA 90071

EIN ►

Phone no. 213-593-2300

THOMAS & DOROTHY LEAVEY FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE STATEMENT ATTACHED	P	VARIOUS	VARIOUS
b	SEE STATEMENT ATTACHED	P	VARIOUS	VARIOUS
c	K-1 GAIN/LOSS	P	VARIOUS	VARIOUS
d	K-1 GAIN/LOSS	P	VARIOUS	VARIOUS
e	K-1 GAIN/LOSS	P	VARIOUS	VARIOUS
f	K-1 GAIN/LOSS	P	VARIOUS	VARIOUS
g	MLP GAIN/LOSS	P	VARIOUS	VARIOUS
h	BOOK/TAX ADJUSTMENT (EXCLUDING K-1S AND MLP)	P	VARIOUS	VARIOUS
i	CAPITAL GAINS DIVIDENDS			
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 46,640,782.		47,520,256.	<879,474.>
b 31,373,161.		37,137,306.	<5,764,145.>
c		<472.>	472.
d		35,601.	<35,601.>
e		32,194.	<32,194.>
f		77,070.	<77,070.>
g 164,155.		214,161.	<50,006.>
h			0.
i 242,297.			242,297.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<879,474.>
b			<5,764,145.>
c			472.
d			<35,601.>
e			<32,194.>
f			<77,070.>
g			<50,006.>
h			0.
i			242,297.
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<6,595,721.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	OFFICE EQUIPMENT	011010	SL	5.00	16	37,430.			37,430.	37,430.		0.
2	FURNITURE AND FIXTURES	011010	SL	7.00	16	54,991.			54,991.	54,991.		0.
3	LEASEHOLD IMPROVEMENTS	011010	SL	10.00	16	207,952.			207,952.	166,362.		20,795.
4	LEASEHOLD IMPROVEMENTS	041010	2SL	10.00	16	2,022.			2,022.	1,365.		203.
5	COPIER/PRINTER	020906	SL	5.00	16	4,641.			4,641.	2,707.		928.
6	RETIRED OFFICE EQUIPMENT			.000	16	<3,438.>			<3,438.>	<3,438.>		0.
7	COMPUTER SOFTWARE	022908	SL	5.00	16	974.			974.	195.		195.
8	COMPUTER SOFTWARE	031108	SL	5.00	16	16,540.			16,540.	2,757.		3,308.
9	PRINTERS	031108	SL	5.00	16	1,656.			1,656.	276.		331.
20	OFFICE FURNITURE	111591	SL	7.00	16	3,632.			3,632.	3,632.		0.
	* TOTAL 990-PF PG 1 DEPR					326,400.		0.	326,400.	266,277.	0.	25,760.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SEE STATEMENT ATTACHED					
	46,640,782.	47,520,256.	0.	0.	<879,474.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SEE STATEMENT ATTACHED					
	31,373,161.	37,137,306.	0.	0.	<5,764,145.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
K-1 GAIN/LOSS					
	0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
K-1 GAIN/LOSS	0.	0.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
K-1 GAIN/LOSS	0.	0.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
K-1 GAIN/LOSS	0.	0.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
MLP GAIN/LOSS	164,155.	253,455.	0.		0.	<89,300.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
BOOK/TAX ADJUSTMENT (EXCLUDING K-1S AND MLP)	PURCHASED	VARIOUS	VARIOUS	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	<488,570.>	0.	0.	488,570.

CAPITAL GAINS DIVIDENDS FROM PART IV

242,297.

TOTAL TO FORM 990-PF, PART I, LINE 6A

<6,002,052.>

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	175,860.	175,860.	
CAP GAIN DISTRIBUTIONS	0.	<61,812.>	
FROM K-1 - WILTON PRIVATE EQUITY FUND, LLC	0.	19,187.	
FROM K-1 - TCW AMERICAS DEVELOPMENT ASSOC., L.P.	0.	<3,543.>	
FROM MLP K-1 - ALLIANCEBERNSTEIN HOLDING LP	0.	<1,009.>	
FROM MLP K-1 - KINDER MORGAN ENERGY PARTNERS LP	0.	527.	
FROM MLP - PLAINS ALL AMERICAN PIPELINE LP	0.	48.	
TOTAL TO FORM 990-PF, PART I, LINE 11	175,860.	129,258.	

FORM 990-PF	LEGAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
IRELL & MANELLA LLP	93,637.	62,425.		31,218.
TO FM 990-PF, PG 1, LN 16A	93,637.	62,425.		31,218.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WTAS LLC	151,563.	121,250.		27,711.
DELOITTE & TOUCHE, LLP	37,736.	30,189.		12,369.
TO FORM 990-PF, PG 1, LN 16B	189,299.	151,439.		40,080.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	1,400,701.	699,137.		0.
CUSTODIAN FEES	89,060.	89,060.		0.
INVESTMENT ADVISORY FEES	104,412.	104,412.		0.
SCHOLARSHIP EVALUATION COMMITTEE	7,000.	0.		7,000.
K-1 DEDUCTIONS - WILTON	0.	28,480.		0.
K-1 DEDUCTIONS - TCW	0.	64,376.		0.
K-1 DEDUCTIONS - ENERGY	0.	22,662.		0.
TO FORM 990-PF, PG 1, LN 16C	1,601,173.	1,008,127.		7,000.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	8,057.	92,127.		0.
FEDERAL EXCISE TAXES	58,000.	0.		0.
DEFERRED TAX PROVISION	180,000.	0.		0.
PAYROLL TAXES	4,863.	486.		4,376.
PROPERTY TAXES	811.	406.		405.
FEES AND DUES	2,014.	0.		2,014.
TO FORM 990-PF, PG 1, LN 18	253,745.	93,019.		6,795.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEALS & ENTERTAINMENT	2,829.	1,415.		1,414.
INSURANCE	26,428.	13,214.		13,214.
STATIONARY & SUPPLIES	1,105.	553.		552.
OFFICE EXPENSES	3,137.	1,569.		1,568.
TELEPHONE	2,136.	1,068.		1,068.
TO FORM 990-PF, PG 1, LN 23	35,635.	17,819.		17,816.

FORM 990-PF

OTHER INCREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 8

DESCRIPTION	AMOUNT
2008 CHANGE IN UNREALIZED GAINS - SECURITIES	49,155,841.
TOTAL TO FORM 990-PF, PART III, LINE 3	49,155,841.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE STMT ATTACHED FOR "STOCKS"	89,626,310.	89,626,310.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	89,626,310.	89,626,310.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE STMT ATTACHED FOR "BONDS"	74,639,390.	74,639,390.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	74,639,390.	74,639,390.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FOREIGN SECURITIES- SEE STMT	FMV	48,412,061.	48,412,061.
PARTNERSHIP INVESTMENTS	FMV	20,003,175.	20,003,175.
TOTAL TO FORM 990-PF, PART II, LINE 13		68,415,236.	68,415,236.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	12
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE EQUIPMENT	37,430.	37,430.	0.
FURNITURE AND FIXTURES	54,991.	54,991.	0.
LEASEHOLD IMPROVEMENTS	207,952.	187,157.	20,795.
LEASEHOLD IMPROVEMENTS	2,022.	1,568.	454.
COPIER/PRINTER	4,641.	3,635.	1,006.
RETIRED OFFICE EQUIPMENT	<3,438.>	<3,438.>	0.
COMPUTER SOFTWARE	974.	390.	584.
COMPUTER SOFTWARE	16,540.	6,065.	10,475.
PRINTERS	1,656.	607.	1,049.
OFFICE FURNITURE	3,632.	3,632.	0.
TOTAL TO FM 990-PF, PART II, LN 14	326,400.	292,037.	34,363.

FORM 990-PF	OTHER ASSETS	STATEMENT 13
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEPOSITS	12,877.	12,772.	12,772.
PREPAID EXCISE TAXES	163,000.	105,000.	105,000.
TOTAL TO FORM 990-PF, PART II, LINE 15	175,877.	117,772.	117,772.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 14
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYABLE TO BROKER (NET)	453,132.	135,858.
DEFERRED TAX LIABILITY	0.	180,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	453,132.	315,858.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KATHLEEN L. MCCARTHY LOS ANGELES, CA	CHAIRMAN, AS NEEDED 0.00	0.	0.	0.
MICHAEL ENRIGHT LOS ANGELES, CA	TRUSTEE, AS NEEDED 0.00	2,400.	0.	0.
JAMES LEAVEY LOS ANGELES, CA	TRUSTEE, AS NEEDED 0.00	0.	0.	0.
LOUIS CASTRUCCIO LOS ANGELES, CA	TRUSTEE, AS NEEDED 0.00	2,400.	0.	0.
LEO E. DENLEA, JR. LOS ANGELES, CA	TRUSTEE, AS NEEDED 0.00	2,400.	0.	0.
KATHLEEN DUNCAN LOS ANGELES, CA	TRUSTEE, AS NEEDED 0.00	0.	0.	0.
JOHN MCCARTHY LOS ANGELES, CA	TRUSTEE, AS NEEDED 0.00	0.	0.	0.
MARIE MCDONOUGH LOS ANGELES, CA	TRUSTEE, AS NEEDED 0.00	0.	0.	0.
TOM LEMONS LOS ANGELES, CA	TRUSTEE, AS NEEDED 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		7,200.	0.	0.

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT 16

ACTIVITY ONE

SCHOLARSHIP PROGRAM, APPROVED BY THE IRS, BASED ON MERIT AND NEED FOR THE CHILDREN OF ABOUT 35,000 EMPLOYEES AND AGENTS OF FARMERS INSURANCE GROUP (FARMERS). ALL CHILDREN OF EMPLOYEES AND AGENTS OF FARMERS ARE ELIGIBLE. SCHOLARSHIP RECIPIENTS ARE SELECTED BY AN INDEPENDENT SELECTION COMMITTEE.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

238,000.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
APPROVED FOR FUTURE PAYMENT

STATEMENT 17

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BISHOP CONATY OUR LADY OF LORETTO H.S.	GENERAL	501(C)(3)	6,000.
CHRYSLIS	GENERAL	501(C)(3)	10,000.
GEORGETOWN UNIV - LEAVEY DISTINGUISHED JESUIT FUND	GENERAL	501(C)(3)	900,000.
LIBRARY FOUNDATION OF LOS ANGELES	GENERAL	501(C)(3)	10,000.
MARYMOUNT HIGH SCHOOL	GENERAL	501(C)(3)	1,000,000.

THOMAS & DOROTHY LEAVEY FOUNDATION

95-6060162

THE URSULINE SCHOOL

GENERAL

501(C)(3) 200,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3B

2,126,000.

STATEMENT ATTACHED TO AND MADE PART OF FORM 990-PF
U.S. RETURN OF PRIVATE FOUNDATION
FOR YEAR ENDED DECEMBER 31, 2009

Part VII-B, Question 1a(3)

The Leavey Foundation, a trustee of the Leavey Foundation, and another private foundation share office expenses and equipment based upon usage.

Part VII-B, Question 1a(4)

All outside trustees are paid \$600 per board meeting. See Form 990-PF, Part VIII (1).

A trustee is a partner in a law firm which provides legal services at fair market value which qualify under the exceptions described in Reg. Sec. 53.4941(d)-3(c). The legal fees paid in 2009 were \$93,637.

Thomas and Dorothy Leavey Foundation
EIN: 95-6060162
A Statement Attached to and Made Part of Form 990-PF
For the Year Ended December 31, 2009

Form 990-PF, Part XV, Section (a) - Schedule A
Grant Payments

Name	Amount
CK 6037 ST BRENDAN PARISH	\$65,923 00
CK 6021 A PLACE CALLED HOME	\$25,000 00
CK 6022 BOYS & GIRLS CLUB OF VENICE	\$5,000 00
CK 6023 CALIFORNIA 4-H FOUNDATION	\$135,000 00
CK 6024 CALIFORNIA 4-H FOUNDATION	\$100,000 00
CK 6025 CALIFORNIA MISSIONS FOUNDATION	\$10,000 00
CK 6026 CHILDHELP USA	\$100,000 00
CK 6027 EDITIONS DU SIGNE	\$5,000 00
CK 6028 IDYLLWILD ARTS	\$10,000 00
CK 6029 JUNIOR ACHIEVEMENT OF SOUTHERN CALIFORNIA	\$5,000 00
CK 6030 L A GOAL	\$10,000 00
CK 6031 MADD	\$15,000 00
CK 6032 SANTA CLARA UNIVERSITY	\$1,000,000 00
CK 6033 NATIONAL DISASTER SEARCH DOG FOUNDATION	\$5,000 00
CK 6034 SHOES THAT FIT	\$5,000 00
CK 6035 SISTERS OF NOTRE DAME	\$5,000 00
CK 6036 THE URSULINE SCHOOL	\$200,000 00
CK 6106 CALIFORNIA SCIENCE CENTER FOUNDATION	\$150,000 00
CK 6107 CATHOLIC RELIEF SERVICES	\$188,000 00
CK 6108 HOLY FAMILY SERVICES	\$25,000 00
CK 6109 LITTLE SISTERS OF THE POOR	\$25,000 00
CK 6110 MARLBOROUGH SCHOOL	\$100,000 00
CK 6111 PROVIDENCE TRINITY	\$25,000 00
CK 6112 SPECIAL OLYMPICS OF SOUTHERN CALIFORNIA	\$25,000 00
CK 6113 ST ANNE'S	\$10,000 00
CK 6114 ST JAMES INN	\$10,000 00
CK 6115 ST MARY'S SCHOOL	\$30,000 00
CK 6116 STRIVE	\$10,000 00
CK 6117 THE HUNGER PROJECT	\$100,000 00
CK 6118 THOMAS AQUINAS COLLEGE	\$100,000 00
CK 6119 UNITED NEGRO COLLEGE FUND	\$50,000 00
CK 6120 VATICAN OBSERVATORY FOUNDATION	\$25,000 00
CK 6209 AMERICAN RED CROSS	\$10,000 00
CK 6210 AUDIO VISION	\$10,000 00
CK 6211 BISHOP CONATY OUR LADY OF LORETTO HIGH SCHOOL	\$6,000 00
CK 6212 CROSSROADS, INC	\$25,000 00
CK 6213 DEVIL PUPS, INC	\$1,500 00
CK 6214 FADICA	\$15,000 00
CK 6215 SISTER ELIZABETH O'KEEFE, R S H M	\$10,000 00
CK 6216 JUNIOR BLIND OF AMERICA	\$20,000 00
CK 6217 LAY MISSION HELPERS	\$10,000 00
CK 6218 LOS ANGELES COUNTY MUSEUM OF ART	\$25,000 00
CK 6219 VIP COMMUNITY HEALTH CENTER	\$10,000 00
CK 6220 RECORDING FOR THE BLIND & DYSLEXIC	\$10,000 00

CK 6221	SUPPORT OUR AGING RELIGIOUS, INC	\$25,000 00
CK 6222	HOSPITALER FOUNDATION OF CALIFORNIA, INC	\$50,000 00
CK 6223	RIGHT TO LIFE LEAGUE OF SOUTHERN CALIFORNIA	\$25,000 00
CK 6243	LOYOLA HIGH SCHOOL	\$1,000 00
CK 6290	ALEXANDRIA HOUSE	\$30,000 00
CK 6291	COURT APPOINTED SPECIAL ADVOCATES	\$25,000 00
CK 6292	CATHOLIC MEDICAL MISSION BOARD	\$25,000 00
CK 6293	CHILDREN OF THE NIGHT	\$10,000 00
CK 6294	LOS ANGELES HOUSE OF RUTH	\$25,000 00
CK 6295	MARYCREST MANOR	\$50,000 00
CK 6296	SOUTH CENTRAL LAMP	\$20,000 00
CK 6297	BILL OF RIGHTS INSTITUTE	\$10,000 00
CK 6298	VERBUM DEI HIGH SCHOOL	\$100,000 00
CK 6299	826LA	\$10,000 00
CK 6300	ARCHDIOCESE OF LOS ANGELES	\$5,000 00
CK 6301	CATHOLIC RELIEF SERVICES	\$180,695 00
CK 6302	JUNIORS OF SOCIAL SERVICES	\$25,000 00
CK 6303	LOYOLA MARYMOUNT UNIVERSITY	\$2,000,000 00
CK 6304	NATIONAL PHILANTHROPY DAY	\$1,000 00
CK 6305	SANTA CLARA UNIVERSITY	\$1,000,000 00
CK 6306	SOCIAL SERVICE AUXILARY	\$25,000 00
CK 6307	ST JOHN'S HEALTH CENTER	\$1,000,000 00
CK 6308	USC CENTER ON PHILANTHROPY & PUBLIC POLICY	\$10,000 00
CK 6327	SANTA CLARA UNIVERSITY	\$100,000 00
CK 6319	GOOD SHEPHERD CENTER	\$250,000 00
CK 6320	CALIFORNIA HOSPITAL MEDICAL CENTER	\$500,000 00
CK 6321	THE HUNGER PROJECT	\$100,000 00
CK 6322	ASSISTANCE LEAGUE OF SOUTHERN CALIFORNIA	\$100,000 00
CK 6323	UNIVERSITY OF SOUTHERN CALIFORNIA	\$1,000,000 00
CK 6324	UNIVERSITY OF SOUTHERN CALIFORNIA	\$1,000,000 00
CK 6325	GOOD SAMARITAN HOSPITAL	\$100,000 00

Total grants paid during the year

\$10,529,118 00

Thomas and Dorothy Leavey Foundation
EIN: 95-6060162
A Statement Attached to and Made Part of Form 990-PF
For the Year Ended December 31, 2009

Form 990-PF, Part XV, Section (a) - Schedule B
Scholarship Payments

Name	Amount
CK 5941 BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 5942 BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 5943 BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 5944 BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 5948 BAYLOR UNIVERSITY	\$2,000 00
CK 5949 HOPE COLLEGE	\$2,000 00
CK 5950 CALIFORNIA INSTITUTE OF THE ARTS	\$2,000 00
CK 5952 BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 5953 SAMFORD UNIVERSITY	\$2,000 00
CK 5957 REGIS UNIVERSITY	\$2,000 00
CK 5958 ST LOUIS UNIVERSITY	\$2,000 00
CK 5959 BOSTON UNIVERSITY	\$2,000 00
CK5960 SOUTHWEST BAPTIST UNIVERSITY	\$2,000 00
CK 5964 WOODBURY UNIVERSITY	\$2,000 00
CK 5965 PEPPERDINE UNIVERSITY	\$2,000 00
CK 5966 BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 5967 FRESNO PACIFIC UNIVERSITY	\$2,000 00
CK 5968 HOPE COLLEGE	\$2,000 00
CK 5971 BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 5972 GONZAGA UNIVERSITY	\$2,000 00
CK 5973 GONZAGA UNIVERSITY	\$2,000 00
CK 5975 UNIVERSITY OF ST THOMAS	\$2,000 00
CK 5976 BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 5977 GROVE CITY COLLEGE	\$2,000 00
CK 5978 CALIFORNIA LUTHERAN UNIVERSITY	\$2,000 00
CK 5979 UNIVERSITY OF ROCHESTER	\$2,000 00
CK 5980 BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 5981 BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 5983 JOHN BROWN UNIVERSITY	\$2,000 00
CK 5984 NEW YORK UNIVERSITY	\$2,000 00
CK 5985 ST LOUIS UNIVERSITY	\$2,000 00
CK 5986 SOUTHERN VIRGINIA UNIVERSITY	\$2,000 00
CK 5987 THE COLLEGE OF IDAHO	\$2,000 00
CK 5988 UNIVERSITY OF DENVER	\$2,000 00
CK 5989 COLUMBIA UNIVERSITY	\$2,000 00
CK 5990 CALVIN COLLEGE	\$2,000 00
CK 5991 OKLAHOMA CITY UNIVERSITY	\$2,000 00
CK 6004 HARVARD UNIVERSITY	\$2,000 00
CK 6012 HOPE COLLEGE	\$2,000 00
CK 6015 LOYOLA MARYMOUNT UNIVERSITY	\$2,000 00
CK 6016 SANTA CLARA UNIVERSITY	\$2,000.00
CK 6017 GEORGETOWN UNIVERSITY	\$2,000 00
CK 6018 PACIFIC LUTHERAN UNIVERSITY	\$2,000 00
CK 6019 CASE WESTERN RESERVE UNIVERSITY	\$2,000.00

CK 6038	UNIVERSITY OF SOUTHERN CALIFORNIA	\$2,000 00
CK 6039	FRANCISCAN UNIVERSITY OF STEUBENVILLE	\$2,000 00
CK 6040	UNIVERSITY OF ST THOMAS	\$2,000 00
CK 6046	WELLESLEY COLLEGE	\$2,000 00
CK 6047	GONZAGA UNIVERSITY	\$2,000 00
CK 6048	DEPAUL UNIVERSITY	\$2,000 00
CK 6052	BOSTON UNIVERSITY	\$2,000 00
CK 6053	UNIVERSITY OF DETROIT MERCY	\$2,000 00
CK 6054	CALIFORNIA LUTHERAN UNIVERSITY	\$2,000 00
CK 6071	LIFE PACIFIC COLLEGE	\$2,000 00
CK 6073	BENTLEY COLLEGE	\$2,000 00
CK 6074	LAWRENCE TECHNOLOGICAL UNIVERSITY	\$2,000 00
CK 6076	UNIVERSITY OF SOUTHERN CALIFORNIA	\$2,000 00
CK 6099	HARVARD UNIVERSITY	\$4,000 00
CK 6140	WILLIAM JEWELL COLLEGE	\$2,000 00
CK 6141	UNIVERSITY OF CHICAGO	\$2,000 00
CK 6142	SANTA CLARA UNIVERSITY	\$2,000 00
CK 6143	SOUTHWESTERN COLLEGE	\$2,000 00
CK 6149	AQUINAS COLLEGE	\$2,000 00
CK 6150	BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 6151	OCCIDENTAL COLLEGE	\$2,000 00
CK 6152	BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 6153	COLLEGE OF ST BENEDICT	\$2,000 00
CK 6154	TUFTS UNIVERSITY	\$4,000 00
CK 6155	SAMFORD UNIVERSITY	\$2,000 00
CK 6157	SAINT LOUIS UNIVERSITY	\$2,000 00
CK 6168	LOYOLA UNIVERSITY OF CHICAGO	\$2,000 00
CK 6169	ABILENE CHRISTIAN UNIVERSITY	\$2,000 00
CK 6170	CALVIN COLLEGE	\$2,000 00
CK 6171	HOPE COLLEGE	\$2,000 00
CK 6172	GONZAGA UNIVERSITY	\$2,000 00
CK 6173	REGIS UNIVERSITY	\$2,000 00
CK 6174	SOUTHERN VIRGINIA UNIVERSITY	\$2,000 00
CK 6175	BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 6176	ST LOUIS UNIVERSITY	\$2,000 00
CK 6177	GEORGE FOX UNIVERSITY	\$2,000 00
CK 6178	BENTLEY COLLEGE	\$2,000 00
CK 6179	FRANCISCAN UNIVERSITY OF STEUBENVILLE	\$2,000 00
CK 6185	BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 6186	BOSTON UNIVERSITY	\$2,000 00
CK 6187	COLORADO COLLEGE	\$2,000 00
CK 6188	ABILENE CHRISTIAN UNIVERSITY	\$2,000 00
CK 6189	PACIFIC LUTHERAN UNIVERSITY	\$2,000 00
CK 6190	LIFE PACIFIC COLLEGE	\$2,000 00
CK 6197	BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 6200	FRESNO PACIFIC UNIVERSITY	\$2,000 00
CK 6201	UNIVERSITY OF DENVER	\$2,000 00
CK 6205	CALIFORNIA LUTHERAN UNIVERSITY	\$2,000 00
CK 6206	CORNELL COLLEGE	\$2,000 00
CK 6207	BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 6208	GEORGE WASHINGTON UNIVERSITY	\$2,000 00
CK 6227	BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 6228	JOHN BROWN UNIVERSITY	\$2,000 00
CK 6229	PEPPERDINE UNIVERSITY	\$2,000 00
CK 6233	HOPE COLLEGE	\$2,000 00

CK 6234	UNIVERSITY OF ST THOMAS	\$2,000 00
CK 6235	COLLEGE OF IDAHO	\$2,000 00
CK 6236	CASE WESTERN RESERVE UNIVERSITY	\$2,000 00
CK 6237	LOYOLA MARYMOUNT UNIVERSITY	\$2,000 00
CK 6238	LOYOLA UNIVERSITY OF CHICAGO	\$2,000 00
CK 6239	GONZAGA UNIVERSITY	\$2,000 00
CK 6245	CALIFORNIA LUTHERAN UNIVERSITY	\$2,000 00
CK 6247	CALVIN COLLEGE	\$2,000 00
CK 6250	GONZAGA UNIVERSITY	\$2,000 00
CK 6251	WILLIAM JEWELL COLLEGE	\$2,000 00
CK 6253	POINT LOMA NAZARENE UNIVERSITY	\$2,000 00
CK 6256	DEPAUL UNIVERSITY	\$2,000 00
CK 6278	UNIVERSITY OF ROCHESTER	\$2,000 00
CK 6279	UNIVERSITY OF PENNSYLVANIA	\$2,000 00
CK 6288	UNIVERSITY OF ST THOMAS	\$2,000 00
CK 6309	UNIVERSITY OF DETROIT MERCY	\$2,000 00
CK 6332	BRIGHAM YOUNG UNIVERSITY	\$2,000 00
CK 6333	LOYOLA UNIVERSITY OF CHICAGO	\$2,000 00

Total grants paid during the year

238,000

Thomas and Dorothy Leavey Foundation
EIN. 95-6060162
A Statement Attached to and Made Part of Form 990-PF
For the Year Ended December 31, 2009

Form 990-PF, Part IV - Schedule C

	Sales Proceeds	Cost	Gain/Loss
Short-Term Capital Gain			
Artio Intl Equity (26-28765)	-	-	-
Pimco (26-05505)	11,952,148	11,914,966	37,182
TCW Pluris (26-04465)	-	-	-
KR Capital (26-43378)	1,156,147	2,074,269	(918,122)
Edgewood Management (26-32282)	3,854,869	3,715,392	139,477
EuroPacific (26-10103)	-	-	-
DJP (26-93975)	-	-	-
TCW Worldwide Opportunities (26-93973)	-	-	-
Global Property Fund (26-93974)	-	-	-
Eagle Asset Management (26-32428)	12,429,331	12,635,379	(206,048)
Perkins, Wolf, McDonnell & Co (26-11868)	6,781,563	6,971,120	(189,557)
Alternative Investment (26-11533)	-	-	-
Chilton Global (26-93709)	-	-	-
Dodge & Cox (26-63667)	-	-	-
TCW (26-78898)	10,466,724	10,209,130	257,594
TCW Large Cap Growth (26-17213)	-	-	-
	<u>46,640,782</u>	<u>47,520,256</u>	<u>(879,474)</u>
MLP Activity	<u>164,155</u>	<u>214,161</u>	<u>(50,006)</u>
Short-Term Gains	46,804,937	47,734,417	(929,480)
Add Wilton Private Equity Fund, LLC - K-1			472
Add TCW Americas Development Assoc , L P - K-1			<u>(35,601)</u>
Total Short-Term Gains			<u>(964,609)</u>
Long-Term Capital Gain			
Artio Intl Equity (26-28765)	1,500,000	2,600,960	(1,100,960)
Pimco (26-05505)	11,960,944	11,555,899	405,045
TCW Pluris (26-04465)	-	-	-
KR Capital (26-43378)	3,592,812	5,016,075	(1,423,263)
Edgewood Management (26-32282)	5,351,652	6,183,610	(831,958)
EuroPacific (26-10103)	-	-	-
DJP (26-93975)	-	-	-
TCW Worldwide Opportunities (26-93973)	-	-	-
Global Property Fund (26-93974)	-	-	-
Eagle Asset Management (26-32428)	4,040,741	4,533,213	(492,472)
Perkins, Wolf, McDonnell & Co (26-11868)	3,427,012	4,606,905	(1,179,893)
Alternative Investment (26-11533)	-	-	-
Chilton Global (26-93709)	-	-	-
Dodge & Cox (26-63667)	1,500,000	2,640,644	(1,140,644)
TCW (26-78898)	-	-	-
TCW Large Cap Growth (26-17213)	-	-	-
Long-Term Gains	<u>31,373,161</u>	<u>37,137,306</u>	<u>(5,764,145)</u>
Capital Gain Distributions	<u>242,297</u>	<u>-</u>	<u>242,297</u>
	31,615,458	37,137,306	(5,521,848)
Add Wilton Private Equity Fund, LLC - K-1			(32,194)
Add TCW Americas Development Assoc , L P - K-1			<u>(77,070)</u>
Total Long-Term Gains			<u>(5,631,112)</u>
Total			<u>(6,595,721)</u>

2009 Tax Information Statement

Page 5 of 10
 Recipient's Name and Address
 THE THOMAS AND DOROTHY LEAVEY
 FOUNDATION
 C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

Account Number: 26-05505
 Recipient's Tax ID number: 95-6060162

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

2009 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
57943.2400	693390700	PIMCO FUNDS TOTAL RETURN FUND INSTL CLASS	VARIOUS	03/25/2009	583,488.42	615,258.47	-31,770.05	0.00
21231.0100	693390700	PIMCO FUNDS TOTAL RETURN FUND INSTL CLASS	VARIOUS	06/25/2009	222,288.66	224,767.07	-2,478.41	0.00
22049.8500	693390700	PIMCO FUNDS TOTAL RETURN FUND INSTL CLASS	VARIOUS	09/02/2009	2,383,273.08	2,312,085.06	71,134.02	0.00
70201.6600	693390700	PIMCO FUNDS TOTAL RETURN FUND INSTL CLASS	VARIOUS	12/16/2009	763,092.00	769,846.64	-6,754.64	0.00
733944.9500	693390700	PIMCO FUNDS TOTAL RETURN FUND INSTL CLASS	VARIOUS	12/18/2009	8,000,000.00	7,993,008.40	6,991.60	0.00
Total Short Term Sales						11,952,148.16	37,182.52	0.00
Long Term 15% Sales								
135701.2500	693390700	PIMCO FUNDS TOTAL RETURN FUND INSTL CLASS	VARIOUS	03/25/2009	1,366,511.58	1,443,631.26	-77,119.68	0.00
64728.8800	693390700	PIMCO FUNDS TOTAL RETURN FUND INSTL CLASS	VARIOUS	06/25/2009	677,711.34	681,040.96	-3,329.62	0.00
704599.5300	693390700	PIMCO FUNDS TOTAL RETURN FUND INSTL CLASS	VARIOUS	09/02/2009	7,616,720.92	7,271,177.12	345,543.80	0.00
27624.3100	693390700	PIMCO FUNDS TOTAL RETURN FUND INSTL CLASS	05/30/2007	09/11/2009	300,000.00	282,872.93	17,127.07	0.00

This is important tax information and is being furnished to you.

2009 Tax Information Statement

Page 6 of 10

Recipient's Name and Address

26-05505

Account Number:
Recipient's Tax ID number:

95-6060162

Ref: MSC
THE THOMAS AND DOROTHY LEAVEY
FOUNDATION

☐ Corrected ☐ 2nd TIN notice

C/O LOUIS CASTRUCCIO

IRELL & MANELLA LLP

1800 AVENUE OF THE STARS, SUITE 900
LOS ANGELES, CA 90067-4276

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
183318 0600	6933390700	PIMCO FUNDS TOTAL RETURN FUND INSTL CLASS	05/30/2007	09/25/2009	2,000,000.00	1,877,176.92	122,823.08	0.00
Total Long Term 15% Sales						11,555,899.19	405,044.65	0.00

This is important tax information and is being furnished to you.

2009 Tax Information Statement

Page 6 of 52

Account Number: 26-11868
 Recipient's Tax ID number: 95-6060162

Recipient's Name and Address

THE THOMAS AND DOROTHY LEAVEY
 FOUNDATION
 C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

2009 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
1000.0000	058498106	BALL CORPORATION	VARIOUS	01/02/2009	42,683.75	45,731.58	-3,047.82	0.00
200.0000	178566105	CITY NATIONAL CORP	11/05/2008	01/02/2009	9,589.94	9,864.00	-274.06	0.00
1700.0000	46626E205	J2 GLOBAL COMMUNICATIONS INC COM NEW	05/19/2008	01/02/2009	34,610.27	41,495.47	-6,885.20	0.00
400.0000	655044105	NOBLE ENERGY INC COM	09/26/2008	01/02/2009	20,803.88	23,190.84	-2,386.96	0.00
1000.0000	884315102	THOMAS & BETTS CORP	VARIOUS	01/02/2009	23,881.86	41,174.22	-17,292.36	0.00
500.0000	032511107	ANADARKO PETROLEUM CORP	VARIOUS	01/06/2009	21,209.88	26,615.51	-5,405.63	0.00
400.0000	35914P105	FRONTIER OIL CORP	03/18/2008	01/06/2009	5,939.96	10,711.68	-4,771.72	0.00
600.0000	534187109	LINCOLN NATIONAL CORP IND	10/02/2008	01/06/2009	14,763.93	24,142.02	-9,378.09	0.00
400.0000	655044105	NOBLE ENERGY INC COM	VARIOUS	01/06/2009	22,083.87	22,328.13	-244.26	0.00
200.0000	412822108	HARLEY DAVIDSON INC	06/24/2008	01/07/2009	3,473.98	7,506.00	-4,032.02	0.00
400.0000	78464R105	SRA INTERNATIONAL INC CL A	11/07/2008	01/07/2009	6,926.96	5,300.00	1,626.96	0.00
2200.0000	844030106	SOUTHERN UNION CO NEW	VARIOUS	01/09/2009	29,635.59	50,007.02	-20,371.43	0.00
700.0000	91913Y100	VALERO ENERGY CORP NEW	VARIOUS	01/09/2009	16,582.91	29,598.00	-13,015.09	0.00
200.0000	009158106	AIR PRODUCTS & CHEMICALS INC COM	09/23/2008	01/12/2009	11,221.93	15,211.20	-3,989.27	0.00
600.0000	013817101	ALCOA INC	07/29/2008	01/12/2009	6,029.96	19,774.38	-13,744.42	0.00
1700.0000	580037109	MCDERMOTT INTERNATIONAL INC	VARIOUS	01/12/2009	19,141.89	50,985.96	-31,844.07	0.00

This is important tax information and is being furnished to you.

2009 Tax Information Statement

Account Number: 26-11868
 Recipient's Tax ID number: 95-6060162

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THE THOMAS AND DOROTHY LEAVEY
 FOUNDATION
 C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1800.0000	053893103	AVOCENT CORP	VARIOUS	01/14/2009	30,857.76	29,353.50	1,504.26	0.00
500.0000	222816100	COVANCE INC	10/27/2008	01/15/2009	19,997.88	23,830.00	-3,832.12	0.00
2100.0000	500255104	KOHL'S CORP	VARIOUS	01/15/2009	76,712.56	64,446.96	12,265.60	0.00
200.0000	009158106	AIR PRODUCTS & CHEMICALS INC COM	09/23/2008	01/20/2009	10,679.94	15,211.20	-4,531.26	0.00
1100.0000	244199105	DEERE & CO	VARIOUS	01/20/2009	41,480.76	74,715.00	-33,234.24	0.00
400.0000	413875105	HARRIS CORP DEL COM	VARIOUS	01/20/2009	16,217.90	22,860.00	-6,642.10	0.00
600.0000	534187109	LINCOLN NATIONAL CORP IND	VARIOUS	01/20/2009	9,764.94	16,718.34	-6,953.40	0.00
600.0000	770323103	ROBERT HALF INTL INC	02/19/2008	01/20/2009	10,599.96	15,572.64	-4,972.68	0.00
300.0000	291011104	EMERSON ELECTRIC CO	11/05/2008	01/21/2009	9,758.94	10,805.76	-1,046.82	0.00
1500.0000	35914P105	FRONTIER OIL CORP	VARIOUS	01/21/2009	20,410.83	38,163.42	-17,752.59	0.00
300.0000	001055102	AFLAC INC	08/28/2008	01/23/2009	8,165.95	17,091.00	-8,925.05	0.00
900.0000	013817101	ALCOA INC	07/29/2008	01/23/2009	7,306.43	29,661.57	-22,355.15	0.00
400.0000	565849106	MARATHON OIL CORP	05/14/2008	01/23/2009	11,419.93	21,104.00	-9,684.07	0.00
300.0000	983024100	WYETH LABS	08/06/2008	01/23/2009	12,563.92	12,882.00	-318.08	0.00
200.0000	565849106	MARATHON OIL CORP	05/14/2008	01/26/2009	6,071.96	10,552.00	-4,480.04	0.00
100.0000	983024100	WYETH LABS	08/06/2008	01/26/2009	4,389.98	4,294.00	95.97	0.00
500.0000	565849106	MARATHON OIL CORP	VARIOUS	01/27/2009	14,297.91	25,492.00	-11,194.09	0.00
800.0000	637071101	NATIONAL-OILWELL INC	VARIOUS	01/28/2009	22,837.87	49,286.40	-26,448.53	0.00
800.0000	931422109	WALGREEN CO	VARIOUS	01/28/2009	22,367.87	29,525.00	-7,157.13	0.00

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2009 Tax Information Statement

Account Number. 26-11868
 Recipient's Tax ID number: 95-6060162

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Recipient's Name and Address
 THE THOMAS AND DOROTHY LEAVEY
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C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

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Ref. MSC

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
400.0000	565849106	MARATHON OIL CORP	VARIOUS	01/29/2009	11,338.93	19,508.75	-8,159.82	0.00
600.0000	883556102	THERMO ELECTRON CORP.	10/28/2008	01/30/2009	21,503.87	20,704.68	799.19	0.00
1700.0000	46626E205	J2 GLOBAL COMMUNICATIONS INC COM NEW NEW	11/05/2008	02/02/2009	33,348.88	28,169.00	5,179.88	0.00
800.0000	413875105	HARRIS CORP DEL COM	06/05/2008	02/03/2009	33,486.77	45,136.00	-11,649.23	0.00
400.0000	565849106	MARATHON OIL CORP	04/17/2008	02/03/2009	10,621.94	19,273.00	-8,651.06	0.00
100.0000	00751Y106	ADVANCED AUTO PARTS INC	10/07/2008	02/04/2009	3,344.31	3,008.00	336.31	0.00
500.0000	032654105	ANALOG DEVICES INC	06/13/2008	02/04/2009	10,409.54	16,897.00	-6,487.06	0.00
400.0000	36866T103	GEN-PROBE INC NEW COM	11/24/2008	02/04/2009	18,239.89	12,972.00	5,267.89	0.00
1000.0000	754730109	RAYMOND JAMES FINANCIAL INC	VARIOUS	02/04/2009	19,691.88	22,917.50	-3,225.62	0.00
200.0000	00751Y106	ADVANCED AUTO PARTS INC	10/07/2008	02/05/2009	6,559.30	6,016.00	543.30	0.00
100.0000	983024100	WYETH LABS	09/16/2008	02/05/2009	4,288.31	3,823.50	464.81	0.00
400.0000	36866T103	GEN-PROBE INC NEW COM	11/24/2008	02/06/2009	18,658.37	12,972.00	5,686.37	0.00
700.0000	983024100	WYETH LABS	09/16/2008	02/06/2009	30,351.82	26,764.50	3,587.32	0.00
1000.0000	032654105	ANALOG DEVICES INC	06/13/2008	02/10/2009	21,179.88	33,794.00	-12,614.12	0.00
800.0000	461202103	INTUIT	VARIOUS	02/10/2009	19,098.85	21,266.00	-2,167.15	0.00
800.0000	931422109	WALGREEN CO	VARIOUS	02/10/2009	21,575.87	27,986.00	-6,410.13	0.00
1000.0000	237194105	DARDEN RESTAURANTS INC	02/13/2008	02/12/2009	28,220.84	31,060.00	-2,839.16	0.00
2200.0000	35914P105	FRONTIER OIL CORP	VARIOUS	02/12/2009	35,032.82	45,789.55	-10,756.73	0.00
400.0000	461202103	INTUIT	02/22/2008	02/13/2009	9,223.94	10,420.00	-1,196.06	0.00

This is important tax information and is being furnished to you

2009 Tax Information Statement

Account Number: 26-11868
 Recipient's Tax ID number: 95-6060162

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Recipient's Name and Address
 THE THOMAS AND DOROTHY LEAVEY
 FOUNDATION

C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

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 Ref: MSC

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
800.0000	00751Y106	ADVANCED AUTO PARTS, INC	11/13/2008	02/20/2009	29,467.83	20,358.96	9,108.87	0.00
3000.0000	02553E106	AMERICAN EAGLE OUTFITTERS INC NEW COMMON	05/29/2008	02/20/2009	29,069.83	57,195.00	-28,125.17	0.00
2700.0000	053807103	AVNET, INC.	VARIOUS	02/20/2009	45,687.79	76,594.98	-30,907.19	0.00
1600.0000	121208201	BURGER KING HLDGS INC.COM	09/08/2008	02/20/2009	32,251.33	40,492.96	-8,241.63	0.00
200.0000	50540R409	LABORATORY CORP AMER HLDGS NEW	04/07/2008	02/20/2009	12,393.27	14,759.26	-2,365.99	0.00
200.0000	058498106	BALL CORPORATION	08/27/2008	02/23/2009	7,869.95	9,068.00	-1,198.05	0.00
1000.0000	580037109	MCDERMOTT INTERNATIONAL INC	VARIOUS	02/23/2009	11,679.93	18,201.50	-6,521.57	0.00
300.0000	883556102	THERMO ELECTRON CORP	10/28/2008	02/23/2009	11,020.73	10,352.34	668.39	0.00
1100.0000	87161C105	SYNOVUS FINANCIAL CORP	06/09/2008	02/24/2009	3,266.98	10,923.00	-7,656.02	0.00
200.0000	302571104	FPL GROUP INC	10/31/2008	02/25/2009	9,513.94	9,485.34	28.60	0.00
500.0000	42222G108	HEALTH NET INC	03/13/2008	02/25/2009	7,444.95	18,085.65	-10,640.70	0.00
300.0000	651290108	NEWFIELD EXPL CO.COM	08/19/2008	02/25/2009	5,691.42	13,050.00	-7,358.58	0.00
500.0000	237194105	DARDEN RESTAURANTS INC	08/26/2008	02/26/2009	13,435.37	13,926.00	-490.63	0.00
300.0000	637071101	NATIONAL-OILWELL INC	03/31/2008	02/27/2009	7,919.95	17,484.30	-9,564.35	0.00
2200.0000	87161C105	SYNOVUS FINANCIAL CORP	06/09/2008	02/27/2009	7,677.95	21,846.00	-14,168.05	0.00
500.0000	461202103	INTUIT	10/31/2008	03/02/2009	11,094.93	12,395.00	-1,300.07	0.00
400.0000	53217V109	LIFE TECHNOLOGIES CORP.COM STK	02/12/2009	03/02/2009	11,359.93	12,168.00	-808.07	0.00
2000.0000	55616P104	MACYS INC.COM STK	07/23/2008	03/02/2009	15,379.91	38,560.00	-23,180.09	0.00
200.0000	903236107	URS CORP NEW	09/24/2008	03/04/2009	6,865.56	7,871.50	-1,005.94	0.00

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2009 Tax Information Statement

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Recipient's Name and Address
THE THOMAS AND DOROTHY LEAVEY
FOUNDATION

Account Number: 26-11868
Recipient's Tax ID number: 95-6060162

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

☐ Corrected

☐ 2nd TIN notice

C/O LOUIS CASTRUCCIO
IRELL & MANELLA LLP
1800 AVENUE OF THE STARS, SUITE 900
LOS ANGELES, CA 90067-4276

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
300.0000	98956P102	ZIMMER HLDGS INC	08/18/2008	03/04/2009	10,559.94	22,114.50	-11,554.56	0.00
400.0000	637071101	NATIONAL-OILWELL INC	VARIOUS	03/05/2009	9,912.94	20,491.30	-10,578.36	0.00
2600.0000	013817101	ALCOA INC	VARIOUS	03/06/2009	13,311.92	40,553.00	-27,241.08	0.00
300.0000	571903202	MARRIOTT INTL INC NEW CL A	10/29/2008	03/06/2009	3,734.97	6,205.20	-2,470.23	0.00
5700.0000	87161C105	SYNOVUS FINANCIAL CORP	VARIOUS	03/06/2009	13,052.92	47,481.10	-34,428.18	0.00
300.0000	35671D857	FREEMONT MCMORAN C & G CL B COM STK	07/15/2008	03/10/2009	10,190.94	31,929.00	-21,738.06	0.00
300.0000	637071101	NATIONAL-OILWELL INC	10/30/2008	03/11/2009	8,507.95	9,021.00	-513.05	0.00
300.0000	571903202	MARRIOTT INTL INC NEW CL A	VARIOUS	03/12/2009	4,628.97	6,036.80	-1,407.83	0.00
200.0000	61945A107	MOSAIC CO COM	09/05/2008	03/12/2009	8,571.95	17,402.00	-8,830.05	0.00
2200.0000	930059100	WADDELL & REED FINL INC CL A	01/30/2009	03/12/2009	32,349.71	30,686.00	1,663.71	0.00
200.0000	42809H107	HESS CORP COM STK	04/22/2008	03/13/2009	11,647.93	23,088.00	-11,440.07	0.00
900.0000	87254Q109	TJX COS INC NEW	09/23/2008	03/16/2009	22,040.87	28,519.65	-6,478.78	0.00
600.0000	156782104	CERNER CORP	02/12/2009	03/17/2009	25,869.87	21,693.00	4,176.87	0.00
900.0000	587118100	MEN'S WEARHOUSE INC	07/31/2008	03/17/2009	12,793.95	17,838.00	-5,044.04	0.00
1000.0000	87254Q109	TJX COS INC NEW	VARIOUS	03/17/2009	24,309.85	25,915.40	-1,605.54	0.00
900.0000	35671D857	FREEMONT MCMORAN C & G CL B COM STK	VARIOUS	03/19/2009	37,135.77	77,393.00	-40,257.23	0.00
400.0000	486587108	KAYDON CORP COM	VARIOUS	03/19/2009	11,563.93	18,446.26	-6,882.33	0.00
1400.0000	580037109	MCDERMOTT INTERNATIONAL INC	VARIOUS	03/19/2009	20,663.88	21,973.50	-1,309.62	0.00

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THE THOMAS AND DOROTHY LEAVEY
FOUNDATION
C/O LOUIS CASTRUCCIO
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1800 AVENUE OF THE STARS, SUITE 900
LOS ANGELES, CA 90067-4276

Account Number: 26-11868
Recipient's Tax ID number: 95-5060162

Ref: MSC

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
950.0000	44919P508	IAC / INTERACTIVE CORP COM PAR \$.001 STK	VARIOUS	03/20/2009	13,850.92	16,765.66	-2,914.74	0.00
1000.0000	744573106	PUBLIC SVC ENTERPRISE GROUP INC	03/28/2008	03/20/2009	27,809.84	40,310.00	-12,500.16	0.00
600.0000	770323103	ROBERT HALF INTL INC	04/07/2008	03/20/2009	10,028.46	15,510.00	-5,481.54	0.00
900.0000	02553E106	AMERICAN EAGLE OUTFITTERS INC NEW COMMON	VARIOUS	03/23/2009	10,187.94	16,764.00	-6,576.06	0.00
500.0000	302571104	FPL GROUP INC	VARIOUS	03/23/2009	24,979.85	21,411.17	3,568.68	0.00
1500.0000	565849106	MARATHON OIL CORP	VARIOUS	03/23/2009	38,816.03	69,729.25	-30,913.22	0.00
100.0000	681919106	OMNICOM GROUP	09/10/2008	03/23/2009	2,439.99	4,164.00	-1,724.02	0.00
100.0000	032511107	ANADARKO PETROLEUM CORP	10/02/2008	03/24/2009	4,291.50	4,441.00	-149.51	0.00
400.0000	127097103	CABOT OIL & GAS CORP CL A	09/26/2008	03/24/2009	11,107.93	15,501.00	-4,393.07	0.00
400.0000	565849106	MARATHON OIL CORP	VARIOUS	03/24/2009	10,447.94	16,782.00	-6,334.06	0.00
300.0000	637071101	NATIONAL OILWELL INC	10/27/2008	03/24/2009	9,863.94	7,874.37	1,989.57	0.00
200.0000	009158106	AIR PRODUCTS & CHEMICALS INC COM	VARIOUS	03/25/2009	11,215.93	13,608.27	-2,392.34	0.00
400.0000	037411105	APACHE CORP	VARIOUS	03/25/2009	27,275.84	23,569.00	3,706.84	0.00
600.0000	054937107	BB&T CORP	VARIOUS	03/25/2009	10,943.93	16,686.00	-5,742.07	0.00
1000.0000	099724106	BORG WARNER AUTOMOTIVE INC	VARIOUS	03/25/2009	22,296.87	22,032.50	264.37	0.00
700.0000	452308109	ILLINOIS TOOL WORKS INC COM	03/11/2009	03/25/2009	21,153.88	19,548.20	1,605.68	0.00
400.0000	681919106	OMNICOM GROUP	VARIOUS	03/25/2009	10,007.94	16,643.00	-6,635.06	0.00
400.0000	872540109	TJX COS INC NEW	01/03/2009	03/25/2009	10,435.94	8,416.00	2,019.94	0.00

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1800 AVENUE OF THE STARS, SUITE 900
LOS ANGELES, CA 90067-4276

Account Number: 26-11868
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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
500.0000	903236107	URS CORP NEW	09/24/2008	03/25/2009	20,539.88	19,678.75	861.13	0.00
600.0000	565849106	MARATHON OIL CORP	VARIOUS	03/30/2009	15,290.91	21,416.00	-6,125.09	0.00
600.0000	565849106	MARATHON OIL CORP	03/17/2009	03/30/2009	15,210.93	14,820.00	390.93	0.00
1100.0000	637071101	NATIONAL OILWELL INC	10/27/2008	03/30/2009	32,751.76	28,872.69	3,879.07	0.00
300.0000	037411105	APACHE CORP	03/11/2009	04/01/2009	19,784.88	16,974.00	2,810.88	0.00
1200.0000	872540109	TJX COS INC NEW	12/10/2008	04/01/2009	30,683.82	24,408.00	6,275.82	0.00
2000.0000	052769106	AUTODESK, INC	VARIOUS	04/02/2009	37,079.75	31,504.06	5,575.73	0.00
400.0000	441060100	HOSPIRA INC	08/29/2008	04/02/2009	12,699.92	16,144.00	-3,444.08	0.00
600.0000	452308109	ILLINOIS TOOL WORKS INC COM	VARIOUS	04/02/2009	19,775.88	16,579.80	3,196.08	0.00
1300.0000	571903202	MARRIOTT INTL INC NEW CL A	VARIOUS	04/02/2009	23,568.87	24,318.00	-349.13	0.00
900.0000	878868107	TEMPLE INLAND INC	05/09/2008	04/02/2009	5,507.96	11,115.00	-5,607.04	0.00
200.0000	882491103	TEXAS INDS INC COM	12/30/2008	04/02/2009	5,915.96	6,770.00	-854.04	0.00
100.0000	903236107	URS CORP NEW	09/24/2008	04/02/2009	4,455.64	3,935.75	519.89	0.00
200.0000	101121101	BSTN PPTY INC	10/10/2008	04/03/2009	8,139.95	13,751.32	-5,611.37	0.00
200.0000	774341101	ROCKWELL COLLINS INC	06/04/2008	04/03/2009	6,809.30	11,739.00	-4,929.70	0.00
300.0000	693475105	FNC BANK CORP	12/03/2008	04/06/2009	9,854.94	13,599.00	-3,744.06	0.00
1700.0000	876664103	TAUBMAN CTRS INC COM	VARIOUS	04/06/2009	30,117.88	31,417.22	-1,299.34	0.00
900.0000	02553E106	AMERICAN EAGLE OUTFITTERS INC NEW COMMON	VARIOUS	04/07/2009	10,673.72	15,835.00	-5,161.28	0.00
200.0000	42809H107	HESS CORP COM STK	04/22/2008	04/09/2009	11,541.70	23,088.00	-11,546.30	0.00

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2009 Tax Information Statement

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 Recipient's Name and Address
 Ref: MSC
 THE THOMAS AND DOROTHY LEAVEY
 FOUNDATION

Account Number: 26-11868
 Recipient's Tax ID number: 95-6060162

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
400.0000	127097103	CABOT OIL & GAS CORP. CL A	09/09/2008	04/13/2009	11,019.71	13,907.48	-2,887.77	0.00
200.0000	35871D857	FREEMONT MCMORAN C & G CL B COM STK	02/27/2009	04/13/2009	9,091.76	6,146.00	2,945.76	0.00
600.0000	101121101	BSTN PPTYS INC	VARIOUS	04/15/2009	24,461.37	40,248.22	-15,786.85	0.00
1400.0000	44107P104	HOST MARRIOTT CORP NEW REIT	03/12/2009	04/16/2009	8,959.76	6,594.00	2,365.76	0.00
300.0000	98956P102	ZIMMER HLDGS INC	08/18/2008	04/16/2009	12,262.69	22,114.50	-9,851.81	0.00
5000.0000	44107P104	HOST MARRIOTT CORP NEW REIT	VARIOUS	04/17/2009	34,149.11	20,722.00	13,427.11	0.00
300.0000	009158106	AIR PRODUCTS & CHEMICALS INC COM	VARIOUS	04/20/2009	17,399.55	17,384.34	15.21	0.00
500.0000	02553E106	AMERICAN EAGLE OUTFITTERS INC NEW COMMON	04/25/2008	04/20/2009	7,164.81	8,735.00	-1,570.19	0.00
300.0000	052769106	AUTODESK, INC	03/04/2009	04/20/2009	5,261.86	3,742.89	1,518.97	0.00
700.0000	152312104	CENTEX CORP	VARIOUS	04/20/2009	7,055.46	14,323.00	-7,267.54	0.00
500.0000	478366107	JOHNSON CONTROLS INC	02/06/2009	04/20/2009	8,009.79	7,180.00	829.79	0.00
500.0000	554489104	MACC CALI RLTY CORP	03/23/2009	04/20/2009	12,453.67	9,308.59	3,145.08	0.00
500.0000	587118100	MENS WEARHOUSE INC	07/31/2008	04/20/2009	8,862.77	9,910.00	-1,047.23	0.00
300.0000	681919106	OMNICOM GROUP	07/23/2008	04/20/2009	8,413.28	12,453.00	-4,039.72	0.00
300.0000	754907103	RAYONIER INC REIT	01/28/2009	04/20/2009	10,384.53	9,284.07	1,100.46	0.00
300.0000	918204108	V F CORP	01/14/2009	04/20/2009	19,148.50	15,561.00	3,587.50	0.00
400.0000	001055102	AFLAC INC	VARIOUS	04/21/2009	10,556.72	22,711.00	-12,154.28	0.00
1600.0000	40414L105	HCP INC COM REIT	04/15/2009	04/21/2009	32,309.08	32,157.92	151.16	0.00

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
500.0000	486587108	KAYDON CORP COM	VARIOUS	04/22/2009	14,646.62	21,334.33	-6,687.71	0.00
500.0000	884315102	THOMAS & BETTS CORP	07/08/2008	04/22/2009	14,148.19	17,160.00	-3,011.81	0.00
200.0000	278642103	EBAY INC	10/10/2008	04/23/2009	3,179.91	3,370.30	-190.39	0.00
800.0000	44107P104	HOST MARRIOTT CORP NEW REIT	03/05/2009	04/23/2009	5,647.85	2,760.00	2,887.85	0.00
600.0000	587118100	MENS WEARHOUSE INC	07/31/2008	04/23/2009	11,111.71	11,892.00	-780.29	0.00
600.0000	879868107	TEMPLE INLAND INC	05/09/2008	04/23/2009	5,603.85	7,410.00	-1,806.15	0.00
700.0000	44107P104	HOST MARRIOTT CORP NEW REIT	03/05/2009	04/24/2009	5,130.86	2,415.00	2,715.86	0.00
300.0000	412822108	HARLEY DAVIDSON INC	06/24/2008	04/28/2009	5,978.84	11,259.00	-5,280.16	0.00
400.0000	127097103	CABOT OIL & GAS CORP CL A	09/09/2008	04/29/2009	12,551.67	13,907.48	-1,355.81	0.00
200.0000	363576109	ARTHUR J GALLAGER & CO	02/05/2009	04/29/2009	4,378.88	3,742.14	636.74	0.00
600.0000	412822108	HARLEY DAVIDSON INC	01/02/2009	04/29/2009	12,215.68	10,704.00	1,511.68	0.00
400.0000	922206107	VARIAN INC	07/25/2008	04/29/2009	11,704.69	17,699.32	-5,994.63	0.00
400.0000	127097103	CABOT OIL & GAS CORP CL A	09/09/2008	04/30/2009	12,456.95	13,907.48	-1,450.53	0.00
300.0000	428236103	HEWLETT PACKARD CO COM	04/01/2009	04/30/2009	10,958.71	9,849.00	1,109.71	0.00
500.0000	56418H100	MANPCOR INC WIS	07/18/2008	04/30/2009	21,689.44	25,058.35	-3,368.91	0.00
500.0000	054937107	BB&T CORP	06/16/2008	05/04/2009	12,514.67	13,715.00	-1,200.33	0.00
600.0000	44107P104	HOST MARRIOTT CORP NEW REIT	03/05/2009	05/04/2009	4,925.87	2,070.00	2,855.87	0.00
1400.0000	44107P104	HOST MARRIOTT CORP NEW REIT	03/05/2009	05/05/2009	12,263.68	4,830.00	7,433.68	0.00
500.0000	001055102	AFLAC INC	07/30/2008	05/06/2009	16,352.57	28,100.00	-11,747.43	0.00
1000.0000	127097103	CABOT OIL & GAS CORP CL A	VARIOUS	05/06/2009	34,677.10	29,930.61	4,746.49	0.00

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 THE THOMAS AND DOROTHY LEAVEY
 FOUNDATION
 C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
300.0000	291011104	EMERSON ELECTRIC CO	11/05/2008	05/06/2009	10,820.72	10,805.76	14.96	0.00
200.0000	346091705	FOREST OIL CORP	11/05/2008	05/06/2009	3,939.90	5,116.00	-1,176.10	0.00
200.0000	35671D857	FREEMPORT MCMORAN C & G CL B COM STK	02/25/2009	05/06/2009	10,441.73	5,708.00	4,733.73	0.00
2000.0000	278642103	EBAY INC	VARIOUS	05/07/2009	33,399.13	33,140.70	258.43	0.00
600.0000	302571104	FPL GROUP INC	10/27/2008	05/07/2009	34,283.11	24,757.50	9,525.61	0.00
500.0000	654106103	NIKE INC CLASS B	VARIOUS	05/07/2009	26,465.31	21,732.50	4,732.81	0.00
200.0000	25179M103	DEVON ENERGY CORP NEW	11/06/2008	05/08/2009	12,789.67	14,608.00	-1,818.33	0.00
900.0000	654902204	NOXIA CORP SPONSORED ADR	VARIOUS	05/08/2009	13,004.66	13,892.00	-887.34	0.00
300.0000	693475105	PNC BANK CORP	VARIOUS	05/08/2009	15,572.59	13,588.66	1,983.93	0.00
1200.0000	902973304	U.S. BANCORP DEL NEW	VARIOUS	05/08/2009	24,131.37	18,174.00	5,957.37	0.00
800.0000	06846N104	BARRETT BILL CORP COM STK	04/29/2009	05/11/2009	26,024.29	21,262.00	4,762.29	0.00
300.0000	101121101	BSTN PPTYS INC	VARIOUS	05/11/2009	15,159.60	14,654.07	505.53	0.00
600.0000	478366107	JOHNSON CONTROLS INC	02/06/2009	05/11/2009	11,657.69	8,616.00	3,041.69	0.00
400.0000	693475105	PNC BANK CORP	11/24/2008	05/11/2009	20,023.48	18,111.32	1,912.16	0.00
600.0000	902973304	U.S. BANCORP DEL NEW	VARIOUS	05/11/2009	11,645.69	8,984.00	2,661.69	0.00
500.0000	101121101	BSTN PPTYS INC	VARIOUS	05/13/2009	23,305.40	19,880.17	3,425.23	0.00
400.0000	35671D857	FREEMPORT MCMORAN C & G CL B COM STK	02/25/2009	05/13/2009	18,647.52	11,416.00	7,231.52	0.00
1400.0000	580037109	MCDERMOTT INTERNATIONAL INC	VARIOUS	05/13/2009	25,016.37	17,693.00	7,323.37	0.00
1800.0000	879868107	TEMPLE INLAND INC	10/21/2008	05/13/2009	18,968.99	14,509.08	4,459.91	0.00

This is important tax information and is being furnished to you.

2009 Tax Information Statement

Account Number. 26-11868
 Recipient's Tax ID number. 95-6060162

Recipient's Name and Address
 THE THOMAS AND DOROTHY LEAVEY
 FOUNDATION
 C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

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Ref: MSC

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
700.0000	534187109	LINCOLN NATIONAL CORP IND ...	VARIOUS	05/15/2009	12,228.68	13,462.35	-1,233.67	0.00
300.0000	589400100	MERCURY GEN CORP NEW COM...	06/02/2008	05/18/2009	10,224.36	15,155.13	-4,930.77	0.00
7.0000	084670207	BERKSHIRE HATHAWAY INC DEL CL B	08/11/2008	05/19/2009	20,764.41	27,300.35	-6,535.95	0.00
600.0000	152312104	CENTEX CORP ..	VARIOUS	05/19/2009	5,723.85	10,074.00	-4,350.15	0.00
500.0000	244199105	DEERE & CO	VARIOUS	05/19/2009	21,759.44	22,823.00	-1,063.56	0.00
1300.0000	571903202	MARRIOTT INTL INC NEW CL A ...	10/15/2008	05/19/2009	29,483.24	23,868.00	5,615.24	0.00
200.0000	001055102	AELAC INC	07/24/2008	05/20/2009	6,991.82	11,080.74	-4,088.92	0.00
400.0000	00724F101	ADOBE SYS INC	01/29/2009	05/20/2009	10,667.72	8,012.00	2,655.72	0.00
1000.0000	00724F101	ADOBE SYS INC	01/29/2009	05/20/2009	26,629.31	20,030.00	6,599.31	0.00
300.0000	380956609	GOLDCORP INC NEW COMMON	VARIOUS	05/20/2009	10,868.72	8,631.42	2,237.30	0.00
600.0000	60871R209	MOLSON COORS BREWING CO CL B CL B	VARIOUS	05/20/2009	26,144.56	29,733.00	-3,588.44	0.00
2300.0000	654902204	NOKIA CORP SPONSORED ADR	VARIOUS	05/20/2009	35,764.07	32,234.00	3,530.07	0.00
300.0000	78440X101	SL GREEN RLTY CORP COM STK	08/18/2008	05/20/2009	6,701.82	25,623.00	-18,921.18	0.00
1100.0000	806407102	SCHEIN HENRY INC	VARIOUS	05/20/2009	49,795.71	38,501.80	11,293.91	0.00
1900.0000	902973304	US BANCORP DEL NEW	03/30/2009	05/27/2009	35,321.03	27,436.00	7,885.03	0.00
1000.0000	380356609	GOLDCORP INC NEW COMMON	VARIOUS	05/29/2009	39,768.97	28,208.00	11,560.97	0.00
400.0000	654106103	NIKE INC CLASS B	03/04/2009	06/01/2009	23,680.39	15,792.00	6,888.39	0.00
600.0000	693475105	PNC BANK CORP	VARIOUS	06/02/2009	25,163.35	14,525.00	10,638.35	0.00
2000.0000	743315103	PROGRESSIVE CORP OHIO	05/19/2008	06/02/2009	33,539.13	35,035.00	-1,495.87	0.00

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
300.0000	854616109	STANLEY WORKS	07/23/2008	06/02/2009	11,095.72	13,661.70	-2,565.98	0.00
500.0000	G2552X108	REORG/COVIDEN LTD PLAN OF REORG TO COVIDEN PLC SEC # 2052566 EFF 6/4/09	10/24/2008	06/02/2009	18,169.53	20,870.60	-2,701.07	0.00
400.0000	337932107	FIRSTENERGY CORP	02/24/2009	06/03/2009	15,435.60	18,936.00	-3,500.40	0.00
300.0000	922206107	VARIAN INC	07/25/2008	06/03/2009	11,143.72	13,274.49	-2,130.77	0.00
100.0000	60871R209	MOLSON COORS BREWING CO CL B CL	08/06/2008	06/04/2009	4,632.88	4,952.00	-319.12	0.00
400.0000	931422109	WALGREEN CO	VARIOUS	06/04/2009	12,343.68	13,197.00	-853.32	0.00
400.0000	879868107	TEMPLE INLAND INC	10/21/2008	06/05/2009	5,655.85	3,224.24	2,431.61	0.00
200.0000	73172K104	POLYCOM INC	04/16/2009	06/15/2009	4,189.89	3,170.00	1,019.89	0.00
300.0000	370334104	GENERAL MILLS INC	04/01/2009	06/16/2009	16,151.58	15,303.00	848.58	0.00
200.0000	222816100	COVANCE INC	VARIOUS	06/22/2009	9,503.75	9,367.00	136.75	0.00
900.0000	441060100	HOSPIRA INC	VARIOUS	06/23/2009	32,234.20	36,121.60	-3,887.40	0.00
100.0000	222816100	COVANCE INC	11/10/2008	06/25/2009	4,751.87	4,601.00	150.87	0.00
300.0000	441060100	HOSPIRA INC	VARIOUS	06/25/2009	11,519.70	11,872.40	-352.70	0.00
385.0000	53217V109	LIFE TECHNOLOGIES CORP COM STK	01/21/2009	06/25/2009	15,857.74	9,848.30	6,009.44	0.00
700.0000	H89128104	TYCO INTERNATIONAL LTD(SWITZERLAND) COM USD0.80	07/31/2008	06/25/2009	18,486.52	31,942.75	-13,456.23	0.00
300.0000	222816100	COVANCE INC	11/10/2008	06/29/2009	14,629.63	13,803.00	826.63	0.00
300.0000	058498105	BALL CORPORATION	05/06/2009	07/01/2009	14,339.63	11,805.00	2,534.63	0.00
300.0000	441060100	HOSPIRA INC	08/21/2008	07/01/2009	11,417.70	11,553.00	-135.30	0.00

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
100.0000	903236107	URS CORP NEW	09/30/2008	07/01/2009	4,888.37	3,424.83	1,463.54	0.00
500.0000	099724106	BORG WARNER AUTOMOTIVE INC	12/19/2008	07/02/2009	16,474.57	10,597.50	5,877.07	0.00
500.0000	159864107	CHARLES RIVER LABORATORIES	04/30/2009	07/02/2009	16,424.57	14,291.75	2,132.82	0.00
1200.0000	217204106	COPART INC	VARIOUS	07/02/2009	40,405.55	32,377.00	8,028.55	0.00
400.0000	337932107	FIRSTENERGY CORP	VARIOUS	07/02/2009	15,271.60	17,466.00	-2,194.40	0.00
300.0000	370334104	GENERAL MILLS INC	VARIOUS	07/02/2009	17,594.54	15,241.00	2,353.54	0.00
300.0000	441060100	HOSPIRA INC	08/21/2008	07/02/2009	11,204.71	11,553.00	-348.29	0.00
2000.0000	441071104	HOST MARriott CORP NEW REIT	03/05/2009	07/02/2009	15,435.60	6,900.00	8,539.60	0.00
300.0000	487836108	KELLOGG CO	VARIOUS	07/02/2009	14,024.63	15,172.00	-1,147.37	0.00
200.0000	487836108	KELLOGG CO	10/31/2008	07/07/2009	9,647.75	10,004.00	-356.25	0.00
600.0000	806857108	SCHLUMBERGER LTD ISIN #AN8068571086	VARIOUS	07/07/2009	29,855.23	27,165.60	2,689.63	0.00
400.0000	001055102	AFLAC INC	07/24/2008	07/08/2009	11,417.70	22,161.48	-10,743.78	0.00
400.0000	099724106	BORG WARNER AUTOMOTIVE INC	01/28/2009	07/08/2009	12,145.68	7,591.48	4,554.20	0.00
200.0000	370334104	GENERAL MILLS INC	04/08/2009	07/08/2009	11,755.69	10,140.00	1,615.69	0.00
400.0000	487836108	KELLOGG CO	VARIOUS	07/08/2009	18,999.51	19,788.00	-788.49	0.00
.6200	404280406	ADR HSBC HLDGS PLC SPONSORED ADR NEW	05/29/2009	07/15/2009	18.16	28.09	-9.93	0.00
300.0000	73172K104	POLYCOM INC	04/16/2009	07/16/2009	6,547.82	4,755.00	2,192.82	0.00
400.0000	872540109	TJX COS INC NEW	05/19/2009	07/17/2009	13,996.63	11,500.00	2,496.63	0.00

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2009 Tax Information Statement

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Account Number: 26-11868
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THE THOMAS AND DOROTHY LEAVEY
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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
500.0000	806857108	SCHLUMBERGER LTD ISIN #AN8068571086	VARIOUS	07/21/2009	28,189.27	20,700.40	7,488.87	0.00
600.0000	872540109	TJX COS INC NEW	05/19/2009	07/21/2009	20,759.46	17,250.00	3,509.46	0.00
1000.0000	075887109	BECTON DICKINSON & CO.	VARIOUS	07/22/2009	70,256.19	70,945.00	-688.81	0.00
1000.0000	152312104	CENTEX CORP	02/18/2009	07/22/2009	8,999.77	7,810.00	1,189.77	0.00
2100.0000	44107P104	HQST MARRIOTT CORP NEW REIT	03/05/2009	07/22/2009	17,093.55	7,245.00	9,848.55	0.00
800.0000	714265105	#REORG/PEROT SYS CORP COT-CL A COM STK CASH MERGER EFF 11/3/09	04/03/2009	07/22/2009	12,343.68	10,918.00	1,425.68	0.00
300.0000	058498106	BALL CORPORATION	05/06/2009	07/23/2009	14,706.82	11,805.00	2,901.82	0.00
300.0000	127097103	CABOT OIL & GAS CORP CL A	07/09/2009	07/23/2009	11,111.71	8,898.00	2,213.71	0.00
300.0000	882491103	TEXAS INDS INC COM	VARIOUS	07/23/2009	13,097.66	9,969.00	3,128.66	0.00
400.0000	485587108	KAYDON CORP COM	10/29/2008	07/28/2009	14,243.63	10,589.00	3,654.63	0.00
400.0000	833034101	SNAP ON INC	04/29/2009	07/28/2009	13,271.65	13,422.84	-151.19	0.00
200.0000	29364G103	ENTERGY CORP NEW	01/27/2009	07/29/2009	15,697.59	15,608.00	89.59	0.00
600.0000	363576109	ARTHUR J GALLAGER & CO	02/05/2009	07/29/2009	13,853.64	11,226.42	2,627.22	0.00
100.0000	494368103	KIMBERLY CLARK CORP	10/02/2008	07/29/2009	5,867.85	6,534.00	-666.15	0.00
100.0000	882491103	TEXAS INDS INC COM	12/15/2008	07/29/2009	4,252.89	3,292.00	960.89	0.00
100.0000	H89128104	TYCO INTERNATIONAL LTD(SWITZERLAND) COM USDQ.80	VARIOUS	07/29/2009	2,867.93	4,563.25	-1,695.32	0.00
500.0000	222816100	COVANCE INC	VARIOUS	07/30/2009	26,619.31	21,331.66	5,287.65	0.00
300.0000	37940X102	GLOBAL PMTS INC	05/20/2009	07/30/2009	12,884.66	9,831.00	3,053.66	0.00

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2009 Tax Information Statement

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
400,000	92276F100	VENTAS INC COM	04/13/2009	07/30/2009	14,319.63	10,496.00	3,823.63	0.00
500,000	001055102	AFLAC INC	VARIOUS	07/31/2009	18,584.52	24,993.00	-6,408.48	0.00
300,000	428236103	HEWLETT PACKARD CO COM	05/20/2009	08/03/2009	12,998.66	10,482.00	2,516.66	0.00
1000,000	904767704	UNILEVER PLC SPONSORED ADR NEW	09/16/2008	08/04/2009	26,067.32	28,732.50	-2,665.18	0.00
300,000	534187109	LINCOLN NATIONAL CORP IND	11/03/2008	08/05/2009	6,722.82	5,531.01	1,191.81	0.00
200,000	882491103	TEXAS INDS INC COM	12/15/2008	08/05/2009	8,529.78	6,584.00	1,945.78	0.00
800,000	92276F100	VENTAS INC COM	04/09/2009	08/05/2009	29,231.24	19,992.00	9,239.24	0.00
500,000	00846U101	AGILENT TECHNOLOGIES INC	11/17/2008	08/05/2009	11,629.70	9,610.00	2,019.70	0.00
1200,000	363576109	ARTHUR J GALLAGER & CO	VARIOUS	08/05/2009	28,019.27	21,120.42	6,898.85	0.00
600,000	534187109	LINCOLN NATIONAL CORP IND	11/03/2008	08/05/2009	13,335.67	11,062.02	2,273.65	0.00
700,000	770323103	ROBERT HALF INTL INC	10/23/2008	08/10/2009	19,081.50	11,301.99	7,779.51	0.00
3000,000	87161C105	SYNOVUS FINANCIAL CORP	05/08/2009	08/10/2009	12,989.66	13,380.00	-390.34	0.00
200,000	354613101	FRANKLIN RESOURCES INC	09/19/2008	08/12/2009	18,901.51	19,810.00	-908.49	0.00
800,000	171232101	CHUBB CORP COM	VARIOUS	08/14/2009	38,847.00	36,262.00	2,585.00	0.00
700,000	001055102	AFLAC INC	VARIOUS	08/17/2009	27,866.28	17,295.00	10,571.28	0.00
400,000	002896207	ABERCROMBIE & FITCH CO CL A	05/07/2009	08/17/2009	12,835.66	10,692.40	2,143.26	0.00
600,000	534187109	LINCOLN NATIONAL CORP IND	VARIOUS	08/17/2009	13,397.65	5,128.67	8,268.98	0.00
400,000	792228108	ST MARY LAND & EXPL CO COM	06/25/2009	08/17/2009	11,119.71	8,006.28	3,113.43	0.00
800,000	002896207	ABERCROMBIE & FITCH CO CL A	VARIOUS	08/19/2009	24,959.35	20,724.60	4,234.75	0.00
800,000	665859104	NORTHERN TRUST CORP	VARIOUS	08/24/2009	48,198.76	42,993.43	5,205.33	0.00

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
700.0000	693475105	PNC BANK CORP	VARIOUS	08/25/2009	29,197.22	24,757.00	4,440.22	0.00
500.0000	754730109	RAYMOND JAMES FINANCIAL INC	10/16/2008	08/27/2009	11,439.70	11,187.50	252.20	0.00
400.0000	009711101	AKAMAI TECHNOLOGIES INC	08/06/2009	08/28/2009	7,227.81	7,296.00	-68.19	0.00
400.0000	037389103	AON CORP	05/06/2009	08/28/2009	16,775.56	14,928.00	1,847.56	0.00
300.0000	291011104	EMERSON ELECTRIC CO	11/05/2008	08/28/2009	11,126.71	10,805.76	320.95	0.00
800.0000	441060100	HOSPIRA INC	11/05/2008	08/28/2009	31,550.38	25,312.00	6,238.38	0.00
300.0000	580037109	MCDERMOTT INTERNATIONAL INC	11/06/2008	08/28/2009	7,175.30	3,360.00	3,815.30	0.00
300.0000	883556102	THERMO ELECTRON CORP	06/02/2009	08/28/2009	13,555.65	12,000.99	1,594.66	0.00
200.0000	918204108	V F CORP	05/19/2009	08/28/2009	14,203.63	11,144.86	3,058.77	0.00
300.0000	037389103	AON CORP	VARIOUS	08/31/2009	12,509.67	11,187.00	1,322.67	0.00
1700.0000	522205107	VARIAN INC	VARIOUS	08/31/2009	87,037.76	53,076.39	33,961.37	0.00
800.0000	002896207	ABERCROMBIE & FITCH CO CL A	07/06/2009	09/01/2009	25,223.35	18,744.00	6,479.35	0.00
300.0000	171232101	CHUBB CORP COM	07/24/2009	09/01/2009	14,654.62	13,596.00	1,058.62	0.00
900.0000	743674103	PROTECTIVE LIFE CORPORATION	05/20/2009	09/01/2009	18,376.98	11,324.97	7,052.01	0.00
400.0000	867914103	SUNTRUST BANKS INC	VARIOUS	09/02/2009	8,203.79	12,352.00	-4,148.21	0.00
4200.0000	87161C105	SYNOVUS FINANCIAL CORP	VARIOUS	09/02/2009	13,607.64	18,232.00	-4,624.36	0.00
300.0000	337932107	FIRSTENERGY CORP	VARIOUS	09/03/2009	13,484.65	11,917.00	1,567.65	0.00
400.0000	587118100	MENS WEARHOUSE INC	11/06/2008	09/03/2009	9,969.06	5,116.00	4,853.06	0.00
300.0000	693475105	PNC BANK CORP	07/27/2009	09/03/2009	11,852.69	10,353.00	1,499.69	0.00
700.0000	792228108	ST. MARY LAND & EXPL CO COM	VARIOUS	09/03/2009	17,872.56	13,170.99	4,701.57	0.00

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2009 Tax Information Statement

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 Recipient's Name and Address
 Ref: MSC
 THE THOMAS AND DOROTHY LEAVEY
 FOUNDATION
 C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

Account Number: 26-11868
 Recipient's Tax ID number: 95-6060162

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
3500.0000	87161C105	SYNOVUS FINANCIAL CORP	05/05/2009	09/03/2009	11,357.35	13,860.00	-2,502.45	0.00
1400.0000	978097103	WOLVERINE WORLD WIDE INC	VARIOUS	09/03/2009	34,988.03	29,419.36	5,568.67	0.00
500.0000	747277101	QLOGIC CORP	05/06/2009	09/09/2009	8,484.78	6,830.00	1,654.78	0.00
300.0000	337932107	FIRSTENERGY CORP	VARIOUS	09/10/2009	13,975.65	11,867.00	2,108.65	0.00
1700	571903202	MARRIOTT INTL INC NEW CL A	07/29/2009	09/10/2009	3.93	3.43	0.50	0.00
800.0000	302491303	FMC CORP NEW	09/11/2009	09/14/2009	42,438.90	42,707.52	-268.62	0.00
700.0000	754730109	RAYMOND JAMES FINANCIAL INC	VARIOUS	09/14/2009	16,120.58	15,028.00	1,092.58	0.00
900.0000	268648102	EMC CORP MASS	06/08/2009	09/18/2009	15,173.60	11,628.00	3,545.60	0.00
200.0000	637071101	NATIONAL OILWELL INC	08/12/2009	09/18/2009	8,569.77	7,307.00	1,262.77	0.00
200.0000	291011104	EMERSON ELECTRIC CO	11/05/2008	09/21/2009	8,077.79	7,203.84	873.95	0.00
400.0000	714265105	#REORG/PEROT SYS CORP CDT-CL A COM STK CASH MERGER EFF 11/3/09	03/23/2009	09/21/2009	11,835.69	5,220.00	6,615.69	0.00
300.0000	792228108	ST MARY LAND & EXPL CO COM	07/13/2009	09/21/2009	9,398.75	5,374.71	4,024.04	0.00
300.0000	141707101	CAREFUSION CORP COM	10/31/2008	09/22/2009	6,491.93	6,273.79	218.04	0.00
700.0000	291011104	EMERSON ELECTRIC CO	VARIOUS	09/22/2009	28,377.26	23,343.84	5,033.42	0.00
200.0000	469814107	JACOBS ENGR GROUP INC	12/08/2008	09/22/2009	9,559.75	9,428.00	131.75	0.00
400.0000	652902204	NOKIA CORP SPONSORED ADR	11/14/2008	09/22/2009	6,247.83	5,176.00	1,071.83	0.00
300.0000	754730109	RAYMOND JAMES FINANCIAL INC	VARIOUS	09/24/2009	7,277.81	5,874.00	1,403.81	0.00
800.0000	337932107	FIRSTENERGY CORP	VARIOUS	09/29/2009	36,966.00	29,470.00	7,496.00	0.00
4800.0000	87161C105	SYNOVUS FINANCIAL CORP	VARIOUS	09/29/2009	17,375.54	14,823.00	2,552.54	0.00

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Account Number: 26-11868
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1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
400.0000	713448108	PEPSICO INC	VARIOUS	09/30/2009	23,351.40	20,265.00	3,086.40	0.00
400.0000	037389103	AON CORP	VARIOUS	10/01/2009	16,479.57	14,846.00	1,633.57	0.00
500.0000	714265105	#REORG/PEROT SYS CORP CDT-CL A COM STK CASH MERGER EFF 11/3/09	VARIOUS	10/01/2009	14,834.61	6,457.00	8,377.61	0.00
400.0000	883556102	THERMO ELECTRON CORP	06/02/2009	10/08/2009	18,355.52	16,001.32	2,354.20	0.00
1000.0000	587118100	MENS WEARHOUSE INC	11/12/2008	10/13/2009	25,154.35	11,629.00	13,525.35	0.00
100.0000	693475105	PNC BANK CORP	07/27/2009	10/22/2009	5,113.86	3,451.00	1,662.86	0.00
400.0000	747277101	QLOGIC CORP	05/06/2009	10/22/2009	7,615.80	5,464.00	2,151.80	0.00
600.0000	883556102	THERMO ELECTRON CORP	VARIOUS	10/22/2009	27,989.27	23,732.66	4,256.61	0.00
400.0000	159864107	CHARLES RIVER LABORATORIES	04/30/2009	10/23/2009	15,503.60	11,433.40	4,070.20	0.00
300.0000	637071101	NATIONAL OILWELL INC	VARIOUS	10/23/2009	14,054.63	10,912.00	3,142.63	0.00
800.0000	752228108	ST MARY LAND & EXPL CO COM	VARIOUS	10/23/2009	28,647.50	13,978.10	14,669.40	0.00
200.0000	009158106	AIR PRODUCTS & CHEMICALS INC COM	10/29/2008	10/26/2009	16,161.58	10,758.00	5,403.58	0.00
300.0000	178566105	CITY NATIONAL CORP	11/05/2008	10/26/2009	11,856.62	14,796.00	-2,939.38	0.00
200.0000	918204108	V F CORP	05/19/2009	10/26/2009	15,721.59	11,144.86	4,576.73	0.00
1500.0000	714265105	#REORG/PEROT SYS CORP CDT-CL A COM STK CASH MERGER EFF 11/3/09	03/17/2009	10/27/2009	44,833.84	18,555.00	26,278.84	0.00
200.0000	009158106	AIR PRODUCTS & CHEMICALS INC COM	10/29/2008	10/29/2009	15,885.59	10,758.00	5,127.59	0.00
1300.0000	009711101	AKAMAI TECHNOLOGIES INC	VARIOUS	10/29/2009	29,132.24	23,289.00	5,843.24	0.00
4000.0000	169340109	C-HIMERA INVT CORP COM STK	05/22/2009	10/29/2009	14,439.62	16,840.00	-2,400.38	0.00

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Account Number: 26-11868
Recipient's Tax ID number: 95-6060162

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
400.0000	871503108	SYMANTEC CORP	09/30/2009	10/29/2009	6,871.82	6,486.84	384.98	0.00
600.0000	882491103	TEXAS INDS INC COM	VARIOUS	10/29/2009	21,461.44	15,318.00	6,143.44	0.00
1100.0000	291011104	EMERSON ELECTRIC CO	VARIOUS	10/30/2009	41,764.93	35,421.00	6,343.93	0.00
400.0000	009158106	AIR PRODUCTS & CHEMICALS INC COM	01/02/2009	11/02/2009	31,077.20	20,817.00	10,260.20	0.00
300.0000	404280406	ADR HSBC HLDGS PLC SPONSORED ADR NEW	08/05/2009	11/02/2009	16,892.56	16,278.99	613.57	0.00
400.0000	178566105	CITY NATIONAL CORP	11/21/2008	11/05/2009	15,220.13	13,676.00	1,544.13	0.00
300.0000	884315102	THOMAS & BETTS CORP	07/29/2009	11/05/2009	10,664.72	7,842.00	2,822.72	0.00
800.0000	37940X102	GLOBAL PMTS INC	VARIOUS	11/06/2009	41,642.92	25,728.80	15,914.12	0.00
300.0000	G2554F105	COVIDIEN PLC USD0.20	02/04/2009	11/06/2009	13,154.66	11,932.68	1,221.98	0.00
700.0000	178566105	CITY NATIONAL CORP	VARIOUS	11/10/2009	25,864.33	17,807.02	8,057.31	0.00
400.0000	754730109	RAYMOND JAMES FINANCIAL INC	12/10/2008	11/10/2009	10,163.73	7,696.00	2,467.73	0.00
400.0000	742718109	PROCTER & GAMBLE CO	VARIOUS	11/12/2009	24,667.37	24,510.00	157.37	0.00
200.0000	918204108	V F CORP	05/19/2009	11/12/2009	14,501.61	11,144.86	3,356.75	0.00
500.0000	45167R104	IDEX CORP	09/03/2009	11/13/2009	15,204.60	13,650.00	1,554.60	0.00
200.0000	74460D109	PUB STORAGE INC COM	05/08/2009	11/13/2009	15,503.59	12,548.66	3,354.93	0.00
800.0000	37940X102	GLOBAL PMTS INC	04/29/2009	11/16/2009	42,892.73	25,659.20	17,233.53	0.00
300.0000	404280406	ADR HSBC HLDGS PLC SPONSORED ADR NEW	VARIOUS	11/16/2009	18,123.51	13,589.59	5,533.92	0.00
1400.0000	577081102	MATTEL INC	VARIOUS	11/16/2009	28,545.26	21,100.00	7,445.26	0.00

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THE THOMAS AND DOROTHY LEAVEY
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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

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LOS ANGELES, CA 90067-4276

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
700.0000	577081102	MATTEL INC	VARIOUS	11/18/2009	14,265.63	9,073.00	5,192.63	0.00
300.0000	037604105	APOLLO GROUP INC CL A	VARIOUS	11/20/2009	16,517.57	20,195.00	-3,677.43	0.00
4000.0000	16934Q109	CHIMERA INVT CORP COM STK	VARIOUS	11/20/2009	15,839.58	15,272.94	566.64	0.00
200.0000	037604105	APOLLO GROUP INC CL A	04/01/2009	11/24/2009	11,083.71	13,109.60	-2,025.89	0.00
4000.0000	16934Q109	CHIMERA INVT CORP COM STK	08/19/2009	11/30/2009	15,679.59	14,996.40	683.19	0.00
300.0000	G2554F105	COVIDIEN PLC USD0.20	02/04/2009	11/30/2009	14,051.63	11,932.68	2,118.95	0.00
500.0000	61945A107	MOSAIC CO COM	11/11/2009	12/02/2009	30,159.22	25,598.50	4,560.72	0.00
700.0000	903236107	URS CORP NEW	VARIOUS	12/02/2009	29,795.22	30,675.80	-880.58	0.00
600.0000	222816100	COVANCE INC	04/21/2009	12/03/2009	31,789.76	21,588.00	10,201.76	0.00
1200.0000	00971T101	AKAMAI TECHNOLOGIES INC	08/04/2009	12/04/2009	30,513.05	20,196.00	10,317.05	0.00
500.0000	61945A107	MOSAIC CO COM	11/11/2009	12/07/2009	30,039.22	25,598.50	4,440.72	0.00
300.0000	693475105	PNC BANK CORP	07/27/2009	12/07/2009	15,968.58	10,353.00	5,615.58	0.00
500.0000	716768106	PETSMART INC	08/23/2009	12/07/2009	13,149.66	10,605.00	2,544.66	0.00
1500.0000	938824109	WASHINGTON FED INC	10/22/2009	12/08/2009	28,916.25	24,135.00	4,781.25	0.00
500.0000	05564E106	BRE PPTYS INC CL A	08/05/2009	12/09/2009	15,468.60	12,805.00	2,663.60	0.00
1100.0000	743410102	PROLOGIS SH BEN INT	09/10/2009	12/09/2009	14,585.62	12,650.00	1,935.62	0.00
1200.0000	15135U109	CENOVUS ENERGY INC COM	VARIOUS	12/15/2009	30,387.17	29,905.75	481.42	0.00
4000.0000	16934Q109	CHIMERA INVT CORP COM STK	VARIOUS	12/16/2009	15,119.60	14,777.73	341.87	0.00
400.0000	92343V102	VERIZON COMMUNICATIONS	10/29/2009	12/16/2009	13,127.66	12,056.00	1,071.66	0.00

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500.0000	115637209	BROWN-FORMAN INC CL B NON-VTG COM	VARIOUS	12/17/2009	26,259.32	21,833.00	4,426.32	0.00
400.0000	92343V104	VERIZON COMMUNICATIONS	10/29/2009	12/17/2009	13,195.66	12,056.00	1,139.66	0.00
800.0000	115637209	BROWN-FORMAN INC CL B NON-VTG COM	VARIOUS	12/22/2009	41,713.16	30,717.98	10,995.18	0.00
1300.0000	92343V104	VERIZON COMMUNICATIONS	10/28/2009	12/22/2009	43,223.88	39,104.00	4,119.88	0.00
1300.0000	15135U109	CENOVUS ENERGY INC COM	VARIOUS	12/23/2009	31,673.68	29,570.79	2,102.89	0.00
500.0000	015271109	ALEXANDRIA REAL ESTATE EQUITIES	09/24/2009	12/31/2009	32,608.16	26,480.90	6,127.26	0.00
900.0000	067383109	C R BARD INC	VARIOUS	12/31/2009	70,702.18	67,122.25	3,579.93	0.00
4000.0000	16934Q109	CHIMERA INVT CORP COM STK	08/05/2009	12/31/2009	15,439.59	14,760.00	679.59	0.00
515.0000	53217V109	LIFE TECHNOLOGIES CORP COM STK	01/21/2009	12/31/2009	26,925.93	13,173.70	13,752.23	0.00
1107.0000	571903302	MARRICTT INTL INC NEW CL A	07/29/2009	12/31/2009	30,792.07	22,304.57	8,487.50	0.00
1000.0000	978097103	WOLVERINE WORLD WIDE INC	06/02/2009	12/31/2009	27,610.28	20,686.70	6,923.58	0.00
Total Short Term Sales						6,971,119.78	-189,557.23	0.00
Long Term 15% Sales								
600.0000	346091705	FOREST OIL CORP	11/08/2005	01/06/2009	12,792.94	17,505.48	-4,712.54	0.00
1400.0000	743674103	PROTECTIVE LIFE CORPORATION	VARIOUS	01/07/2009	21,693.85	64,607.13	-42,913.28	0.00
200.0000	844030106	SOUTHERN UNION CO NEW	09/27/2006	01/09/2009	2,694.14	5,240.00	-2,545.86	0.00
500.0000	91913Y100	VALERO ENERGY CORP NEW	02/12/2007	01/09/2009	11,844.93	27,390.00	-15,545.07	0.00
700.0000	724479100	PITNEY BOWES INC	VARIOUS	01/12/2009	18,304.89	29,564.75	-11,259.86	0.00

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700.0000	724479100	PITNEY BOWES INC	VARIOUS	01/12/2009	18,297.89	29,203.25	-10,905.36	0.00
300.0000	983024100	WYETH LABS	07/13/2006	01/20/2009	11,650.54	12,984.00	-1,333.06	0.00
300.0000	013817101	ALCOA INC	08/17/2007	01/23/2009	2,435.48	9,717.39	-7,281.92	0.00
700.0000	983024100	WYETH LABS	05/28/2006	01/26/2009	30,729.83	30,016.00	713.83	0.00
500.0000	983024100	WYETH LABS	05/28/2006	01/27/2009	22,144.87	21,440.00	704.87	0.00
200.0000	00751Y106	ADVANCED AUTO PARTS INC	08/13/2007	02/04/2009	6,688.62	6,503.80	184.82	0.00
100.0000	00751Y106	ADVANCED AUTO PARTS INC	05/29/2005	02/05/2009	3,279.65	2,973.00	306.65	0.00
500.0000	983024100	WYETH LABS	06/28/2006	02/05/2009	21,441.53	21,440.00	1.53	0.00
900.0000	452308109	ILLINOIS TOOL WORKS INC COM	VARIOUS	02/09/2009	32,172.83	41,320.50	-9,147.67	0.00
200.0000	29078E105	#REORG/EMBARQ CORPORATION STOCK MERGER TO CENTURYTEL INC SEC 2117900 EFF 7/1/09	05/09/2007	02/11/2009	7,096.96	12,770.00	-5,673.04	0.00
500.0000	29078E105	#REORG/EMBARQ CORPORATION STOCK MERGER TO CENTURYTEL INC SEC 2117900 EFF 7/1/09	VARIOUS	02/12/2009	21,005.88	37,690.00	-16,684.12	0.00
500.0000	00751Y106	ADVANCED AUTO PARTS INC	06/29/2006	02/20/2009	22,130.87	17,838.00	4,292.87	0.00
1200.0000	00751Y106	ADVANCED AUTO PARTS INC	06/29/2006	02/20/2009	44,201.75	35,676.00	8,525.75	0.00
100.0000	50540R409	LABORATORY CORP AMER HLDGS NEW	10/30/2007	02/20/2009	6,196.63	6,899.00	-702.37	0.00
800.0000	G65422100	NOBLE CORP	02/06/2008	02/20/2009	19,871.88	34,824.00	-14,952.12	0.00
900.0000	29078E105	#REORG/EMBARQ CORPORATION STOCK MERGER TO CENTURYTEL INC SEC 2117900 EFF 7/1/09	VARIOUS	02/23/2009	30,985.11	52,750.45	-21,765.34	0.00

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1000.0000	42222G108	HEALTH NET INC	VARIOUS	02/23/2009	15,509.91	46,597.52	-31,087.61	0.00
300.0000	790849103	ST JUDE MEDICAL INC	08/03/2006	02/23/2009	11,034.92	10,140.00	894.92	0.00
200.0000	883556102	THERMO ELECTRON CORP	VARIOUS	02/23/2009	7,347.16	6,373.00	974.16	0.00
400.0000	884315102	THOMAS & BETTS CORP	02/13/2008	02/23/2009	8,982.94	16,296.00	-7,313.06	0.00
400.0000	903236107	URS CORP NEW	10/30/2006	02/23/2009	12,745.92	16,181.20	-3,435.28	0.00
300.0000	25078E105	#REORG/EMBARQ CORPORATION STOCK MERGER TO CENTURYTEL INC SEC 2117900 EFF 7/1/09	02/23/2007	02/24/2009	20,819.88	34,236.54	-13,416.66	0.00
700.0000	42222G108	HEALTH NET INC	10/13/2006	02/25/2009	10,422.94	32,213.44	-21,790.50	0.00
1000.0000	651290108	NEWFIELD EXPL CO COM	04/23/2003	02/25/2009	18,971.39	16,991.65	1,979.74	0.00
1300	053484101	AVALONBAY CMNTYS INC REIT	11/01/2007	02/26/2009	5.70	14.81	-9.11	0.00
1000.0000	14149Y108	CARDINAL HEALTH INC	VARIOUS	02/26/2009	36,316.80	59,475.00	-23,158.20	0.00
600.0000	237194105	DARDEN RESTAURANTS INC	02/13/2008	02/26/2009	16,122.45	18,636.00	-2,513.55	0.00
800.0000	345838106	FOREST LABS INC	VARIOUS	02/26/2009	18,047.89	31,464.65	-13,416.76	0.00
500.0000	883556102	THERMO ELECTRON CORP	01/06/2006	02/26/2009	18,549.89	15,810.00	2,739.89	0.00
200.0000	87151C105	SYNOVUS FINANCIAL CORP	11/19/2007	02/27/2009	698.00	1,928.68	-1,230.68	0.00
800.0000	461202103	INTUIT	02/22/2008	03/02/2009	17,751.90	20,840.00	-3,088.10	0.00
1800.0000	55616P104	MACY'S INC COM STK	VARIOUS	03/02/2009	13,841.92	73,188.00	-59,346.08	0.00
300.0000	903236107	URS CORP NEW	10/30/2006	03/04/2009	10,298.34	12,135.90	-1,837.56	0.00
1500.0000	013817101	ALCOA INC	VARIOUS	03/05/2009	8,384.95	48,110.04	-39,725.09	0.00
500.0000	013817101	ALCOA INC	05/23/2006	03/06/2009	2,559.95	15,833.00	-13,273.01	0.00

This is important tax information and is being furnished to you

2009 Tax Information Statement

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Account Number: 26-11868
 Recipient's Tax ID number: 95-6060162

Recipient's Name and Address
 THE THOMAS AND DOROTHY LEAVEY
 FOUNDATION

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C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1300.0000	87161C105	SYNOVUS FINANCIAL CORP	11/19/2007	03/06/2009	2,976.96	12,536.44	-9,559.46	0.00
1500.0000	222862104	COVENTRY HEALTH CARE INC COM	VARIOUS	03/10/2009	14,039.92	74,763.06	-60,723.14	0.00
400.0000	61945A107	MOSAIC CO COM	04/07/2006	03/12/2009	17,143.90	5,651.64	11,492.26	0.00
800.0000	744573106	PUBLIC SVC ENTERPRISE GROUP INC	04/09/2007	03/17/2009	20,063.88	34,420.00	-14,356.12	0.00
500.0000	884315102	THOMAS & BETTS CORP	02/11/2008	03/17/2009	11,509.93	20,360.00	-8,850.07	0.00
1400.0000	44919P508	IAC / INTERACTIVECORP COM PAR \$.001 STK	VARIOUS	03/18/2009	20,692.86	35,045.85	-15,352.99	0.00
1100.0000	44919P508	IAC / INTERACTIVECORP COM PAR \$.001 STK	VARIOUS	03/20/2009	16,037.91	24,022.93	-7,985.02	0.00
1100.0000	681919106	OMNICOM GROUP	12/21/2007	03/20/2009	26,113.85	52,514.00	-26,400.15	0.00
600.0000	770323103	ROBERT HALF INTL INC	VARIOUS	03/20/2009	10,028.46	15,549.76	-5,521.30	0.00
500.0000	681919106	OMNICOM GROUP	VARIOUS	03/23/2009	12,199.93	22,957.00	-10,757.08	0.00
300.0000	744573106	PUBLIC SVC ENTERPRISE GROUP INC	03/14/2007	03/23/2009	8,555.95	11,596.50	-3,040.55	0.00
300.0000	032511107	ANADARKO PETROLEUM CORP	03/16/2005	03/24/2009	12,874.49	11,371.50	1,502.99	0.00
200.0000	903236107	URS CORP NEW	03/07/2008	04/02/2009	8,511.29	7,150.66	1,760.63	0.00
300.0000	744573106	PUBLIC SVC ENTERPRISE GROUP INC	03/14/2007	04/03/2009	9,233.94	11,596.50	-2,362.56	0.00
100.0000	774341101	ROCKWELL COLLINS INC	04/01/2008	04/03/2009	3,404.65	5,848.60	-2,443.95	0.00
1500.0000	884315102	THOMAS & BETTS CORP	VARIOUS	04/06/2009	39,845.77	59,151.66	-19,305.89	0.00
500.0000	878237106	TECH DATA CORP	VARIOUS	04/07/2009	11,354.70	17,820.87	-6,466.17	0.00
600.0000	743674103	PROTECTIVE LIFE CORPORATION	11/14/2006	04/08/2009	3,785.90	27,328.62	-23,542.72	0.00
400.0000	884315102	THOMAS & BETTS CORP	03/18/2008	04/09/2009	11,535.70	14,195.56	-2,659.86	0.00

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Recipient's Name and Address
THE THOMAS AND DOROTHY LEAVEY
FOUNDATION

Account Number: 26-11868
Recipient's Tax ID number: 95-6060162

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

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C/O LOUIS CASTRUCCIO
IRELL & MANELLA LLP
1800 AVENUE OF THE STARS, SUITE 900
LOS ANGELES, CA 90067-4276

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
600.0000	903236107	URS CORP NEW	VARIOUS	04/09/2009	25,378.32	21,445.83	3,932.49	0.00
200.0000	754907103	RAYONIER INC REIT	11/15/2002	04/20/2009	6,923.02	3,518.07	3,404.95	0.00
200.0000	884315102	THOMAS & BETTS CORP	03/18/2008	04/22/2009	5,659.27	7,097.78	-1,438.51	0.00
200.0000	879868107	TEMPLE INLAND INC	10/18/2002	04/23/2009	1,867.95	2,416.04	-548.09	0.00
600.0000	754907103	RAYONIER INC REIT	VARIOUS	04/27/2009	22,302.44	10,513.75	11,788.69	0.00
200.0000	412822108	HARLEY DAVIDSON INC	03/13/2008	04/28/2009	3,985.90	7,196.00	-3,210.10	0.00
900.0000	770323103	ROBERT HALF INTL INC	02/05/2008	04/28/2009	20,977.46	23,153.04	-2,175.58	0.00
500.0000	412822108	HARLEY DAVIDSON INC	03/13/2008	04/29/2009	10,179.74	17,990.00	-7,810.26	0.00
500.0000	770323103	ROBERT HALF INTL INC	02/05/2008	04/30/2009	12,405.68	12,862.80	-457.12	0.00
700.0000	346091705	FOREST OIL CORP	06/14/2006	05/05/2009	13,145.66	20,356.00	-7,210.34	0.00
900.0000	928298108	VISHAY INTERTECHNOLOGY INC	VARIOUS	05/05/2009	5,606.85	12,154.03	-6,547.18	0.00
1100.0000	346091705	FOREST OIL CORP	11/10/2005	05/06/2009	21,669.44	30,188.30	-8,518.86	0.00
500.0000	743674103	PROTECTIVE LIFE CORPORATION	11/14/2006	05/06/2009	5,504.85	22,773.85	-17,269.00	0.00
400.0000	867914103	SUNTRUST BANKS INC	01/15/2004	05/08/2009	8,120.79	21,889.93	-13,769.14	0.00
200.0000	032511107	ANADARKO PETROLEUM CORP	03/15/2005	05/11/2009	9,785.74	7,581.00	2,204.74	0.00
800.0000	743674103	PROTECTIVE LIFE CORPORATION	11/14/2006	05/11/2009	10,240.77	36,438.16	-26,197.39	0.00
700.0000	G491BT108	INVESCO LTD COM STK USD0.10	08/08/2007	05/11/2009	11,021.70	17,949.26	-6,927.56	0.00
1800.0000	879868107	TEMPLE INLAND INC	10/18/2002	05/13/2009	18,968.99	21,744.38	-2,775.39	0.00
500.0000	233293105	DPL INC	06/07/2005	05/18/2009	10,549.72	13,370.00	-2,820.28	0.00
400.0000	589400100	MERCURY GEN CORP NEW COM	05/05/2008	05/18/2009	13,632.49	20,384.00	-6,751.51	0.00

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THE THOMAS AND DOROTHY LEAVEY

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1800 AVENUE OF THE STARS, SUITE 900

LOS ANGELES, CA 90067-4276

26-11868

95-6060162

Account Number.

Recipient's Tax ID number:

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THE NORTHERN TRUST COMPANY

P.O. BOX 803878

CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
400.0000	69351T106	PPL CORP	05/05/2006	05/18/2009	12,475.67	11,985.80	489.87	0.00
400.0000	744573106	PUBLIC SVC ENTERPRISE GROUP INC	03/09/2007	05/18/2009	12,363.68	14,885.46	-2,521.78	0.00
21.0000	084670207	BERKSHIRE HATHAWAY INC DEL CL B	VARIOUS	05/19/2009	62,293.22	55,370.71	6,922.51	0.00
1200.0000	14149Y108	CARDINAL HEALTH INC	VARIOUS	05/20/2009	43,325.48	70,531.71	-27,206.23	0.00
400.0000	78440X101	SL GREEN RLTY CORP COM STK	VARIOUS	05/20/2009	8,935.77	45,496.83	-36,561.06	0.00
300.0000	878237106	TECH DATA CORP	03/08/2006	05/21/2009	9,606.11	10,621.20	-1,015.09	0.00
1000.0000	032654105	ANALOG DEVICES INC	VARIOUS	05/22/2009	23,639.39	30,711.00	-7,071.61	0.00
200.0000	743315103	PROGRESSIVE CORP OHIO	05/14/2008	06/02/2009	3,353.91	3,716.00	-362.09	0.00
1000.0000	156700106	CENTURYTEL INC	VARIOUS	06/03/2009	31,281.19	30,709.89	571.30	0.00
900.0000	G491BT108	INVERSCO LTD COM STK USD0.10	05/24/2007	06/03/2009	15,650.59	22,982.67	-7,332.08	0.00
300.0000	549271104	LUBRIZOL CORP COM	02/01/2008	06/10/2009	13,433.65	16,209.00	-2,775.35	0.00
700.0000	G491BT108	INVERSCO LTD COM STK USD0.10	05/04/2007	06/10/2009	12,390.66	17,875.41	-5,484.75	0.00
1800.0000	73172K104	POLYCOM INC	04/18/2008	06/11/2009	37,835.02	37,200.78	634.24	0.00
500.0000	62886E108	NCR CORP NEW	05/08/2008	06/15/2009	6,149.84	12,637.50	-6,487.66	0.00
400.0000	928298108	VISHAY INTERTECHNOLOGY INC	11/14/2005	06/15/2009	2,691.93	5,224.12	-2,532.19	0.00
800.0000	928298108	VISHAY INTERTECHNOLOGY INC	11/14/2006	06/16/2009	5,839.84	10,448.24	-4,608.40	0.00
400.0000	354613101	FRANKLIN RESOURCES INC	05/16/2008	06/23/2009	28,054.27	41,171.32	-13,117.05	0.00
900.0000	62886E108	NCR CORP NEW	VARIOUS	06/23/2009	10,106.73	22,744.50	-12,637.77	0.00
500.0000	903236107	URS CORP NEW	04/03/2008	07/31/2009	24,441.87	17,870.50	6,571.37	0.00
700.0000	G491BT108	INVERSCO LTD COM STK USD0.10	04/29/2008	07/01/2009	12,516.65	17,689.00	-5,172.35	0.00

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 THE THOMAS AND DOROTHY LEAVEY
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 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
300.0000	50540R469	LABORATORY CORP AMER HLDGS NEW	10/30/2007	07/02/2009	19,925.48	20,697.00	-771.52	0.00
300.0000	549271104	LJBRIZOL CORP COM	02/01/2008	07/02/2009	14,327.63	16,209.00	-1,881.37	0.00
600.0000	G491BT108	INVESCO LTD COM STK USD0.10	VARIOUS	07/02/2009	10,349.73	15,103.00	-4,753.27	0.00
1800.0000	528298108	VISHAY INTERTECHNOLOGY INC	11/14/2006	07/06/2009	11,243.76	23,508.54	-12,264.78	0.00
900.0000	743674103	PROTECTIVE LIFE CORPORATION	07/30/2007	07/15/2009	11,388.66	39,001.50	-27,612.84	0.00
900.0000	743674103	PROTECTIVE LIFE CORPORATION	VARIOUS	07/16/2009	11,832.71	37,095.50	-25,262.79	0.00
300.0000	337738108	FISERV INC.	02/09/2006	07/21/2009	14,360.63	12,486.00	1,874.63	0.00
1400.0000	152312104	CENTEX CORP	VARIOUS	07/22/2009	12,599.67	20,895.00	-8,295.33	0.00
200.0000	058498106	BALL CORPORATION	05/03/2006	07/23/2009	9,804.54	7,739.72	2,064.82	0.00
1000.0000	62886E108	NCR CORP NEW	05/14/2008	07/23/2009	13,249.65	25,260.00	-12,010.35	0.00
600.0000	00846U101	AGILENT TECHNOLOGIES INC	03/12/2007	07/27/2009	13,469.65	19,197.36	-5,727.71	0.00
600.0000	00846U101	AGILENT TECHNOLOGIES INC	03/12/2007	07/28/2009	14,039.63	18,197.36	-5,157.73	0.00
300.0000	494368103	KIMBERLY CLARK CORP	08/18/2006	07/29/2009	17,603.54	18,522.00	-918.46	0.00
700.0000	85590A401	STARWOOD HOTELS & RESORTS WORLDWIDE INC COM STK	VARIOUS	07/29/2009	15,623.59	40,658.60	-25,035.01	0.00
800.0000	H89128104	TYCO INTERNATIONAL LTD(SWITZERLAND) COM USD0.80	VARIOUS	07/29/2009	22,943.40	36,207.03	-13,263.63	0.00
500.0000	H89128104	TYCO INTERNATIONAL LTD(SWITZERLAND) COM USD0.80	03/25/2008	07/30/2009	15,098.61	22,125.00	-7,026.39	0.00
200.0000	001055102	AFLAC INC	07/24/2008	07/31/2009	7,433.81	11,080.74	-3,646.93	0.00
200.0000	354613101	FRANKLIN RESOURCES INC	05/16/2008	07/31/2009	17,455.55	20,585.69	-3,130.11	0.00

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THE THOMAS AND DOROTHY LEAVEY
FOUNDATION

Account Number: 26-11868
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LOS ANGELES, CA 90067-4276

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
600.0000	00846U101	AGILENT TECHNOLOGIES INC	03/12/2007	08/03/2009	14,261.63	19,197.36	-4,935.73	0.00
700.0000	770323103	ROBERT HALF INTL INC	VARIOUS	08/05/2009	17,793.54	16,708.56	1,084.98	0.00
300.0000	85590A401	STARWOOD HOTELS & RESORTS WORLDWIDE INC COM STK	10/03/2006	08/05/2009	8,147.79	17,295.00	-9,147.21	0.00
700.0000	00846U101	AGILENT TECHNOLOGIES INC	03/12/2007	08/06/2009	16,281.58	22,396.92	-6,115.34	0.00
200.0000	549271104	LUBRIZOL CORP COM	VARIOUS	08/07/2009	11,929.69	10,730.00	1,199.69	0.00
200.0000	549271104	LUBRIZOL CORP COM	08/09/2007	08/10/2009	11,873.69	10,654.00	1,219.69	0.00
300.0000	754907103	RAYONIER INC REIT	10/02/2002	08/10/2009	12,464.70	5,205.84	7,258.86	0.00
700.0000	26884L109	EQT CORP COM	VARIOUS	08/12/2009	28,036.44	36,983.45	-8,947.01	0.00
1000.0000	50075N104	KRAFT FOODS INC CL A	03/23/2007	08/12/2009	28,589.26	31,870.00	-3,280.74	0.00
300.0000	754907103	RAYONIER INC REIT	10/02/2002	08/12/2009	12,356.68	5,205.83	7,150.85	0.00
300.0000	26884L109	EQT CORP COM	06/12/2007	08/14/2009	11,956.69	15,372.45	-3,375.76	0.00
600.0000	354613101	FRANKLIN RESOURCES INC	07/16/2008	08/17/2009	54,736.59	49,865.00	4,871.59	0.00
1800.0000	928298108	VISHAY INTERTECHNOLOGY INC	VARIOUS	08/19/2009	14,276.69	23,494.12	-9,217.43	0.00
800.0000	878237106	TECH DATA CORP	VARIOUS	08/20/2009	28,367.26	28,248.80	118.46	0.00
600.0000	337738108	FISERV INC	02/09/2006	08/28/2009	29,446.22	24,972.00	4,474.22	0.00
200.0000	41060100	HOSPIRA INC	08/21/2008	08/28/2009	7,887.60	7,702.00	185.60	0.00
300.0000	743674103	PROTECTIVE LIFE CORPORATION	08/03/2007	08/28/2009	6,368.83	12,285.75	-5,916.92	0.00
800.0000	922206107	VARIAN INC	07/25/2008	08/31/2009	40,958.94	35,398.64	5,560.30	0.00
300.0000	587118100	MENS WEARHOUSE INC	07/31/2008	09/01/2009	7,574.80	5,946.00	1,628.80	0.00

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Account Number: 26-11868
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1500.0000	743674103	PROTECTIVE LIFE CORPORATION	VARIOUS	09/01/2009	30,628.31	61,341.25	-30,712.94	0.00
1200.0000	867914103	SUNTRUST BANKS INC	VARIOUS	09/01/2009	26,365.36	61,882.41	-35,517.05	0.00
200.0000	867914103	SUNTRUST BANKS INC	06/10/2008	09/02/2009	4,101.89	9,298.50	-5,196.61	0.00
300.0000	494368103	KIMBERLY CLARK CORP	08/18/2006	09/03/2009	17,321.55	18,522.00	-1,200.45	0.00
200.0000	587118100	MEN'S WEARHOUSE INC	07/31/2008	09/03/2009	4,984.53	3,964.00	1,020.53	0.00
300.0000	742718109	PROCTER & GAMBLE CO	12/15/2006	09/03/2009	15,779.59	19,105.92	-3,326.33	0.00
400.0000	878237106	TECH DATA CORP	06/09/2005	09/03/2009	15,255.60	14,112.00	1,143.60	0.00
600.0000	H89128104	TYCO INTERNATIONAL LTD(SWITZERLAND) COM USD0.80	VARIOUS	09/03/2009	18,905.51	26,482.00	-7,576.49	0.00
600.0000	00163T109	AMB PPTY CORP REIT	02/01/2008	09/10/2009	13,653.66	30,953.00	-17,299.34	0.00
200.0000	032511107	ANADARKO PETROLEUM CORP	03/16/2005	09/16/2009	12,947.66	7,581.00	5,366.66	0.00
200.0000	774341101	ROCKWELL COLLINS INC	04/01/2008	09/17/2009	10,121.73	11,697.20	-1,575.47	0.00
900.0000	14170T101	CAREFUSION CORP COM	VARIOUS	09/22/2009	19,475.50	28,740.60	-9,265.10	0.00
2000.0000	62886E108	NCR CORP NEW	VARIOUS	09/23/2009	28,142.27	48,229.00	-20,086.73	0.00
500.0000	85590A401	STARWOOD HOTELS & RESORTS WORLDWIDE INC COM STK	VARIOUS	09/23/2009	16,909.56	27,451.67	-10,542.11	0.00
500.0000	56418H100	MANPOWER INC WWS	07/18/2008	09/24/2009	27,605.28	25,058.35	2,546.93	0.00
500.0000	85590A401	STARWOOD HOTELS & RESORTS WORLDWIDE INC COM STK	12/27/2007	09/28/2009	15,884.59	21,958.35	-6,073.76	0.00
900.0000	713448108	PEPSICO INC	12/18/2006	09/30/2009	52,540.64	50,881.98	-4,341.34	0.00
3000.0000	02553E106	AMERICAN EAGLE OUTFITTERS INC NEW COMMON	VARIOUS	10/02/2009	47,968.76	48,618.00	-649.24	0.00

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
500.0000	56418H100	MANPOWER INC. WIS.	07/18/2008	10/02/2009	25,969.33	25,058.35	910.98	0.00
400.0000	549271104	LUBRIZOL CORP COM	06/20/2008	10/16/2009	28,655.26	20,016.00	8,639.26	0.00
500.0000	714046109	PERKINELMER INC	12/20/2007	10/16/2009	10,334.73	12,626.35	-2,291.62	0.00
1000.0000	854616109	STANLEY WORKS	VARIOUS	10/22/2009	47,688.77	43,001.30	4,687.47	0.00
300.0000	884315102	THOMAS & BETTS CORP	07/08/2008	10/22/2009	10,451.73	10,296.00	155.73	0.00
200.0000	549271104	LUBRIZOL CORP COM	06/20/2008	10/23/2009	14,835.61	10,008.00	4,827.61	0.00
300.0000	98956P102	ZIMMER HLDGS INC.	10/26/2007	10/23/2009	16,388.57	20,591.58	-4,203.01	0.00
100.0000	178566105	CITY NATIONAL CORP	06/13/2008	10/26/2009	3,952.21	4,270.00	-317.79	0.00
200.0000	549271104	LUBRIZOL CORP COM	06/20/2008	10/26/2009	14,463.62	10,008.00	4,455.62	0.00
200.0000	H8817H100	TRANSOCEAN LTD	VARIOUS	10/26/2009	17,545.54	26,764.00	-9,218.46	0.00
3600.0000	928298108	VISHAY INTERTECHNOLOGY INC	VARIOUS	10/27/2009	25,595.33	41,452.05	-15,856.72	0.00
500.0000	904767704	UNILEVER PLC SPONSORED ADR NEW	09/16/2008	10/28/2009	14,734.62	14,366.25	368.37	0.00
200.0000	549271104	LUBRIZOL CORP COM	01/22/2008	10/29/2009	13,783.64	9,814.00	3,969.64	0.00
200.0000	009158106	AIR PRODUCTS & CHEMICALS INC COM	10/29/2008	11/02/2009	15,538.60	10,758.00	4,780.60	0.00
400.0000	549271104	LUBRIZOL CORP COM	01/22/2008	11/02/2009	27,011.30	19,628.00	7,383.30	0.00
700.0000	50075N104	KRAFT FOODS INC CL A	03/23/2007	11/04/2009	18,717.51	22,309.00	-3,591.49	0.00
400.0000	178566105	CITY NATIONAL CORP	06/13/2008	11/05/2009	15,220.13	17,080.00	-1,859.88	0.00
100.0000	884315102	THOMAS & BETTS CORP	07/08/2008	11/05/2009	3,554.91	3,432.00	122.91	0.00
300.0000	G2554F105	COVIDIEN PLC USD0.20	10/24/2008	11/06/2009	13,154.66	12,522.36	632.30	0.00

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2009 Tax Information Statement

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Account Number: 26-11868
 Recipient's Tax ID number: 95-6060162

Recipient's Name and Address
 THE THOMAS AND DOROTHY LEAVEY
 FOUNDATION

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
300.0000	589400100	MERCURY GEN CORP NEW COM	06/02/2008	11/09/2009	11,168.71	15,155.13	-3,986.42	0.00
200.0000	754730109	RAYMOND JAMES FINANCIAL INC	10/28/2008	11/10/2009	5,081.87	3,491.92	1,589.95	0.00
400.0000	742718109	PROCTER & GAMBLE CO	12/15/2006	11/12/2009	24,667.37	25,474.56	-807.20	0.00
400.0000	92553P201	VIACOM INC	05/02/2008	11/12/2009	12,152.72	15,840.00	-3,687.28	0.00
400.0000	25179M103	DEVON ENERGY CORP NEW	VARIOUS	11/16/2009	28,539.26	26,639.20	1,900.06	0.00
1100.0000	754907103	RAYONIER INC REIT	VARIOUS	11/16/2009	44,911.84	17,996.67	26,915.17	0.00
1600.0000	69351T106	PPL CORP	05/05/2006	11/24/2009	49,014.73	47,943.20	1,071.53	0.00
1500.0000	680223104	OLD REPUBLIC INTERNATIONAL CORP	VARIOUS	11/25/2009	16,124.58	28,129.55	-12,004.97	0.00
700.0000	42222G108	HEALTH NET INC	VARIOUS	12/01/2009	14,930.61	24,243.39	-9,312.78	0.00
200.0000	549271104	LUBRIZOL CORP COM	VARIOUS	12/02/2009	14,385.63	9,688.00	4,697.63	0.00
400.0000	589400100	MERCURY GEN CORP NEW COM	VARIOUS	12/02/2009	14,939.61	20,103.70	-5,164.09	0.00
1300.0000	680223104	OLD REPUBLIC INTERNATIONAL CORP	08/08/2007	12/02/2009	14,052.63	23,786.75	-9,734.12	0.00
100.0000	222816100	COVANCE INC	11/17/2008	12/03/2009	5,298.29	3,982.33	1,315.96	0.00
200.0000	549271104	LUBRIZOL CORP COM	07/31/2008	12/03/2009	14,299.63	9,562.00	4,737.63	0.00
800.0000	879868107	TEMPLE INLAND INC	10/21/2008	12/07/2009	16,392.61	6,448.48	9,944.13	0.00
1300.0000	80007P307	SANDRIDGE ENERGY INC COM	01/09/2008	12/16/2009	11,959.69	40,362.66	-28,402.97	0.00
1000.0000	904767704	UNILEVER PLC SPONSORED ADR NEW	VARIOUS	12/16/2009	31,459.19	28,396.25	3,062.94	0.00
300.0000	962166104	WEYERHAEUSER CO	03/17/2008	12/16/2009	13,325.65	19,032.99	-5,707.34	0.00
600.0000	053484101	AVALONBAY CMNTYS INC REIT	VARIOUS	12/17/2009	47,368.76	66,574.13	-19,205.35	0.00
2200.0000	233293109	DPL INC	VARIOUS	12/21/2009	61,400.41	58,191.00	3,209.41	0.00

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2009 Tax Information Statement

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Account Number: 26-11868
 Recipient's Tax ID number: 95-6060162

Recipient's Name and Address
 THE THOMAS AND DOROTHY LEAVEY
 FOUNDATION

C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1300.0000	80007P307	SANDBRIDGE ENERGY INC COM	VARIOUS	12/22/2009	12,128.68	33,833.64	-21,704.96	0.00
700.0000	039380100	ARCH COAL INC	VARIOUS	12/23/2009	16,243.57	38,620.00	-22,376.43	0.00
3000.0000	680223104	OLD REPUBLIC INTERNATIONAL CORP	VARIOUS	12/23/2009	30,629.20	50,881.03	-20,251.83	0.00
885.0000	53217V109	LIFE TECHNOLOGIES CORP COM STK	VARIOUS	12/31/2009	46,270.76	20,604.59	25,666.17	0.00
1500.0000	69351T106	PPL CORP	VARIOUS	12/31/2009	49,282.73	44,141.70	5,141.03	0.00
Total Long Term 15% Sales					3,427,012.23	4,606,905.26	-1,179,893.03	0.00

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2009 Tax Information Statement

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Ref: MSC

Account Number: 26-28765
Recipient's Tax ID number: 95-6060162

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Recipient's Name and Address
THOMAS & DOROTHY LEAVEY
FOUNDATION
TIM WYLLIE
WEALTH AND TAX ADVISORY, INC
633 W. FIFTH STREET, 27TH FLOOR
LOS ANGELES, CA 90071

2009 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Long Term 15% Sales 59476.6100 04315J506		MFO ARTIO GLOBAL INVT FDS INTL EQUITY FDCL	VARIOUS	06/16/2009	1,500,000.00	2,600,959.54	-1,100,959.54	0.00
Total Long Term 15% Sales					1,500,000.00	2,600,959.54	-1,100,959.54	0.00

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2009 Tax Information Statement

Account Number: 26-32282
 Recipient's Tax ID number: 95-6060162

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Recipient's Name and Address
 THOMAS & DOROTHY LEAVEY
 FOUNDATION
 C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

2009 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
2624.0000	760975102	RESEARCH IN MOTION LTD	02/12/2009	04/27/2009	183,255.44	130,640.04	52,615.40	0.00
3792.0000	925458101	ADR VESTAS WIND SYS A/S LTD KINGDOM UNSPONSORED ADR REPSTG 3 ORD SHS	06/17/2008	05/12/2009	93,393.79	179,242.53	-85,848.74	0.00
763.0000	925458101	ADR VESTAS WIND SYS A/S LTD KINGDOM UNSPONSORED ADR REPSTG 3 ORD SHS	06/17/2008	05/13/2009	18,563.31	36,065.94	-17,502.63	0.00
1785.0000	925458101	ADR VESTAS WIND SYS A/S LTD KINGDOM UNSPONSORED ADR REPSTG 3 ORD SHS	06/17/2008	05/15/2009	43,338.68	84,374.46	-41,035.78	0.00
478.0000	925458101	ADR VESTAS WIND SYS A/S LTD KINGDOM UNSPONSORED ADR REPSTG 3 ORD SHS	06/17/2008	05/19/2009	11,524.28	22,594.39	-11,070.11	0.00
1998.0000	760975102	RESEARCH IN MOTION LTD	VARIOUS	06/01/2009	162,413.24	99,473.63	62,939.61	0.00
9210.0000	925458101	ADR VESTAS WIND SYS A/S LTD KINGDOM UNSPONSORED ADR REPSTG 3 ORD SHS	VARIOUS	06/02/2009	235,742.66	437,542.14	-201,799.48	0.00
2089.0000	037833100	APPLE COMPUTER INC.	12/01/2008	08/07/2009	345,396.62	188,560.03	156,836.59	0.00
1479.0000	023912201	AMERICAN TOWER CORP	VARIOUS	08/13/2009	469,824.21	419,063.76	51,760.45	0.00
1866.0000	760975102	RESEARCH IN MOTION LTD	08/19/2009	09/22/2009	157,073.04	137,035.87	20,037.17	0.00
1945.0000	037833100	APPLE COMPUTER INC.	12/01/2008	10/02/2009	355,492.51	175,562.12	179,930.39	0.00

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2009 Tax Information Statement

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Ref: MSC

Account Number: 26-32282
Recipient's Tax ID number: 95-6060162

Recipient's Name and Address
THOMAS & DOROTHY LEAVEY
FOUNDATION
C/O LOUIS CASTRUCCIO
IRELL & MANELLA LLP
1800 AVENUE OF THE STARTS, SUITE 900
LOS ANGELES, CA 90067-4276

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of Shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
17400.0000	126650100	CVS CORP	VARIOUS	11/05/2009	501,378.53	497,218.62	4,159.91	0.00
50400.0000	285512109	ELECTRONIC ARTS	12/08/2008	11/18/2009	89,038.37	107,004.74	-17,966.37	0.00
17320.0000	637071101	NATIONAL-OILWELL INC	11/26/2008	11/18/2009	78,896.63	49,004.51	29,892.12	0.00
2498.0000	285512109	ELECTRONIC ARTS	VARIOUS	11/19/2009	43,683.64	51,782.83	-8,099.19	0.00
4538.0000	285512109	ELECTRONIC ARTS	12/09/2008	11/20/2009	78,707.76	93,794.56	-15,086.80	0.00
3433.0000	285512109	ELECTRONIC ARTS	12/09/2008	11/23/2009	59,527.36	70,955.64	-11,428.28	0.00
1185.0000	637071101	NATIONAL-OILWELL INC	11/26/2008	11/23/2009	52,239.61	33,527.92	18,711.69	0.00
6950.0000	285512109	ELECTRONIC ARTS	VARIOUS	11/24/2009	118,559.78	133,655.31	-15,095.53	0.00
1716.0000	637071101	NATIONAL-OILWELL INC	VARIOUS	11/24/2009	75,364.95	48,468.42	26,896.53	0.00
6502.0000	285512109	ELECTRONIC ARTS	12/03/2008	11/25/2009	112,873.11	124,106.93	-11,233.82	0.00
1635.0000	637071101	NATIONAL-OILWELL INC	11/28/2008	11/25/2009	72,152.49	46,145.26	26,007.23	0.00
3402.0000	285512109	ELECTRONIC ARTS	12/03/2008	11/27/2009	58,043.08	64,935.67	-6,892.59	0.00
5481.0000	285512109	ELECTRONIC ARTS	VARIOUS	11/30/2009	92,185.85	103,976.98	-11,791.13	0.00
6313.0000	285512109	ELECTRONIC ARTS	VARIOUS	12/01/2009	107,025.95	119,519.53	-12,493.58	0.00
2873.0000	285512109	ELECTRONIC ARTS	12/02/2008	12/02/2009	48,310.54	54,158.64	-5,848.10	0.00
1583.0000	760975102	RESEARCH IN MOTION LTD	08/19/2009	12/14/2009	100,028.93	116,252.82	-16,223.89	0.00
1347.0000	760975102	RESEARCH IN MOTION LTD	VARIOUS	12/30/2009	90,834.36	91,729.11	-894.75	0.00
Total Short Term Sales					3,854,868.72	3,715,392.40	139,476.32	0.00

Long Term 15% Sales

This is important tax information and is being furnished to you.

2009 Tax Information Statement

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Account Number: 26-32282
 Recipient's Tax ID number: 95-6060162

Recipient's Name and Address
 THOMAS & DOROTHY LEAVEY
 FOUNDATION
 C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
4149.0000	375558103	GILEAD SCIENCES INC	07/06/2005	02/03/2009	219,108.29	53,186.13	125,922.16	0.00
9936.0000	747525103	QUALCOMM INC	VARIOUS	02/12/2009	346,310.37	384,339.87	-38,029.50	0.00
8991.0000	808513105	CHARLES SCHWAB CORP NEW	05/08/2006	03/02/2009	108,502.78	165,600.73	-57,097.95	0.00
15629.0000	808513105	CHARLES SCHWAB CORP NEW	VARIOUS	03/04/2009	188,001.74	286,097.81	-98,096.07	0.00
15551.0000	747525102	QUANTA SERVICES INC	01/04/2008	03/23/2009	328,702.75	385,741.00	-57,038.25	0.00
11680.0000	502424104	L-3 COMMUNICATIONS HLDGS INC	VARIOUS	06/04/2009	856,925.54	954,611.99	-97,686.45	0.00
10743.0000	192446102	COGNIZANT TECHNOLOGY SOLUTION CL A	09/06/2006	07/08/2009	273,097.21	378,454.94	-105,357.73	0.00
277.0000	029912201	AMERICAN TOWER CORP	09/06/2006	08/13/2009	8,988.28	9,764.28	-776.00	0.00
8373.0000	192446102	COGNIZANT TECHNOLOGY SOLUTION CL A	VARIOUS	08/19/2009	285,756.43	250,019.39	35,737.04	0.00
21551.0000	883556102	THERMO ELECTRON CORP	VARIOUS	10/01/2009	941,651.03	1,253,761.44	-312,110.41	0.00
4299.0000	192446102	COGNIZANT TECHNOLOGY SOLUTION CL A	01/11/2008	10/07/2009	167,036.78	119,676.43	47,360.35	0.00
13014.0000	372517104	GENZYME CORP GENL DIV	VARIOUS	10/21/2009	676,447.71	789,266.21	-112,818.50	0.00
20339.0000	126550100	CVS CORP	05/19/2008	11/05/2009	586,065.40	876,354.53	-290,289.23	0.00
3358.0000	192446102	COGNIZANT TECHNOLOGY SOLUTION CL A	02/01/2006	12/03/2009	149,377.80	87,829.50	61,548.30	0.00
3911.0000	192446102	COGNIZANT TECHNOLOGY SOLUTION CL A	VARIOUS	12/03/2009	177,227.49	106,152.27	71,075.22	0.00
2268.0000	285512109	ELECTRONIC ARTS	12/02/2008	12/03/2009	38,452.72	42,753.84	-4,301.12	0.00
Total Long Term 15% Sales					5,351,652.32	6,183,610.46	-831,958.14	0.00

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2009 Tax Information Statement

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Ref: MSC

Recipient's Name and Address
THOMAS & DOROTHY LEAVEY
FOUNDATION

LOUIS CASTRUCCIO
IRELL & MANELLA LLP
1800 AVENUE OF THE STARS, SUITE 900
LOS ANGELES, CA 90067-4276

26-32428

95-6060162

Account Number:
Recipient's Tax ID number:

2nd TIN notice

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

2009 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
20110.0000	817565104	SERVICE CORP INTERNATIONAL	VARIOUS	01/06/2009	101,526.78	153,904.85	-52,378.07	0.00
75.0000	03662Q105	ANSYS INC	07/03/2008	01/07/2009	2,120.76	3,101.50	-980.74	0.00
235.0000	03662Q105	ANSYS INC	09/22/2008	01/07/2009	6,630.23	9,512.60	-2,982.37	0.00
245.0000	03662Q105	ANSYS INC	VARIOUS	01/07/2009	6,804.05	9,912.60	-3,108.55	0.00
430.0000	03662Q105	ANSYS INC	VARIOUS	01/07/2009	11,951.74	17,687.64	-5,735.90	0.00
80.0000	03662Q105	ANSYS INC	07/03/2008	01/07/2009	2,232.44	3,308.26	-1,075.82	0.00
590.0000	743312100	PROGRESS SOFTWARE CORP	06/20/2008	01/07/2009	11,298.78	15,626.68	-4,327.90	0.00
395.0000	743312100	PROGRESS SOFTWARE CORP	06/20/2008	01/07/2009	7,552.43	10,461.93	-2,909.50	0.00
385.0000	03662Q105	ANSYS INC	VARIOUS	01/08/2009	10,190.00	12,142.91	-1,954.91	0.00
260.0000	03662Q105	ANSYS INC	VARIOUS	01/08/2009	6,907.48	9,440.13	-2,532.65	0.00
160.0000	03662Q105	ANSYS INC	10/27/2008	01/08/2009	4,251.20	3,799.38	451.82	0.00
255.0000	743312100	PROGRESS SOFTWARE CORP	06/20/2008	01/08/2009	4,793.31	6,753.90	-1,960.59	0.00
220.0000	743312100	PROGRESS SOFTWARE CORP	06/20/2008	01/08/2009	4,149.17	5,826.90	-1,677.73	0.00
160.0000	03662Q105	ANSYS INC	10/27/2008	01/09/2009	4,185.00	3,799.37	386.63	0.00
190.0000	03662Q105	ANSYS INC	10/27/2008	01/09/2009	4,985.63	4,511.76	474.87	0.00
1810.0000	699173209	PARAMETRIC TECHNOLOGY CORP COM NEW STK	01/08/2009	01/09/2009	18,107.31	20,204.67	-2,097.36	0.00

This is important tax information and is being furnished to you

2009 Tax Information Statement

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Ref. MSC

Account Number: 26-32428
Recipient's Tax ID number: 95-6060162

Recipient's Name and Address
THOMAS & DOROTHY LEAVEY
FOUNDATION

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LOUIS CASTRUCCIO
IRELL & MANELLA LLP
1800 AVENUE OF THE STARS, SUITE 900
LOS ANGELES, CA 90067-4276

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1470.0000	699173209	PARAMETRIC TECHNOLOGY CORP COM NEW STK	01/08/2009	01/09/2009	14,878.22	16,439.32	-1,531.10	0.00
1130.0000	699173209	PARAMETRIC TECHNOLOGY CORP COM NEW STK	01/08/2009	01/09/2009	11,335.93	12,613.96	-1,274.03	0.00
40.0000	515098101	LANDSTAR SYS INC	09/24/2008	01/12/2009	1,362.67	1,781.48	-418.81	0.00
2130.0000	02744M108	AMERN MED SYS HLDGS INC COM STK	VARIOUS	01/13/2009	23,355.29	33,488.99	-10,130.70	0.00
550.0000	02744M108	AMERN MED SYS HLDGS INC COM STK	04/07/2008	01/14/2009	6,028.95	8,645.28	-2,616.33	0.00
1085.0000	83169Y108	SMART BALANCE INC COM STK	10/01/2008	01/21/2009	8,683.10	7,181.40	1,501.70	0.00
1545.0000	83169Y108	SMART BALANCE INC COM STK	VARIOUS	01/21/2009	12,143.63	10,200.05	1,943.58	0.00
1330.0000	233326107	DST SYS INC DEL	04/22/2008	02/03/2009	43,105.52	78,850.51	-35,743.99	0.00
540.0000	032095101	AMPHENOL CORP NEW CL A	10/03/2008	02/06/2009	15,716.66	19,200.19	-3,483.53	0.00
390.0000	109696104	BRINKS CO COM STOCK	10/21/2008	02/06/2009	11,802.81	10,361.88	1,440.93	0.00
1044.0000	18538R103	CLEARWATER PAPER CORP COM STK	VARIOUS	02/06/2009	12,024.62	33,295.13	-21,271.51	0.00
225.0000	29362U104	ENTEGRIS INC	06/24/2008	02/06/2009	275.72	1,607.95	-1,332.23	0.00
275.0000	109696104	BRINKS CO COM STOCK	VARIOUS	02/09/2009	8,195.68	7,196.26	1,003.42	0.00
2590.0000	29362U104	ENTEGRIS INC	VARIOUS	02/09/2009	3,210.29	18,390.88	-15,180.59	0.00
3790.0000	587118100	MENS WEARHOUSE INC	VARIOUS	02/09/2009	44,689.90	52,777.46	-8,087.56	0.00
505.0000	109696104	BRINKS CO COM STOCK	VARIOUS	02/10/2009	14,107.85	13,193.43	914.42	0.00
2069.0000	29362U104	ENTEGRIS INC	VARIOUS	02/10/2009	2,524.16	14,072.99	-11,548.83	0.00
5095.0000	02744M108	AMERN MED SYS HLDGS INC COM STK	VARIOUS	02/12/2009	52,047.13	74,784.57	-22,737.44	0.00
2450.0000	02744M108	AMERN MED SYS HLDGS INC COM STK	VARIOUS	02/12/2009	25,273.15	38,550.96	-13,277.81	0.00

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2009 Tax Information Statement

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Account Number: 26-32428
Recipient's Tax ID number: 95-6060162

Recipient's Name and Address
THOMAS & DOROTHY LEAVEY
FOUNDATION

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LOUIS CASTRUCCIO
IRELL & MANELLA LLP
1800 AVENUE OF THE STARS, SUITE 900
LOS ANGELES, CA 90067-4276

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1745.0000	29362U104	ENTEGRIIS INC	VARIOUS	02/13/2009	2,208.28	10,225.30	-8,017.02	0.00
5380.0000	242370104	DEAN FOODS CO NEW	VARIOUS	02/17/2009	105,430.20	108,747.77	-3,317.57	0.00
5120.0000	29362U104	ENTEGRIIS INC	VARIOUS	02/17/2009	6,348.76	24,302.71	-17,953.95	0.00
3555.0000	737630103	POTLATCH CORP NEW REIT	VARIOUS	02/17/2009	88,897.51	134,604.00	-45,706.49	0.00
475.0000	582839106	MEAD JOHNSON NUTRITION CO COM COMMON STOCK	02/10/2009	02/18/2009	13,234.18	11,400.00	1,834.18	0.00
2710.0000	29362U104	ENTEGRIIS INC	10/01/2008	02/20/2009	2,531.66	12,613.15	-10,081.49	0.00
1525.0000	36467W109	GAMESTOP CORP CL A COM	12/09/2008	02/20/2009	39,663.95	36,827.68	2,836.27	0.00
630.0000	203372107	COMMSCOPE INC	07/30/2008	02/23/2009	8,121.34	29,493.83	-21,372.49	0.00
8845.0000	29362U104	ENTEGRIIS INC	VARIOUS	02/23/2009	6,646.98	36,358.74	-29,711.76	0.00
3635.0000	217204106	COPART INC	VARIOUS	02/25/2009	97,114.65	137,674.09	-40,559.44	0.00
620.0000	037389103	AON CORP	10/07/2008	02/26/2009	23,494.71	24,701.24	-1,206.53	0.00
9500.0000	46113M108	INTERVAL LEISURE GROUP INC COM STK	VARIOUS	02/26/2009	36,940.54	110,939.93	-73,999.39	0.00
250.0000	46113M108	INTERVAL LEISURE GROUP INC COM STK	09/11/2008	02/26/2009	994.99	2,953.70	-1,958.71	0.00
160.0000	46113M108	INTERVAL LEISURE GROUP INC COM STK	09/15/2008	02/26/2009	628.79	1,828.70	-1,199.91	0.00
5685.0000	48273U102	K12 INC COM STOCK USD.0001	VARIOUS	02/26/2009	92,683.17	123,570.94	-30,887.77	0.00
2505.0000	48273U102	K12 INC COM STOCK USD.0001	09/29/2008	02/26/2009	32,592.09	53,992.44	-21,400.35	0.00
7385.0000	690768403	OWENS ILLINOIS INC COM NEW	VARIOUS	02/26/2009	116,446.76	222,962.53	-106,515.77	0.00
4765.0000	771497104	ROCHESTER MED CORP COM	VARIOUS	02/26/2009	51,747.60	53,715.54	-1,967.94	0.00

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
2100.0000	46113M108	INTERVAL LEISURE GROUP INC COM STK	09/15/2008	02/27/2009	8,556.82	24,001.74	-15,444.92	0.00
655.0000	48273U102	K12 INC COM STOCK USD 0001	11/17/2008	02/27/2009	10,856.03	12,594.54	-1,738.51	0.00
5.0000	46113M108	INTERVAL LEISURE GROUP INC COM STK	09/15/2008	03/02/2009	20.64	57.15	-36.51	0.00
2195.0000	159864107	CHARLES RIVER LABORATORIES	VARIOUS	03/09/2009	53,772.14	134,545.40	-80,773.26	0.00
280.0000	46113M108	INTERVAL LEISURE GROUP INC COM STK	09/15/2008	03/09/2009	1,085.35	3,200.23	-2,114.88	0.00
1110.0000	929297109	WMS INDUSTRIES INC	02/07/2008	03/09/2009	18,552.10	39,230.06	-20,677.96	0.00
2250.0000	929297109	WMS INDUSTRIES INC	VARIOUS	03/09/2009	37,988.11	82,711.15	-44,723.04	0.00
1905.0000	46113M108	INTERVAL LEISURE GROUP INC COM STK	VARIOUS	03/10/2009	7,486.41	21,305.24	-13,818.83	0.00
3540.0000	715495106	PETROHAWK ENERGY CORP COM	11/07/2008	03/16/2009	58,335.33	61,706.80	-3,371.47	0.00
3580.0000	579064106	MCAFEE INC COM	02/17/2009	03/17/2009	108,261.91	108,337.24	-75.43	0.00
1645.0000	150870103	CELANESE CORP DEL COM SER A STK	02/20/2009	03/23/2009	20,835.29	16,021.15	4,814.14	0.00
396.0000	361448103	GATX CORP	VARIOUS	03/23/2009	7,732.21	18,968.90	-11,236.69	0.00
1172.0000	361448103	GATX CORP	VARIOUS	03/23/2009	22,857.70	51,975.69	-29,107.99	0.00
1524.0000	361448103	GATX CORP	05/09/2008	03/23/2009	29,811.26	67,152.62	-37,341.36	0.00
2792.0000	361448103	GATX CORP	VARIOUS	03/24/2009	55,967.00	98,069.20	-42,122.20	0.00
430.0000	36467W109	GAMESTOP CORP CL A COM	12/09/2008	03/24/2009	13,194.64	11,833.16	1,361.48	0.00
158.0000	361448103	GATX CORP	10/23/2008	03/25/2009	3,484.99	4,622.77	-1,137.78	0.00
850.0000	03662Q105	ANSYS INC	VARIOUS	03/26/2009	22,190.58	20,450.28	1,740.30	0.00

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
251.0000	150870103	CELANESE CORP DEL COM SER A STK	02/20/2009	03/26/2009	3,664.34	2,444.57	1,219.77	0.00
203.0000	361448103	GATX CORP	10/23/2008	03/26/2009	4,216.97	5,585.85	-1,368.88	0.00
851.0000	36467W109	GAMESTOP CORP CL A COM	03/09/2009	03/26/2009	22,888.88	19,334.38	3,554.50	0.00
2679.0000	36467W109	GAMESTOP CORP CL A COM	VARIOUS	03/26/2009	68,487.25	62,882.33	5,604.92	0.00
900.0000	150870103	CELANESE CORP DEL COM SER A STK	VARIOUS	03/27/2009	13,050.19	8,722.00	4,328.19	0.00
1275.0000	055921100	BMC SOFTWARE INC	03/17/2009	03/30/2009	41,566.67	37,297.58	4,269.09	0.00
475.0000	62886E108	NCR CORP NEW	06/09/2008	03/30/2009	3,786.24	12,866.99	-9,080.75	0.00
4193.0000	62886E108	NCR CORP NEW	VARIOUS	03/31/2009	33,514.04	95,378.67	-61,864.63	0.00
961.0000	62886E108	NCR CORP NEW	VARIOUS	03/31/2009	7,666.23	25,979.90	-18,313.67	0.00
71.0000	G9319H102	VALIDUS HOLDING LTD COM STK USD0.175	11/07/2008	03/31/2009	1,707.71	1,244.42	463.29	0.00
339.0000	G9319H102	VALIDUS HOLDING LTD COM STK USD0.175	VARIOUS	03/31/2009	8,080.86	7,480.38	600.48	0.00
2287.0000	62886E108	NCR CORP NEW	02/05/2009	04/01/2009	18,234.37	23,525.45	-5,291.08	0.00
2020.0000	62886E108	NCR CORP NEW	02/05/2009	04/01/2009	16,121.12	20,778.93	-4,657.81	0.00
1045.0000	099724106	BORG WARNER AUTOMOTIVE INC	03/30/2009	04/02/2009	25,344.24	21,220.09	4,124.15	0.00
2050.0000	150870103	CELANESE CORP DEL COM SER A STK	VARIOUS	04/02/2009	31,667.52	21,723.16	10,244.36	0.00
269.0000	62886E108	NCR CORP NEW	02/05/2009	04/02/2009	2,235.91	2,767.10	-531.19	0.00
31.0000	592688105	METTLER-TOLEDO INTL INC COM	06/17/2008	04/07/2009	1,643.46	3,211.73	-1,568.27	0.00
96.0000	592688105	METTLER-TOLEDO INTL INC COM	06/17/2008	04/07/2009	5,053.66	9,945.99	-4,892.33	0.00
14.0000	592688105	METTLER-TOLEDO INTL INC COM	06/17/2008	04/08/2009	742.03	1,450.46	-708.43	0.00

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1018 0000	460335201	INTERNATIONAL SPEEDWAY CORP CL A	VARIOUS	04/09/2009	19,281.23	28,370.23	-9,089.00	0.00
255 0000	592688105	METTLER-TOLEDO INTL INC COM	VARIOUS	04/09/2009	13,989.14	26,417.77	-12,428.63	0.00
245 0000	592688105	METTLER-TOLEDO INTL INC COM	VARIOUS	04/09/2009	13,443.90	25,235.82	-11,791.92	0.00
3919 0000	H50430232	LOGITECH INTERNATIONAL SA CHF0.25(REGD) (POST-SUBD)	VARIOUS	04/13/2009	44,726.39	33,152.90	11,573.49	0.00
965 0000	H50430232	LOGITECH INTERNATIONAL SA CHF0.25(REGD) (POST-SUBD)	02/27/2009	04/13/2009	11,028.98	8,264.93	2,764.05	0.00
687 0000	H50430232	LOGITECH INTERNATIONAL SA CHF0.25(REGD) (POST-SUBD)	03/02/2009	04/13/2009	7,849.86	5,688.29	2,161.57	0.00
1590 0000	150670103	CELANESE CORP DEL COM SER A STK	02/23/2009	04/14/2009	27,255.39	15,206.60	12,048.79	0.00
1935 0000	H50430232	LOGITECH INTERNATIONAL SA CHF0.25(REGD) (POST-SUBD)	VARIOUS	04/14/2009	18,907.79	13,463.16	5,444.63	0.00
1952 0000	460335201	INTERNATIONAL SPEEDWAY CORP CL A	VARIOUS	04/15/2009	38,569.15	53,019.56	-14,450.41	0.00
19 0000	641288108	NEUTRAL TANDEM INC COM STK	08/26/2008	04/15/2009	463.41	378.49	84.92	0.00
327 0000	641288108	NEUTRAL TANDEM INC COM STK	08/26/2008	04/15/2009	7,981.96	6,514.00	1,467.96	0.00
594 0000	H50430232	LOGITECH INTERNATIONAL SA CHF0.25(REGD) (POST-SUBD)	VARIOUS	04/15/2009	6,791.38	4,782.98	2,008.40	0.00
752 0000	421906108	HEALTHCARE SVCS GROUP INC	04/16/2008	04/16/2009	13,301.03	11,960.41	1,340.62	0.00
815 0000	460335201	INTERNATIONAL SPEEDWAY CORP CL A	VARIOUS	04/16/2009	16,303.66	21,759.66	-5,456.00	0.00
914 0000	641288108	NEUTRAL TANDEM INC COM STK	VARIOUS	04/16/2009	22,807.82	17,223.58	5,584.24	0.00
2732 0000	641288108	NEUTRAL TANDEM INC COM STK	VARIOUS	04/16/2009	68,613.50	52,401.56	16,211.94	0.00
3019 0000	641288108	NEUTRAL TANDEM INC COM STK	VARIOUS	04/16/2009	75,790.34	59,086.00	16,704.34	0.00

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2009 Tax Information Statement

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 CHICAGO, IL 60680

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85.0000	641288108	NEUTRAL TANDEM INC COM STK	08/19/2008	04/16/2009	2,110.91	1,598.77	512.14	0.00
815.0000	251893103	DEVRY INC DEL	VARIOUS	04/21/2009	34,315.42	41,364.06	-7,048.64	0.00
790.0000	886547108	TIFFANY & CO NEW	VARIOUS	04/21/2009	21,385.21	17,918.23	3,466.98	0.00
245.0000	099724106	BORG WARNER AUTOMOTIVE INC	VARIOUS	04/22/2009	6,490.91	4,903.26	1,587.65	0.00
531.0000	099724106	BORG WARNER AUTOMOTIVE INC	03/19/2009	04/22/2009	14,178.23	10,602.00	3,576.23	0.00
106.0000	099724106	BORG WARNER AUTOMOTIVE INC	03/30/2009	04/22/2009	2,833.77	2,152.47	681.30	0.00
480.0000	099724106	BORG WARNER AUTOMOTIVE INC	VARIOUS	04/23/2009	12,505.16	9,586.56	2,938.60	0.00
134.0000	83169Y108	SMART BALANCE INC COM STK	09/30/2008	04/23/2009	932.61	882.70	49.91	0.00
2470.0000	922207105	VARIAN SEMICONDUCTOR EQUIPMENT	04/07/2009	04/23/2009	56,318.50	52,662.87	3,655.63	0.00
828.0000	584045108	MEDASSETS INC COM STK	VARIOUS	04/24/2009	14,056.01	11,852.53	2,203.48	0.00
614.0000	584045108	MEDASSETS INC COM STK	10/31/2008	04/24/2009	10,426.80	8,738.57	1,688.23	0.00
2494.0000	83169Y108	SMART BALANCE INC COM STK	VARIOUS	04/24/2009	17,383.73	16,371.99	1,011.74	0.00
61.0000	83169Y108	SMART BALANCE INC COM STK	09/30/2008	04/24/2009	426.98	401.83	25.15	0.00
2305.0000	055921100	BMC SOFTWARE INC	03/17/2009	04/27/2009	79,497.40	67,428.16	12,069.24	0.00
1011.0000	584045108	MEDASSETS INC COM STK	VARIOUS	04/27/2009	17,422.21	14,098.22	3,323.99	0.00
2030.0000	032095101	AMPHENOL CORP NEW CL A	VARIOUS	04/29/2009	69,086.02	56,538.13	12,547.89	0.00
415.0000	592688105	METTLER-TOLEDO INTL INC COM	VARIOUS	04/29/2009	25,401.41	33,354.88	-7,953.47	0.00
392.0000	099724106	BORG WARNER AUTOMOTIVE INC	03/20/2009	04/30/2009	11,696.70	7,440.32	4,256.38	0.00
1886.0000	099724106	BORG WARNER AUTOMOTIVE INC	VARIOUS	04/30/2009	55,995.02	37,448.13	18,546.89	0.00

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567.0000	25659T107	DOLBY LABORATORIES INC CL A COM STK	02/25/2009	05/01/2009	21,979.53	16,473.45	5,506.08	0.00
254.0000	25659T107	DOLBY LABORATORIES INC CL A COM STK	02/25/2009	05/01/2009	9,909.22	7,379.64	2,529.58	0.00
2958.0000	52602E102	LENDER PROCESSING SVCS INC COM STK	VARIOUS	05/01/2009	80,328.63	87,425.39	-7,096.76	0.00
615.0000	592688105	METTLER-TOLEDO INTL INC COM	VARIOUS	05/01/2009	44,715.25	42,288.24	2,427.01	0.00
1190.0000	150870103	CELANESE CORP DEL COM SER A STK	02/23/2009	05/04/2009	26,237.51	11,381.04	14,856.47	0.00
841.0000	52602E102	LENDER PROCESSING SVCS INC COM STK	VARIOUS	05/04/2009	22,799.93	24,690.06	-1,890.13	0.00
1599.0000	302491303	FMC CORP NEW	VARIOUS	05/05/2009	74,165.59	56,173.46	7,993.13	0.00
5030.0000	532791100	LINCARE HOLDINGS INC	VARIOUS	05/05/2009	120,327.08	167,848.59	-47,521.51	0.00
1960.0000	740189105	PRECISION CASTPARTS CORP	VARIOUS	05/05/2009	147,400.95	120,874.09	26,526.86	0.00
730.0000	641288108	NEUTRAL TANDEM INC COM STK	08/19/2008	05/11/2009	19,983.74	13,730.57	6,253.17	0.00
4062.0000	690768403	OWENS ILLINOIS INC COM NEW	VARIOUS	05/11/2009	105,429.74	66,291.75	39,137.99	0.00
385.0000	83159Y108	SMART BALANCE INC COM STK	02/06/2009	05/11/2009	3,087.62	2,508.43	579.19	0.00
195.0000	83169Y108	SMART BALANCE INC COM STK	02/06/2009	05/11/2009	1,561.90	1,270.50	291.40	0.00
1540.0000	886547108	TIFFANY & CO NEW	VARIOUS	05/11/2009	42,894.35	34,826.14	8,068.22	0.00
3065.0000	217204106	COPART INC	VARIOUS	05/12/2009	95,586.61	107,891.11	-12,304.50	0.00
2465.0000	278865100	ECOLAB INC	02/12/2009	05/12/2009	93,520.68	78,015.52	15,505.16	0.00
1071.0000	401617105	GUESS INC COM	04/02/2009	05/12/2009	25,785.26	23,961.59	1,823.67	0.00
2409.0000	641288108	NEUTRAL TANDEM INC COM STK	VARIOUS	05/12/2009	63,523.93	33,250.38	30,233.55	0.00

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1475.0000	64128B108	NEUTRAL TANDEM INC COM STK	VARIOUS	05/12/2009	39,709.36	23,458.52	16,250.84	0.00
1790.0000	886547108	TIFFANY & CO NEW	VARIOUS	05/12/2009	48,192.54	39,319.39	8,873.15	0.00
3790.0000	958102105	WESTERN DIGITAL CORP COM	VARIOUS	05/12/2009	84,657.70	81,488.75	3,168.95	0.00
959.0000	401617105	GUESS INC COM	VARIOUS	05/14/2009	21,784.27	21,043.62	740.65	0.00
1924.0000	879664100	TELLABS INC	04/27/2009	05/14/2009	9,350.58	9,591.77	-341.19	0.00
1924.0000	879664100	TELLABS INC	04/27/2009	05/14/2009	9,303.45	9,591.77	-388.32	0.00
3168.0000	879664100	TELLABS INC	VARIOUS	05/15/2009	15,398.61	15,862.45	-463.85	0.00
1924.0000	879664100	TELLABS INC	04/23/2009	05/15/2009	9,327.88	9,471.08	-143.20	0.00
1260.0000	879664100	TELLABS INC	04/23/2009	05/18/2009	6,207.36	6,202.48	4.88	0.00
769.0000	879664100	TELLABS INC	VARIOUS	05/18/2009	3,760.31	3,784.72	-24.41	0.00
1924.0000	879664100	TELLABS INC	04/23/2009	05/18/2009	9,401.76	9,471.08	-69.32	0.00
1701.0000	879664100	TELLABS INC	04/23/2009	05/18/2009	8,294.71	8,352.42	-57.71	0.00
4370.0000	716495106	PETROHAWK ENERGY CORP COM	VARIOUS	05/19/2009	103,821.09	107,473.35	-3,652.26	0.00
279.0000	879664100	TELLABS INC	04/23/2009	05/19/2009	1,382.40	1,369.98	12.42	0.00
523.0000	03652Q105	ANSYS INC	01/20/2009	05/20/2009	15,258.70	12,550.95	2,707.75	0.00
73.0000	03652Q105	ANSYS INC	01/20/2009	05/20/2009	2,125.75	1,751.85	373.90	0.00
920.0000	45168D104	IDEXX LABS INC	VARIOUS	05/21/2009	36,950.38	29,544.01	7,406.37	0.00
5859.0000	052769106	AUTODESK INC	VARIOUS	05/22/2009	123,106.14	103,081.86	20,024.28	0.00
1020.0000	205769203	COMSTOCK RES INC NEW	12/18/2008	05/22/2009	36,757.10	47,141.75	-10,384.65	0.00

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2009 Tax Information Statement

Account Number: 26-32428
 Recipient's Tax ID number: 95-6060162
 Recipient's Name and Address
 THOMAS & DOROTHY LEAVEY
 FOUNDATION
 LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
635.0000	26153C103	DREAMWORKS ANIMATION INC CL A COM STK	11/12/2008	05/22/2009	16,617.71	15,824.84	792.87	0.00
1470.0000	754907103	RAYONIER INC REIT	12/01/2008	05/22/2009	56,582.81	45,021.90	11,560.91	0.00
65.0000	781258108	RUDDICK CORP	09/22/2008	05/22/2009	1,623.65	2,162.17	-538.52	0.00
220.0000	781258108	RUDDICK CORP	09/22/2008	05/22/2009	5,503.35	7,318.13	-1,814.78	0.00
264.0000	781258108	RUDDICK CORP	09/22/2008	05/26/2009	6,582.28	8,781.76	-2,199.47	0.00
192.0000	781258108	RUDDICK CORP	09/22/2008	05/26/2009	4,797.93	6,386.73	-1,588.80	0.00
865.0000	716382106	PETMED EXPRESS INC COM STK	05/13/2009	05/27/2009	12,422.20	14,500.43	-2,078.23	0.00
355.0000	781258108	RUDDICK CORP	VARIOUS	05/27/2009	8,789.82	11,277.76	-2,487.94	0.00
250.0000	939640108	WASHINGTON POST CO CL B	02/25/2009	05/27/2009	90,562.42	94,490.55	-3,928.13	0.00
1513.0000	716382106	PETMED EXPRESS INC COM STK	05/13/2009	05/28/2009	23,239.50	27,039.52	-3,800.02	0.00
1042.0000	716382106	PETMED EXPRESS INC COM STK	05/13/2009	05/29/2009	15,073.39	17,467.57	-2,394.18	0.00
1295.0000	03662Q105	ANSYS INC	VARIOUS	06/01/2009	41,208.55	30,782.87	10,425.68	0.00
255.0000	71721R406	PHASE FORWARD INC COM	01/12/2009	06/01/2009	3,690.97	3,641.19	49.78	0.00
317.0000	71721R406	PHASE FORWARD INC COM	VARIOUS	06/01/2009	4,599.30	4,498.88	100.42	0.00
765.0000	71721R406	PHASE FORWARD INC COM	01/09/2009	06/02/2009	10,824.09	10,830.49	-6.40	0.00
19.0000	829073105	SIMPSON MFG INC COM	05/01/2009	06/02/2009	437.17	394.45	42.72	0.00
667.0000	829073105	SIMPSON MFG INC COM	06/01/2009	06/02/2009	15,398.42	13,847.18	1,551.24	0.00
25.0000	71721R406	PHASE FORWARD INC COM	01/09/2009	06/03/2009	355.49	353.94	1.55	0.00
209.0000	829073105	SIMPSON MFG INC COM	VARIOUS	06/03/2009	4,720.34	3,516.72	1,203.62	0.00

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
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LOUIS CASTRUCCIO
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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
570.0000	829073105	SIMPSON MFG INC COM	02/25/2009	06/03/2009	12,847.75	9,366.35	3,481.40	0.00
555.0000	71721R406	PHASE FORWARD INC COM	01/09/2009	06/04/2009	7,901.21	7,857.41	43.80	0.00
1082.0000	829073105	SIMPSON MFG INC COM	VARIOUS	06/04/2009	24,545.29	17,533.10	7,012.19	0.00
195.0000	920355104	VALSPAR CORP	09/26/2008	06/04/2009	4,601.04	4,515.03	86.01	0.00
248.0000	829073105	SIMPSON MFG INC COM	02/27/2009	06/05/2009	5,776.12	3,914.16	1,861.96	0.00
185.0000	920355104	VALSPAR CORP	09/26/2008	06/05/2009	4,342.85	4,293.49	59.36	0.00
964.0000	03652Q105	ANSYS INC	VARIOUS	06/08/2009	31,460.59	20,934.12	10,526.47	0.00
277.0000	83169Y108	SMART BALANCE INC COM STK	02/06/2009	06/08/2009	2,257.57	1,804.77	452.80	0.00
110.0000	920355104	VALSPAR CORP	09/26/2008	06/08/2009	2,531.61	2,546.94	-15.33	0.00
1090.0000	92343E102	VERISIGN INC	VARIOUS	06/08/2009	23,247.25	23,547.71	-300.46	0.00
692.0000	71721R406	PHASE FORWARD INC COM	01/09/2009	06/09/2009	10,745.65	9,796.99	948.66	0.00
693.0000	71721R406	PHASE FORWARD INC COM	01/09/2009	06/09/2009	10,865.34	9,811.15	1,054.19	0.00
5.0000	83169Y108	SMART BALANCE INC COM STK	02/06/2009	06/09/2009	41.89	32.58	9.31	0.00
226.0000	83169Y108	SMART BALANCE INC COM STK	VARIOUS	06/09/2009	1,867.46	1,466.12	401.34	0.00
55.0000	83169Y108	SMART BALANCE INC COM STK	VARIOUS	06/10/2009	439.39	349.54	89.85	0.00
4320.0000	584045108	MEDASSETS INC COM STK	VARIOUS	06/11/2009	76,264.17	60,060.42	16,203.75	0.00
169.0000	83169Y108	SMART BALANCE INC COM STK	06/08/2008	06/11/2009	1,352.81	1,072.93	279.88	0.00
5.0000	879664100	TELLABS INC	04/23/2009	06/11/2009	29.29	24.55	4.74	0.00
745.0000	421906108	HEALTHCARE SVCS GROUP INC	VARIOUS	06/12/2009	13,399.45	10,348.12	3,051.33	0.00
1318.0000	584045108	MEDASSETS INC COM STK	01/06/2009	06/12/2009	23,204.37	18,219.50	4,984.87	0.00

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
130.0000	83169Y108	SMART BALANCE INC COM STK	08/08/2008	06/12/2009	1,039.32	825.33	213.99	0.00
3804.0000	150870103	CELANESE CORP DEL COM SER A STK	VARIOUS	06/16/2009	90,445.76	36,069.22	54,376.54	0.00
146.0000	139594105	CAPELLA ED CO COM	04/22/2009	06/17/2009	8,463.60	7,477.33	986.27	0.00
294.0000	139594105	CAPELLA ED CO COM	VARIOUS	06/17/2009	17,068.41	15,041.51	2,026.90	0.00
6450.0000	885535104	3COM CORP	VARIOUS	06/17/2009	29,132.89	25,636.53	3,497.36	0.00
2265.0000	885535104	3COM CORP	04/22/2009	06/18/2009	10,126.77	8,969.40	1,157.37	0.00
395.0000	885535104	3COM CORP	04/22/2009	06/18/2009	1,772.28	1,564.20	208.08	0.00
620.0000	885535104	3COM CORP	04/22/2009	06/18/2009	2,777.52	2,455.20	322.32	0.00
745.0000	885535104	3COM CORP	VARIOUS	06/19/2009	3,344.36	2,939.75	405.21	0.00
995.0000	885535104	3COM CORP	04/23/2009	06/19/2009	4,459.27	3,890.75	568.52	0.00
1105.0000	45865V100	INTERCONTINENTAL EXCHANGE INC COM	07/23/2008	06/23/2009	117,981.90	103,995.41	14,026.49	0.00
733.0000	71721R406	PHASE FORWARD INC COM	VARIOUS	06/23/2009	11,708.43	10,340.80	1,367.69	0.00
440.0000	885535104	3COM CORP	04/23/2009	06/23/2009	1,966.74	1,720.53	246.21	0.00
5335.0000	G9319H102	VALIDUS HOLDING LTD COM STK USD0.175	11/07/2008	06/23/2009	137,724.42	111,034.18	26,690.24	0.00
205.0000	71721R406	PHASE FORWARD INC COM	01/12/2009	06/24/2009	3,305.41	2,882.30	423.11	0.00
376.0000	885535104	3COM CORP	04/23/2009	06/24/2009	1,691.09	1,470.27	220.82	0.00
645.0000	037389103	AON CORP	10/10/2008	06/29/2009	24,064.26	23,762.83	301.43	0.00
460.0000	878377100	TECHNE CORP	VARIOUS	07/01/2009	29,068.49	25,249.11	3,819.38	0.00
1545.0000	G491BT108	INVERSCO LTD COM STK USD0.10	05/19/2009	07/01/2009	27,876.80	22,450.55	5,426.25	0.00

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THE NORTHERN TRUST COMPANY

P.O. BOX 803878

CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1685 0000	N72482107	QIAGEN N.V. COM.	VARIOUS	07/01/2009	31,336.48	26,996.86	4,339.62	0.00
85 0000	54142L109	LOGMEIN INC COM.	06/30/2009	07/02/2009	1,688.93	1,360.00	328.93	0.00
1570 0000	037389103	AON CORP.	VARIOUS	07/06/2009	58,136.39	56,646.47	1,489.92	0.00
209 0000	589584101	MERIDIAN BIOSCIENCE INC COM.	07/17/2008	07/06/2009	4,802.32	5,352.72	550.40	0.00
172 0000	589584101	MERIDIAN BIOSCIENCE INC COM.	07/17/2008	07/06/2009	3,951.27	4,405.11	453.84	0.00
770 0000	26153C103	DREAMWORKS ANIMATION INC CL A COM STK	11/12/2008	07/07/2009	20,271.42	19,183.17	1,082.25	0.00
1055 0000	45865V100	INTERCONTINENTAL EXCHANGE INC COM	VARIOUS	07/07/2009	102,730.73	85,351.57	17,379.16	0.00
2395 0000	589584101	MERIDIAN BIOSCIENCE INC COM.	VARIOUS	07/07/2009	53,243.31	51,587.52	1,655.79	0.00
320 0000	589584101	MERIDIAN BIOSCIENCE INC COM.	07/17/2008	07/07/2009	7,160.96	8,195.55	1,034.59	0.00
1280 0000	302941109	FTI CONSULTING INC.	02/05/2009	07/08/2009	64,218.25	52,812.67	11,405.58	0.00
525 0000	686091109	O'REILLY AUTOMOTIVE INC.	04/27/2009	07/13/2009	24,973.29	23,448.19	1,525.10	0.00
1262 0000	16444H102	CHEROKEE INC DEL NEW COM	VARIOUS	07/16/2009	25,145.59	21,270.89	3,875.70	0.00
565 0000	337738108	FISERV INC.	VARIOUS	07/16/2009	31,285.71	30,825.74	460.97	0.00
270 0000	135594105	CAPELLA ED CO COM.	04/23/2009	07/20/2009	16,824.56	13,771.11	3,053.45	0.00
3400 0000	N72482107	QIAGEN N.V. COM.	05/05/2009	07/20/2009	62,476.79	54,468.00	8,008.79	0.00
480 0000	387328107	GRANITE CONSTRUCTION INC.	06/24/2009	07/21/2009	16,532.31	16,374.53	157.78	0.00
1520 0000	595017104	MICROCHIP TECHNOLOGY INC.	VARIOUS	07/21/2009	38,813.26	33,982.86	4,830.40	0.00
885 0000	387328107	GRANITE CONSTRUCTION INC.	VARIOUS	07/22/2009	29,918.78	30,085.78	-167.00	0.00
195 0000	941053100	WASTE CONNECTIONS INC.	09/24/2008	07/22/2009	5,480.57	5,337.50	856.93	0.00

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2280 0000	127190304	CACI INTL INC CL A	VARIOUS	07/23/2009	104,868.86	89,811.36	16,057.50	0.00
683 0000	192422103	COGNEX CORP	VARIOUS	07/23/2009	11,338.46	9,196.97	2,141.49	0.00
518 0000	592688105	METTLER-TOLEDO INTL INC COM	12/05/2008	07/23/2009	44,386.44	35,438.45	8,947.99	0.00
34 0000	592688105	METTLER-TOLEDO INTL INC COM	12/05/2008	07/23/2009	2,926.54	2,326.08	600.56	0.00
85 0000	695257105	PACTIV CORP	10/14/2008	07/23/2009	2,139.99	2,168.22	-28.23	0.00
680 0000	892356106	TRACTOR SUPPLY CO	VARIOUS	07/23/2009	32,273.13	26,542.56	5,730.57	0.00
1236 0000	192422103	COGNEX CORP	VARIOUS	07/24/2009	20,097.30	15,654.26	4,443.04	0.00
447 0000	592688105	METTLER-TOLEDO INTL INC COM	VARIOUS	07/24/2009	36,920.04	28,233.78	8,686.26	0.00
725 0000	941053100	WASTE CONNECTIONS INC	11/25/2008	07/24/2009	20,623.33	20,772.85	-149.52	0.00
195 0000	139594105	CAPELLA ED CO COM	VARIOUS	07/27/2009	11,707.30	9,829.74	1,877.56	0.00
220 0000	641288108	NEUTRAL TANDEM INC COM STK	07/06/2009	07/27/2009	6,558.47	6,144.67	413.80	0.00
700 0000	139594105	CAPELLA ED CO COM	05/21/2009	07/28/2009	44,089.52	35,261.31	8,828.31	0.00
378 0000	595017104	MICROCHIP TECHNOLOGY INC	05/15/2009	07/28/2009	10,232.35	7,649.09	2,583.26	0.00
1752 0000	595017104	MICROCHIP TECHNOLOGY INC	VARIOUS	07/28/2009	47,303.31	35,013.32	12,289.99	0.00
730 0000	641288108	NEUTRAL TANDEM INC COM STK	VARIOUS	07/28/2009	21,605.10	20,300.30	1,304.80	0.00
416 0000	585564106	ORBITAL SCIENCES CORP	10/31/2008	07/28/2009	5,206.61	8,420.59	-3,213.98	0.00
2202 0000	585564106	ORBITAL SCIENCES CORP	VARIOUS	07/28/2009	27,725.76	34,475.16	-6,749.40	0.00
131 0000	585564106	ORBITAL SCIENCES CORP	11/06/2008	07/28/2009	1,664.90	2,446.35	-781.45	0.00
2590 0000	585564106	ORBITAL SCIENCES CORP	09/12/2008	07/28/2009	32,668.38	66,144.46	-33,476.08	0.00
1651 0000	585564106	ORBITAL SCIENCES CORP	VARIOUS	07/28/2009	20,766.08	32,277.54	-11,511.46	0.00

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50.0000	139594105	CAPELLA ED CO COM	04/21/2009	07/29/2009	3,117.99	2,518.66	599.33	0.00
400.0000	26153C103	DREAMWORKS ANIMATION INC CL A COM STK	11/12/2008	07/29/2009	12,256.33	9,838.60	2,417.73	0.00
1985.0000	387328107	GRANITE CONSTRUCTION INC	VARIOUS	07/29/2009	69,417.63	66,669.88	2,747.75	0.00
323.0000	533900106	LINCOLN ELEC HLDGS INC	05/06/2009	07/29/2009	13,600.37	14,287.58	-687.21	0.00
685.0000	533900106	LINCOLN ELEC HLDGS INC	VARIOUS	07/30/2009	29,384.23	30,181.86	-797.63	0.00
622.0000	25659T107	DOLBY LABORATORIES INC CL A COM STK	02/25/2009	07/31/2009	25,697.39	18,027.99	7,669.40	0.00
718.0000	25659T107	DOLBY LABORATORIES INC CL A COM STK	VARIOUS	07/31/2009	29,716.83	20,816.30	8,900.53	0.00
3867.0000	695257105	PACTIV CORP	VARIOUS	07/31/2009	97,535.22	89,670.34	7,864.88	0.00
1231.0000	447462102	HURON CONSULTING GROUP INC COM STK	VARIOUS	08/03/2009	16,159.90	54,391.77	-38,231.87	0.00
1431.0000	192422103	COGNEX CORP	VARIOUS	08/04/2009	23,606.31	17,514.07	6,092.24	0.00
6.0000	192422103	COGNEX CORP	03/16/2009	08/04/2009	99.62	68.07	31.55	0.00
1436.0000	192422103	COGNEX CORP	VARIOUS	08/04/2009	23,676.45	16,552.81	7,123.64	0.00
840.0000	82669G104	SIGNATURE BK NY NY COM	07/02/2009	08/04/2009	25,699.72	22,677.23	3,022.49	0.00
313.0000	82669G104	SIGNATURE BK NY NY COM	VARIOUS	08/05/2009	9,452.73	8,305.90	1,186.83	0.00
955.0000	82669G104	SIGNATURE BK NY NY COM	VARIOUS	08/05/2009	28,828.31	25,538.30	3,190.01	0.00
372.0000	82669G104	SIGNATURE BK NY NY COM	06/02/2009	08/05/2009	11,230.39	9,778.09	1,452.30	0.00
720.0000	82669G104	SIGNATURE BK NY NY COM	VARIOUS	08/06/2009	21,609.38	18,810.17	2,799.21	0.00
3953.0000	001084102	AGCO CORP	VARIOUS	08/07/2009	132,812.24	123,030.24	9,782.00	0.00

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LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1098.0000	82669G104	SIGNATURE BK NY NY COM	06/02/2009	08/07/2009	33,127.45	28,548.00	4,579.45	0.00
970.0000	03662Q105	ANSYS INC	VARIOUS	08/17/2009	34,616.65	28,791.52	5,825.33	0.00
5405.0000	716768106	PETSMART INC	VARIOUS	08/20/2009	108,038.31	109,102.08	-1,063.77	0.00
855.0000	205768203	COMSTOCK RES INC NEW	VARIOUS	08/24/2009	32,336.12	37,830.41	-5,494.29	0.00
602.0000	205768203	COMSTOCK RES INC NEW	VARIOUS	08/24/2009	23,271.15	27,030.86	-3,759.71	0.00
730.0000	92343E102	VERISIGN INC	VARIOUS	08/24/2009	15,339.82	14,523.83	809.99	0.00
452.0000	92343E102	VERISIGN INC	04/29/2009	08/24/2009	9,478.19	8,994.08	484.11	0.00
6750.0000	G05384105	ASPEN INSURANCE HLDGS COM	VARIOUS	08/24/2009	164,650.43	154,115.64	10,534.79	0.00
117.0000	03662Q105	ANSYS INC	07/14/2009	08/25/2009	4,216.55	3,454.67	761.88	0.00
180.0000	205768203	COMSTOCK RES INC NEW	11/12/2008	08/25/2009	5,709.42	7,690.25	-980.83	0.00
3485.0000	423452101	HELMERICH & PAYNE INC	VARIOUS	08/25/2009	120,849.72	114,608.52	5,241.20	0.00
575.0000	833034101	SNAP ON INC	09/04/2008	08/25/2009	22,006.29	33,632.78	-11,626.49	0.00
2191.0000	92343E102	VERISIGN INC	04/29/2009	08/25/2009	45,945.39	43,697.39	2,248.00	0.00
270.0000	92343E102	VERISIGN INC	04/29/2009	08/26/2009	5,662.05	5,372.57	289.48	0.00
182.0000	92343E102	VERISIGN INC	04/29/2009	08/27/2009	3,827.71	3,621.51	206.20	0.00
235.0000	92343E102	VERISIGN INC	04/29/2009	08/27/2009	4,951.04	4,676.12	274.92	0.00
483.0000	004446100	ACETO CORP COMMON	VARIOUS	08/28/2009	3,281.61	4,337.62	-1,056.01	0.00
1255.0000	397624107	GREIF INC	VARIOUS	08/28/2009	63,517.18	60,432.64	3,084.54	0.00
147.0000	92343E102	VERISIGN INC	04/29/2009	08/28/2009	3,178.42	2,925.06	253.36	0.00
1278.0000	004446100	ACETO CORP COMMON	02/10/2009	08/31/2009	8,625.25	11,377.78	-2,752.53	0.00

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2009 Tax Information Statement

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Account Number: 26-32428

Recipient's Tax ID number: 95-6060162

Recipient's Name and Address
THOMAS & DOROTHY LEAVEY
FOUNDATION
LOUIS CASTRUCCIO
IRELL & MANELLA LLP
1800 AVENUE OF THE STARS, SUITE 900
LOS ANGELES, CA 90067-4276

Ref: MSC

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
3 0000	879664100	TELLABS INC	04/23/2009	08/31/2009	19.10	14.73	4.37	0.00
705 0000	004446100	ACETO CORP COMMON	02/10/2009	09/01/2009	4,663.66	6,276.47	-1,612.81	0.00
645 0000	004446100	ACETO CORP COMMON	VARIOUS	09/02/2009	4,214.64	5,736.47	-1,521.83	0.00
760 0000	058748107	BALLY TECHNOLOGIES INC COM STK	05/11/2009	09/02/2009	29,916.02	20,999.86	8,916.16	0.00
580 0000	515098101	LANDSTAR SYS INC	10/02/2008	09/02/2009	20,677.45	22,764.83	-2,087.38	0.00
500 0000	532791100	LINCARE HOLDINGS INC	VARIOUS	09/02/2009	12,871.37	13,520.87	-649.50	0.00
1580 0000	754907103	RAYONIER INC REIT	VARIOUS	09/02/2009	64,047.44	47,743.16	16,304.28	0.00
984 0000	004446100	ACETO CORP COMMON	02/11/2009	09/03/2009	6,414.03	8,657.72	-2,243.69	0.00
1760 0000	205788203	COMSTOCK RES INC NEW	VARIOUS	09/03/2009	58,709.98	75,171.04	-16,461.06	0.00
380 0000	397624107	GREIF INC	VARIOUS	09/03/2009	18,441.65	18,195.88	245.77	0.00
1874 0000	397624107	GREIF INC	VARIOUS	09/03/2009	90,599.20	88,174.23	2,424.97	0.00
610 0000	410867105	HANOVER INS GROUP INC COM	09/25/2008	09/03/2009	24,321.23	28,427.53	-4,106.30	0.00
1895 0000	004446100	ACETO CORP COMMON	VARIOUS	09/04/2009	12,276.44	16,007.98	-3,731.54	0.00
1625 0000	922207105	VARIAN SEMICONDUCTOR EQUIPMENT	VARIOUS	09/08/2009	51,397.75	51,182.79	214.96	0.00
717 0000	707569109	PENN NATL GAMING INC COM	09/29/2008	09/09/2009	19,322.58	18,443.54	879.04	0.00
1671 0000	707569109	PENN NATL GAMING INC COM	VARIOUS	09/10/2009	44,374.75	30,919.64	13,455.12	0.00
837 0000	707569109	PENN NATL GAMING INC COM	VARIOUS	09/10/2009	22,522.34	17,774.10	4,748.24	0.00
825 0000	26153C103	DREAMWORKS ANIMATION INC CL A COM STK	11/12/2008	09/14/2009	30,149.34	20,292.11	9,857.23	0.00
1892 0000	401617105	GUESS INC COM	VARIOUS	09/16/2009	68,080.16	59,095.51	8,984.65	0.00

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Account Number: 26-32428
 Recipient's Tax ID number: 95-6060162

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Recipient's Name and Address
 THOMAS & DOROTHY LEAVEY
 FOUNDATION
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 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, etc. Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1515.0000	595017104	MICROCHIP TECHNOLOGY INC.	03/11/2009	09/16/2009	41,288.29	30,183.04	11,105.25	0.00
1025.0000	058748107	BALLY TECHNOLOGIES INC.COM STK	05/11/2009	09/18/2009	39,137.18	28,322.19	10,814.99	0.00
2830.0000	80007P307	SANDRIDGE ENERGY INC.COM	VARIOUS	09/18/2009	36,796.69	30,800.30	5,996.39	0.00
905.0000	533900106	LINCOLN ELEC.HLDGS INC.	VARIOUS	09/21/2009	45,454.48	40,142.26	5,312.22	0.00
2296.0000	G491BT108	INVESCO LTD.COM STK USD 0.10	VARIOUS	09/21/2009	51,221.29	33,312.15	17,909.14	0.00
15.0000	533900106	LINCOLN ELEC.HLDGS INC.	05/05/2009	09/22/2009	751.10	654.11	96.99	0.00
920.0000	88157K101	TESCO CORP.COM	07/06/2009	09/22/2009	7,922.55	6,883.25	1,239.30	0.00
204.0000	03662Q105	ANSYS INC.	VARIOUS	09/23/2009	7,810.35	6,002.68	1,807.67	0.00
545.0000	302491303	FMC CORP NEW	06/16/2009	09/23/2009	31,139.19	27,623.05	3,516.14	0.00
1085.0000	83421A104	SOLERA HLDGS INC.COM	VARIOUS	09/23/2009	32,414.30	29,207.87	3,206.43	0.00
1145.0000	871607107	SYNOPSYS INC.	04/27/2009	09/23/2009	26,114.02	24,645.32	1,468.70	0.00
2305.0000	88157K101	TESCO CORP.COM	VARIOUS	09/23/2009	19,349.98	16,531.83	2,818.15	0.00
1630.0000	922207105	VARIAN SEMICONDUCTOR EQUIPMENT	VARIOUS	09/23/2009	54,209.48	50,867.45	3,342.03	0.00
478.0000	26153C103	DREAMWORKS ANIMATION INC CL A	11/17/2008	09/24/2009	16,271.18	11,462.82	4,808.36	0.00
2204.0000	26153C103	DREAMWORKS ANIMATION INC CL A	VARIOUS	09/24/2009	75,247.92	51,022.27	24,225.65	0.00
265.0000	533900106	LINCOLN ELEC.HLDGS INC.	VARIOUS	09/25/2009	12,453.77	11,553.15	900.62	0.00
180.0000	533900106	LINCOLN ELEC.HLDGS INC.	VARIOUS	09/28/2009	8,479.45	7,709.58	769.87	0.00
1172.0000	83421A104	SOLERA HLDGS INC.COM	VARIOUS	09/28/2009	35,964.35	29,942.90	6,021.45	0.00
1060.0000	302445101	FLIR SYS INC.	06/05/2009	09/29/2009	29,538.05	25,569.43	3,968.62	0.00

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Account Number: 26-32428
 Recipient's Tax ID number: 95-6060162

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 Ref: MSC
 THOMAS & DOROTHY LEAVEY
 FOUNDATION

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

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LOUIS CASTRUCCIO
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 LOS ANGELES, CA 90067-4276

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
765.0000	337738108	FISERV INC	VARIOUS	09/29/2009	36,861.11	37,115.45	-254.34	0.00
1170.0000	83421A104	SOLERA HLDGS INC COM	VARIOUS	09/29/2009	35,899.36	29,460.15	6,439.21	0.00
1690.0000	228368106	CROWN HLDGS INC COM	07/24/2009	09/30/2009	44,976.33	43,353.57	1,622.76	0.00
4772.0000	26882D109	EPIQ SYS INC COM	VARIOUS	09/30/2009	69,080.08	76,084.92	-7,004.84	0.00
131.0000	450828108	IBERIABANK CORP COM	07/20/2009	09/30/2009	5,997.22	5,552.16	445.06	0.00
303.0000	450828108	IBERIABANK CORP COM	07/20/2009	09/30/2009	13,815.92	12,842.02	973.90	0.00
825.0000	683715106	OPEN TEXT CORP COM	08/21/2009	09/30/2009	30,741.84	32,305.27	-1,563.43	0.00
175.0000	228368106	CROWN HLDGS INC COM	07/24/2009	10/01/2009	4,675.58	4,489.28	187.30	0.00
632.0000	26882D109	EPIQ SYS INC COM	09/17/2009	10/01/2009	9,013.47	9,592.94	-579.47	0.00
1113.0000	450828108	IBERIABANK CORP COM	VARIOUS	10/01/2009	49,957.83	46,846.92	3,110.91	0.00
1882.0000	05874B107	BALLY TECHNOLOGIES INC COM STK	05/11/2009	10/02/2009	67,189.87	52,002.30	15,185.57	0.00
214.0000	450828108	IBERIABANK CORP COM	07/06/2009	10/02/2009	9,420.24	8,561.88	858.36	0.00
1845.0000	05874B107	BALLY TECHNOLOGIES INC COM STK	VARIOUS	10/05/2009	67,036.54	47,406.16	19,630.38	0.00
523.0000	450828108	IBERIABANK CORP COM	07/06/2009	10/05/2009	23,354.16	20,924.60	2,429.56	0.00
556.0000	450828108	IBERIABANK CORP COM	07/06/2009	10/06/2009	24,930.50	22,244.89	2,685.61	0.00
1165.0000	00508Y102	ACUITY BRANDS INC	VARICUS	10/07/2009	41,995.54	34,438.38	7,557.16	0.00
655.0000	892356106	TRACTOR SUPPLY CO	05/14/2009	10/09/2009	34,792.70	23,313.35	11,479.35	0.00
1803.0000	28140M103	EDUCATION MGMT CORP NEW COM	10/01/2009	10/14/2009	40,564.12	32,254.00	8,110.12	0.00
885.0000	892356106	TRACTOR SUPPLY CO	VARICUS	10/14/2009	46,209.00	31,409.60	14,799.40	0.00
175.0000	343498101	FLOWERS FOODS INC	12/02/2009	10/16/2009	4,176.08	4,214.79	-38.71	0.00

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2009 Tax Information Statement

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 Recipient's Name and Address
 THOMAS & DOROTHY LEAVEY
 FOUNDATION
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 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

Account Number: 26-32428
 Recipient's Tax ID number: 95-6060162

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
449.0000	428567101	HIBBETT SPORTS INC COM STK	VARIOUS	10/20/2009	9,421.21	7,606.97	1,814.24	0.00
370.0000	428567101	HIBBETT SPORTS INC COM STK	08/25/2009	10/21/2009	7,667.42	6,228.95	1,438.47	0.00
1645.0000	595017104	MICROCHIP TECHNOLOGY INC	VARIOUS	10/21/2009	42,357.99	31,547.15	10,810.84	0.00
740.0000	428567101	HIBBETT SPORTS INC COM STK	VARIOUS	10/22/2009	15,066.38	12,280.45	2,785.93	0.00
179.0000	8330324101	SNAP ON INC	07/31/2009	10/22/2009	6,702.05	6,051.69	640.36	0.00
370.0000	428567101	HIBBETT SPORTS INC COM STK	08/21/2009	10/23/2009	7,460.04	6,133.27	1,326.77	0.00
1775.0000	384109104	GRACO INC	10/14/2009	10/26/2009	50,633.42	51,917.86	-1,284.44	0.00
202.0000	428567101	HIBBETT SPORTS INC COM STK	08/21/2009	10/26/2009	4,100.69	3,348.43	752.26	0.00
70.0000	609027107	MONARCH CASINO & RESORT INC COM	05/13/2009	10/26/2009	578.74	678.30	-99.56	0.00
781.0000	71721R406	PHASE FORWARD INC COM	VARIOUS	10/26/2009	10,461.46	12,014.04	-1,552.58	0.00
1455.0000	G0219G203	ALLIED WORLD ASSURANCE COM STK	08/24/2009	10/26/2009	66,710.32	64,041.83	2,668.49	0.00
408.0000	428567101	HIBBETT SPORTS INC COM STK	09/21/2009	10/27/2009	8,008.46	6,763.17	1,245.29	0.00
176.0000	609027107	MONARCH CASINO & RESORT INC COM	05/13/2009	10/27/2009	1,397.73	1,705.44	-307.71	0.00
2210.0000	71721R406	PHASE FORWARD INC COM	VARIOUS	10/27/2009	28,994.89	32,581.30	-3,586.41	0.00
3.0000	879360105	TELEDYNE TECHNOLOGIES INC	01/22/2009	10/27/2009	104.96	81.79	23.17	0.00
169.0000	428567101	HIBBETT SPORTS INC COM STK	08/21/2009	10/28/2009	3,200.23	2,801.41	398.82	0.00
207.0000	609027107	MONARCH CASINO & RESORT INC COM	05/13/2009	10/28/2009	1,524.62	2,005.83	-481.21	0.00
152.0000	879360105	TELEDYNE TECHNOLOGIES INC	01/22/2009	10/28/2009	5,262.66	4,143.81	1,118.85	0.00

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IRELL & MANELLA LLP
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Recipient's Tax ID number 95-6060162

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

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507.0000	428567101	HIBBETT SPORTS INC COM STK	08/21/2009	10/29/2009	9,575.31	8,404.24	1,171.07	0.00
387.0000	609027107	MONARCH CASINO & RESORT INC COM	05/13/2009	10/29/2009	2,814.66	3,750.03	-935.37	0.00
422.0000	879360105	TELEDYNE TECHNOLOGIES INC	01/22/2009	10/29/2009	14,754.98	11,504.52	3,250.46	0.00
532.0000	460951106	INTEROIL CORP COM	09/18/2009	10/30/2009	24,200.54	21,535.68	2,664.86	0.00
299.0000	609027107	MONARCH CASINO & RESORT INC COM	05/13/2009	10/30/2009	2,095.61	2,897.31	-801.70	0.00
63.0000	879360105	TELEDYNE TECHNOLOGIES INC	01/22/2009	10/30/2009	2,168.97	1,717.50	451.47	0.00
3972.0000	880915103	TERRA INDS INC COM	VARIOUS	10/30/2009	125,169.99	127,454.57	-2,284.58	0.00
460.0000	460951106	INTEROIL CORP COM	09/18/2009	11/02/2009	20,465.24	19,621.08	1,844.16	0.00
3700.0000	595017104	MICROCHIP TECHNOLOGY INC	02/26/2009	11/02/2009	88,886.51	70,497.58	18,388.93	0.00
398.0000	609027107	MONARCH CASINO & RESORT INC COM	05/13/2009	11/02/2009	2,633.58	3,856.62	-1,223.04	0.00
805.0000	776696106	ROPER INDS INC NEW	06/12/2009	11/02/2009	40,248.16	37,524.03	2,724.13	0.00
398.0000	833034101	SNAP ON INC	VARIOUS	11/02/2009	14,472.34	12,747.15	1,725.19	0.00
164.0000	833034101	SNAP ON INC	05/20/2009	11/02/2009	5,908.10	5,037.13	870.97	0.00
503.0000	609027107	MONARCH CASINO & RESORT INC COM	05/13/2009	11/03/2009	3,232.35	4,874.37	-1,641.72	0.00
360.0000	833034101	SNAP ON INC	05/20/2009	11/03/2009	13,540.62	11,057.11	2,483.51	0.00
4361.0000	000360206	AAON INC COM PAR S0 004 COM PAR S0 004	VARIOUS	11/04/2009	82,258.99	88,864.20	-6,605.21	0.00
3060.0000	205944101	CON-WAY INC COM STK	09/02/2009	11/04/2009	91,746.84	125,716.12	-33,969.28	0.00

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1005 0000	92345Y106	VERISK ANALYTICS INC CL A CL A	10/06/2009	11/04/2009	27,306.55	22,110.00	5,196.55	0.00
84 0000	609027107	MONARCH CASINO & RESORT INC COM	05/13/2009	11/05/2009	544.67	813.96	-269.29	0.00
69 0000	609027107	MONARCH CASINO & RESORT INC COM	05/13/2009	11/06/2009	436.75	668.61	-231.86	0.00
9782 0000	80007P307	SANDRIDGE ENERGY INC COM	VARIOUS	11/06/2009	95,325.09	86,383.17	8,941.92	0.00
1340 0000	031100100	AMETEK INC NEW	VARIOUS	11/09/2009	47,874.29	46,101.56	1,772.73	0.00
1445 0000	228368106	CROWN HLDGS INC COM	VARIOUS	11/09/2009	38,835.11	38,831.05	-15.94	0.00
408 0000	609027107	MONARCH CASINO & RESORT INC COM	VARIOUS	11/09/2009	2,627.57	3,937.97	-1,310.40	0.00
105 0000	609027107	MONARCH CASINO & RESORT INC COM	05/13/2009	11/09/2009	680.08	1,005.62	-325.54	0.00
730 0000	858912108	STERICYCLE INC	06/12/2009	11/09/2009	39,818.86	36,261.73	3,557.13	0.00
167 0000	609027107	MONARCH CASINO & RESORT INC COM	05/13/2009	11/10/2009	1,078.34	1,599.41	-521.07	0.00
354 0000	609027107	MONARCH CASINO & RESORT INC COM	05/13/2009	11/10/2009	2,290.43	3,390.36	-1,099.93	0.00
9 0000	833034101	SNAP ON INC	05/20/2009	11/10/2009	347.46	276.43	71.03	0.00
120 0000	00508Y102	ACUITY BRANDS INC	07/23/2009	11/11/2009	3,940.15	3,546.04	394.11	0.00
219 0000	00508Y102	ACUITY BRANDS INC	07/23/2009	11/11/2009	7,201.06	6,471.54	729.52	0.00
362 0000	609027107	MONARCH CASINO & RESORT INC COM	VARIOUS	11/11/2009	2,347.55	2,778.70	-431.15	0.00

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 LOS ANGELES, CA 90067-4276

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1005 0000	609027107	MONARCH CASINO & RESORT INC COM	VARIOUS	11/11/2009	6,533.41	8,288.04	-1,754.63	0.00
375.0000	00508Y102	ACUTY BRANDS INC	VARIOUS	11/12/2009	11,886.85	9,939.39	1,947.46	0.00
275 0000	609027107	MONARCH CASINO & RESORT INC COM	06/09/2009	11/12/2009	1,779.70	2,105.92	-326.22	0.00
1774.0000	833034101	SNAP ON INC	VARIOUS	11/12/2009	67,502.51	52,788.42	14,713.09	0.00
469.0000	00508Y102	ACUTY BRANDS INC	07/06/2009	11/13/2009	14,628.43	12,255.53	2,372.90	0.00
188 0000	00508Y102	ACUTY BRANDS INC	07/06/2009	11/13/2009	5,822.21	4,912.67	909.54	0.00
2931.0000	296315104	ESCO TECHNOLOGIES INC	VARIOUS	11/13/2009	94,649.82	123,977.18	-29,327.36	0.00
218 0000	609027107	MONARCH CASINO & RESORT INC COM	06/09/2009	11/13/2009	1,410.51	1,669.42	-258.91	0.00
469.0000	00508Y102	ACUTY BRANDS INC	07/06/2009	11/16/2009	14,805.01	12,255.53	2,549.48	0.00
86.0000	00508Y102	ACUTY BRANDS INC	07/06/2009	11/16/2009	2,721.00	2,247.28	473.72	0.00
308 0000	609027107	MONARCH CASINO & RESORT INC COM	06/09/2009	11/16/2009	2,032.26	2,358.64	-326.38	0.00
469 0000	00508Y102	ACUTY BRANDS INC	07/06/2009	11/17/2009	14,576.53	12,255.53	2,321.00	0.00
768 0000	609027107	MONARCH CASINO & RESORT INC COM	VARIOUS	11/17/2009	5,084.03	5,797.33	-713.30	0.00
562.0000	00508Y102	ACUTY BRANDS INC	07/06/2009	11/18/2009	20,490.36	17,298.86	3,191.50	0.00
608.0000	00508Y102	ACUTY BRANDS INC	07/06/2009	11/19/2009	18,905.76	15,887.77	3,017.99	0.00
855.0000	057665200	BALCHEM CORP COM	VARIOUS	11/19/2009	26,287.83	23,098.65	3,189.18	0.00
179.0000	16444H102	CHEROKEE INC DEL NEW COM	12/19/2008	11/19/2009	3,449.13	2,902.20	546.93	0.00

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2009 Tax Information Statement

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 Recipient's Name and Address
 THOMAS & DOROTHY LEAVEY
 FOUNDATION
 LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

Account Number: 26-32428
 Recipient's Tax ID number: 95-6060162

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, etc. Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
400.0000	16444H102	CHEROKEE INC DEL NEW COM	VARIOUS	11/19/2009	7,692.12	6,479.94	1,212.18	0.00
2115.0000	302491303	FMC CORP NEW	VARIOUS	11/19/2009	118,982.67	102,338.62	16,645.05	0.00
625.0000	16444H102	CHEROKEE INC DEL NEW COM	VARIOUS	11/20/2009	11,956.94	10,039.74	1,927.20	0.00
4925.0000	58319P108	MEADOWBROOK INS GROUP INC COM	08/04/2009	11/20/2009	33,973.74	38,660.76	-4,687.02	0.00
625.0000	16444H102	CHEROKEE INC DEL NEW COM	VARIOUS	11/23/2009	12,082.82	9,988.80	2,094.02	0.00
660.0000	00738A106	ADTRAN INC	10/14/2009	11/25/2009	14,193.33	16,510.36	-2,317.03	0.00
1372.0000	00738A106	ADTRAN INC	10/14/2009	11/25/2009	29,539.52	34,321.54	-4,781.92	0.00
2670.0000	784117103	SEL INVESTMENTS CO	VARIOUS	11/25/2009	47,632.37	51,043.35	-3,410.98	0.00
790.0000	858912108	STERICYCLE INC	VARIOUS	11/25/2009	43,731.69	39,013.46	4,718.23	0.00
2809.0000	00738A106	ADTRAN INC	VARIOUS	11/27/2009	59,085.22	70,170.49	-11,085.27	0.00
450.0000	858912108	STERICYCLE INC	VARIOUS	11/27/2009	24,211.22	22,141.99	2,069.23	0.00
5726.0000	247916208	DENBURY RES INC NEW	11/12/2009	11/30/2009	75,787.39	78,002.44	-2,215.05	0.00
1415.0000	11133T103	BROADRIDGE FINL SOLUTIONS INC COM STK	05/11/2009	12/01/2009	31,238.30	25,573.15	5,665.15	0.00
1804.0000	247916208	DENBURY RES INC NEW	11/12/2009	12/01/2009	24,051.39	24,574.99	-523.60	0.00
2305.0000	247916208	DENBURY RES INC NEW	11/12/2009	12/01/2009	30,577.80	31,399.86	-822.06	0.00
769.0000	589584101	MERIDIAN BIOSCIENCE INC COM	03/09/2009	12/01/2009	15,924.66	13,320.00	2,604.66	0.00
1475.0000	64128B108	NEUTRAL TANDEM INC COM STK	VARIOUS	12/01/2009	33,982.09	36,533.02	-2,550.93	0.00
2155.0000	686091109	O REILLY AUTOMOTIVE INC	VARIOUS	12/02/2009	84,234.84	80,219.56	4,015.28	0.00
26.0000	686091109	O REILLY AUTOMOTIVE INC	05/14/2009	12/03/2009	1,016.45	919.86	96.59	0.00

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
395.0000	686091109	O'REILLY AUTOMOTIVE INC	VARIOUS	12/04/2009	15,295.62	13,905.06	1,390.56	0.00
2915.0000	445658107	J B HUNT TRANS SVCS INC	VARIOUS	12/07/2009	96,024.03	94,576.30	1,447.73	0.00
2790.0000	64107N206	NET 1 UEPS TECHNOLOGIES INC COM	09/15/2009	12/07/2009	51,036.44	57,278.70	-6,242.26	0.00
		NEW NET 1 UEPS TECHNOLOGIES INC						
1120.0000	683715106	OPEN TEXT CORP COM	VARIOUS	12/07/2009	44,194.06	40,388.04	3,806.02	0.00
1825.0000	445658107	J B HUNT TRANS SVCS INC	11/04/2009	12/08/2009	60,136.40	58,982.36	1,154.04	0.00
615.0000	533900106	LINCOLN ELEC HLDGS INC	VARIOUS	12/15/2009	31,959.15	30,791.94	1,177.21	0.00
1275.0000	86837X105	SUPERIOR WELL SVCS INC COM STK	09/09/2009	12/22/2009	20,206.56	15,258.85	5,947.71	0.00
205.0000	86837X105	SUPERIOR WELL SVCS INC COM STK	09/09/2009	12/23/2009	3,245.87	2,131.92	1,114.05	0.00
955.0000	86837X105	SUPERIOR WELL SVCS INC COM STK	09/09/2009	12/23/2009	15,121.27	9,931.14	5,190.13	0.00
1770.0000	171340102	CHURCH & DWIGHT INC	VARIOUS	12/24/2009	109,277.52	106,719.52	2,558.00	0.00
2040.0000	86837X105	SUPERIOR WELL SVCS INC COM STK	VARIOUS	12/24/2009	30,011.90	20,979.11	9,032.79	0.00
210.0000	772739207	ROCK TENN CO CL A	VARIOUS	12/28/2009	11,029.18	10,584.33	444.85	0.00
905.0000	86837X105	SUPERIOR WELL SVCS INC COM STK	09/08/2009	12/28/2009	13,453.74	9,298.33	4,155.41	0.00
110.0000	772739207	ROCK TENN CO CL A	VARIOUS	12/29/2009	5,719.60	5,511.02	208.58	0.00
937.0000	86837X105	SUPERIOR WELL SVCS INC COM STK	VARIOUS	12/29/2009	13,779.82	8,824.39	4,955.43	0.00
415.0000	772739207	ROCK TENN CO CL A	VARIOUS	12/30/2009	21,419.68	20,532.15	887.53	0.00
Total Short Term Sales						12,635,379.35	-206,047.99	0.00
Long Term 15% Sales						5,647.15	-1,323.78	0.00
230.0000 743312100 PROGRESS SOFTWARE CORP						4,323.37		

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LOS ANGELES, CA 90067-4276

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
50.0000	03662Q105	ANSYS INC.	07/13/2005	01/09/2009	1,312.27	910.57	401.70	0.00
1720.0000	242370104	DEAN FOODS CO NEW	09/28/2007	01/09/2009	32,703.72	44,090.48	-11,386.76	0.00
410.0000	743312100	PROGRESS SOFTWARE CORP.	09/21/2006	01/09/2009	7,466.95	10,056.67	-2,589.72	0.00
10.0000	03662Q105	ANSYS INC.	07/13/2005	01/12/2009	260.50	182.11	78.39	0.00
1685.0000	515098101	LANDSTAR SYS INC.	10/18/2007	01/12/2009	57,402.58	69,728.83	-12,326.25	0.00
820.0000	743312100	PROGRESS SOFTWARE CORP.	09/21/2006	01/12/2009	14,801.73	20,133.33	-5,331.60	0.00
610.0000	743312100	PROGRESS SOFTWARE CORP.	09/21/2006	01/12/2009	11,007.32	14,977.23	-3,969.91	0.00
405.0000	743312100	PROGRESS SOFTWARE CORP.	VARIOUS	01/13/2009	7,305.75	9,916.70	-2,610.95	0.00
440.0000	743312100	PROGRESS SOFTWARE CORP.	09/21/2006	01/13/2009	7,920.92	10,803.25	-2,882.33	0.00
60.0000	03662Q105	ANSYS INC.	07/13/2005	01/14/2009	1,497.59	1,092.69	404.90	0.00
9940.0000	682189105	ON SEMICONDUCTOR CORP COM	VARIOUS	01/14/2009	40,212.04	67,220.05	-27,008.01	0.00
80.0000	682189105	ON SEMICONDUCTOR CORP COM	09/21/2006	01/14/2009	323.59	497.44	-173.85	0.00
405.0000	743312100	PROGRESS SOFTWARE CORP.	05/19/2006	01/14/2009	7,040.80	9,743.53	-2,702.73	0.00
6935.0000	682189105	ON SEMICONDUCTOR CORP COM	VARIOUS	01/15/2009	27,647.60	43,035.48	-15,387.88	0.00
410.0000	743312100	PROGRESS SOFTWARE CORP.	VARIOUS	01/15/2009	6,800.79	9,467.51	-2,666.72	0.00
485.0000	743312100	PROGRESS SOFTWARE CORP.	VARIOUS	01/15/2009	8,099.16	11,328.74	-3,229.58	0.00
305.0000	770196103	ROBBINS & MYERS INC COM	VARIOUS	01/30/2009	5,448.27	7,576.44	-2,128.17	0.00
1285.0000	23326107	DST SYS INC DEL	VARIOUS	02/03/2009	41,648.03	84,880.13	-43,232.10	0.00
2058.0000	29362U104	ENTEGRIS INC.	VARIOUS	02/04/2009	2,300.00	19,104.71	-16,804.71	0.00
12144.0000	29362U104	ENTEGRIS INC	VARIOUS	02/04/2009	13,821.01	103,808.16	-89,987.15	0.00

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Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
350.0000	942712100	WATSON WYATT & CO HLDGS CL A	05/23/2007	02/05/2009	17,448.59	18,264.54	-815.95	0.00
60.0000	942712100	WATSON WYATT & CO HLDGS CL A	05/23/2007	02/05/2009	2,991.63	3,131.06	-139.43	0.00
640.0000	942712100	WATSON WYATT & CO HLDGS CL A	05/23/2007	02/05/2009	31,904.78	33,398.01	-1,493.23	0.00
515.0000	032995101	AMPHENOL CORP NEW CL A	VARIOUS	02/06/2009	14,989.04	19,309.47	-4,320.43	0.00
340.0000	090572207	BIO RAD LABS INC CL A	VARIOUS	02/06/2009	22,876.49	32,370.15	-9,393.66	0.00
50.0000	090572207	BIO RAD LABS INC CL A	01/17/2008	02/06/2009	3,392.39	4,812.01	-1,419.62	0.00
2449.0000	293620104	ENTEGRIS INC	VARIOUS	02/06/2009	2,987.76	17,799.21	-14,811.45	0.00
1335.0000	293620104	ENTEGRIS INC	VARIOUS	02/06/2009	1,628.69	9,748.90	-8,120.21	0.00
170.0000	090572207	BIO RAD LABS INC CL A	01/18/2008	02/09/2009	11,222.79	16,069.04	-4,846.25	0.00
755.0000	465685105	ITC HLDGS CORP COM STK	VARIOUS	02/09/2009	33,073.25	39,295.72	-6,222.46	0.00
2440.0000	242370104	DEAN FOODS CO NEW	VARIOUS	02/17/2009	47,815.92	62,049.65	-14,233.73	0.00
1490.0000	827048109	SILGAN HLDGS INC COM	VARIOUS	02/17/2009	73,175.57	76,880.97	-3,705.40	0.00
185.0000	827048109	SILGAN HLDGS INC COM	03/26/2007	02/18/2009	9,206.76	9,340.95	-134.19	0.00
85.0000	827048109	SILGAN HLDGS INC COM	03/26/2007	02/19/2009	4,187.61	4,291.79	-104.18	0.00
290.0000	203372107	COMMScope INC	10/04/2006	02/23/2009	3,738.40	8,732.13	-4,993.73	0.00
2765.0000	203372107	COMMScope INC	VARIOUS	02/24/2009	36,214.93	79,284.27	-43,069.34	0.00
2010.0000	037398103	AON CORP	02/26/2007	02/26/2009	76,168.32	78,316.83	-2,148.51	0.00
1940.0000	759351604	REINSURANCE GROUP AMER INC COM NEW STK	09/21/2007	02/26/2009	55,344.78	107,162.67	-51,837.89	0.00
1065.0000	827048109	SILGAN HLDGS INC COM	VARIOUS	02/26/2009	51,209.60	53,468.50	-2,258.90	0.00

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CHICAGO, IL 60680

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2015.0000	695257105	PACTIV CORP	09/25/2007	03/02/2009	26,251.67		56,502.21	-30,250.54	0.00
135.0000	421906108	HEALTHCARE SVCS GROUP INC	02/14/2008	04/15/2009	2,360.95		2,791.35	-430.40	0.00
680.0000	421906108	HEALTHCARE SVCS GROUP INC	VARIOUS	04/15/2009	11,878.63		14,127.90	-2,249.22	0.00
1127.0000	421906108	HEALTHCARE SVCS GROUP INC	VARIOUS	04/16/2009	19,938.03		23,301.98	-3,363.95	0.00
373.0000	421906108	HEALTHCARE SVCS GROUP INC	VARIOUS	04/16/2009	6,507.45		7,689.12	-1,091.67	0.00
225.0000	421906108	HEALTHCARE SVCS GROUP INC	04/16/2008	04/17/2009	4,009.50		3,578.58	430.92	0.00
674.0000	421906108	HEALTHCARE SVCS GROUP INC	04/16/2008	04/17/2009	11,942.84		19,719.83	1,223.01	0.00
1303.0000	251893103	DEVRY INC DEL	VARIOUS	04/21/2009	54,862.58		54,310.37	552.21	0.00
145.0000	421906108	HEALTHCARE SVCS GROUP INC	04/16/2008	04/21/2009	2,547.38		2,306.20	241.16	0.00
570.0000	421906108	HEALTHCARE SVCS GROUP INC	04/16/2008	04/21/2009	9,928.63		9,065.74	862.89	0.00
19.0000	989390109	ZENITH NATL INS CORP COM	04/08/2008	04/21/2009	463.25		727.91	-261.66	0.00
8.0000	989390109	ZENITH NATL INS CORP COM	04/08/2008	04/21/2009	195.27		306.49	-110.22	0.00
622.0000	251893103	DEVRY INC DEL	VARIOUS	04/22/2009	27,094.99		25,913.70	1,181.29	0.00
515.0000	032095101	AMPHENOL CORP NEW CL A	09/15/2004	04/23/2009	17,526.75		7,982.23	9,544.46	0.00
985.0000	032095101	AMPHENOL CORP NEW CL A	09/15/2004	05/01/2009	33,092.28		15,267.11	17,825.17	0.00
1010.0000	505404409	LABORATORY CORP AMER HLDGS NEW	VARIOUS	05/05/2009	64,812.05		72,115.89	-7,303.84	0.00
352.0000	421906108	HEALTHCARE SVCS GROUP INC	04/16/2008	05/11/2009	6,240.68		5,558.49	642.19	0.00
135.0000	217204106	COPART INC	VARIOUS	05/12/2009	4,210.18		5,013.33	-803.15	0.00
1710.0000	037389103	AON CORP	02/26/2007	05/19/2009	62,555.32		66,627.75	-4,072.43	0.00
1165.0000	942712100	WATSON WYATT & CO HLDGS CL A	VARIOUS	05/19/2009	46,527.15		59,716.66	-13,191.51	0.00

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856.0000	589584101	MERIDIAN BIOSCIENCE INC COM	04/17/2008	05/21/2009	16,328.03	24,499.40	-8,171.37	0.00
355.0000	26153C103	DREAMWORKS ANIMATION INC CL A COM STK	12/19/2007	05/22/2009	9,290.22	8,863.21	427.01	0.00
530.0000	589584101	MERIDIAN BIOSCIENCE INC COM	04/17/2008	05/22/2009	10,015.47	15,169.03	-5,153.56	0.00
286.0000	03662Q105	ANSYS INC	07/13/2005	06/08/2009	9,333.74	5,298.47	4,125.27	0.00
1947.0000	421906108	HEALTHCARE SVCS GROUP INC	VARIOUS	06/12/2009	35,018.42	29,472.79	5,545.63	0.00
4550.0000	116794108	BRUKER CORP	VARIOUS	06/23/2009	40,678.23	54,917.91	-14,239.68	0.00
1485.0000	037389103	AON CORP	02/26/2007	06/25/2009	55,440.15	57,860.95	-2,420.80	0.00
340.0000	037389103	AON CORP	02/26/2007	06/29/2009	12,685.04	13,247.62	-562.58	0.00
87.0000	589584101	MERIDIAN BIOSCIENCE INC COM	04/17/2008	07/06/2009	1,998.57	2,490.01	-491.44	0.00
252.0000	589584101	MERIDIAN BIOSCIENCE INC COM	04/17/2008	07/06/2009	5,789.07	7,212.44	-1,423.37	0.00
150.0000	26153C103	DREAMWORKS ANIMATION INC CL A COM STK	12/19/2007	07/07/2009	3,948.98	3,733.58	215.40	0.00
600.0000	941053100	WASTE CONNECTIONS INC	01/10/2008	07/22/2009	16,863.29	18,323.46	-1,460.17	0.00
198.0000	55306N104	MKS INSTRUMENT INC	08/13/2007	07/23/2009	3,930.59	4,594.57	-653.98	0.00
176.0000	55306N104	MKS INSTRUMENT INC	08/13/2007	07/23/2009	3,495.78	4,075.18	-579.40	0.00
68.0000	51022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	07/23/2009	493.37	987.29	-493.92	0.00
3665.0000	695257105	PACTIV CORP	09/25/2007	07/23/2009	92,271.33	102,769.54	-10,498.21	0.00
2.0000	51022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	07/24/2009	14.45	29.04	-14.59	0.00
2913.0000	57020Q107	NTELOS HLDGS CORP COM	VARIOUS	07/24/2009	46,610.58	68,948.00	-22,337.42	0.00

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2009 Tax Information Statement

Account Number: 26-32428
 Recipient's Tax ID number: 95-6060162

Recipient's Name and Address
 THOMAS & DOROTHY LEAVEY
 FOUNDATION

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

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 Ref: MSC

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
952.0000	941053100	WASTE CONNECTIONS INC	VARIOUS	07/24/2009	27,080.56	24,798.67	2,281.89	0.00
1254.0000	941053100	WASTE CONNECTIONS INC	01/09/2008	07/24/2009	35,855.08	37,127.55	-1,272.47	0.00
317.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	07/27/2009	2,398.55	4,602.49	-2,204.14	0.00
162.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	07/27/2009	1,250.28	2,352.06	-1,101.78	0.00
339.0000	67020Q107	NTELOS HLDGS CORP COM	08/16/2007	07/27/2009	5,388.43	7,982.16	-2,593.73	0.00
460.0000	941053100	WASTE CONNECTIONS INC	09/21/2006	07/27/2009	13,142.55	11,473.01	1,669.54	0.00
11.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	07/28/2009	82.21	159.71	-77.50	0.00
1185.0000	67020Q107	NTELOS HLDGS CORP COM	VARIOUS	07/28/2009	18,710.30	26,881.01	-7,950.71	0.00
3379.0000	685564106	ORBITAL SCIENCES CORP	VARIOUS	07/28/2009	42,291.15	82,923.15	-40,632.00	0.00
161.0000	685564106	ORBITAL SCIENCES CORP	10/12/2007	07/28/2009	2,030.74	4,033.18	-2,002.44	0.00
367.0000	139594105	CAPELLA ED CO COM	12/19/2006	07/29/2009	22,886.04	9,073.05	13,812.99	0.00
628.0000	139594105	CAPELLA ED CO COM	VARIOUS	07/29/2009	39,299.53	15,404.32	23,895.21	0.00
1560.0000	26153C103	DREAMWORKS ANIMATION INC CL A COM STK	VARIOUS	07/29/2009	47,799.67	38,720.47	9,079.20	0.00
9.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	07/29/2009	67.24	130.67	-63.43	0.00
13.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	07/29/2009	97.23	188.75	-91.52	0.00
75.0000	55336N104	MKS INSTRUMENT INC	08/13/2007	07/30/2009	1,480.05	1,736.58	-256.53	0.00

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Recipient's Name and Address
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1800 AVENUE OF THE STARS, SUITE 900
LOS ANGELES, CA 90067-4276

Account Number: 26-32428

Recipient's Tax ID number: 95-6060162

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
36.0000	55306N104	MKS INSTRUMENT INC	08/13/2007	07/30/2009	711.10	833.56	-122.46	0.00
5.0000	55306N104	MKS INSTRUMENT INC	08/13/2007	07/30/2009	98.69	115.77	-17.08	0.00
471.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	07/30/2009	3,528.30	6,838.40	-3,310.10	0.00
92.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	07/30/2009	689.19	1,335.74	-646.55	0.00
30.0000	55306N104	MKS INSTRUMENT INC	08/13/2007	07/31/2009	591.88	694.63	-102.75	0.00
5.0000	55306N104	MKS INSTRUMENT INC	08/13/2007	07/31/2009	98.64	115.77	-17.13	0.00
5.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	07/31/2009	37.42	72.59	-35.17	0.00
83.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	07/31/2009	622.03	1,205.07	-583.04	0.00
820.0000	67020Q107	NTELOS HLDGS CORP COM	01/28/2008	07/31/2009	12,538.77	17,837.05	-4,898.28	0.00
2.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	08/03/2009	14.96	29.04	-14.08	0.00
2333.0000	67020Q107	NTELOS HLDGS CORP COM	VARIOUS	08/03/2009	36,423.72	50,692.00	-14,268.28	0.00
3.0000	55306N104	MKS INSTRUMENT INC	08/13/2007	08/04/2009	59.15	69.46	-10.31	0.00
1549.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	08/25/2009	11,999.95	22,489.77	-10,489.82	0.00
975.0000	515098101	LANDSTAR SYS INC	10/18/2007	09/02/2009	34,759.51	40,347.55	-5,588.04	0.00
1985.0000	532791100	LINCARE HOLDINGS INC	VARIOUS	09/02/2009	51,099.33	64,732.11	-13,632.78	0.00
190.0000	410867105	HANOVER INS GROUP INC COM	04/29/2008	09/03/2009	7,575.47	8,771.81	-1,196.34	0.00

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2009 Tax Information Statement

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 Recipient's Name and Address
 THOMAS & DOROTHY LEAVEY
 FOUNDATION
 LOUIS CASTRUCCIO
 IRELL & MANELLA LLP
 1800 AVENUE OF THE STARS, SUITE 900
 LOS ANGELES, CA 90067-4276

Account Number: 26-32428
 Recipient's Tax ID number: 95-6060162

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
417.0000	707569109	PENN NATL GAMING INC COM	09/04/2008	09/08/2009	11,295.06	13,262.06	-1,967.00	0.00
510.0000	707569109	PENN NATL GAMING INC COM	VARIOUS	09/08/2009	13,854.40	16,148.37	-2,293.97	0.00
118.0000	707569109	PENN NATL GAMING INC COM	09/05/2008	09/09/2009	3,180.01	3,706.51	-526.50	0.00
760.0000	707569109	PENN NATL GAMING INC COM	09/05/2008	09/09/2009	20,514.99	23,872.44	-3,357.45	0.00
1190.0000	26153C103	DREAMWORKS ANIMATION INC CL A COM STK	VARIOUS	09/14/2009	43,488.15	28,806.33	14,681.82	0.00
870.0000	50540R409	LABORATORY CORP AMER HLDGS NEW	10/25/2007	09/15/2009	58,277.28	60,795.43	-2,518.15	0.00
1555.0000	465685105	ITC HLDGS CORP COM STK	VARIOUS	09/18/2009	72,424.91	76,995.38	-4,570.47	0.00
1361.0000	03662Q105	ANSYS INC	07/13/2005	09/23/2009	52,107.26	24,785.78	27,321.48	0.00
4545.0000	999390109	ZENITH NATL INS CORP COM	VARIOUS	09/23/2009	141,572.23	175,481.18	-33,908.95	0.00
905.0000	26153C103	DREAMWORKS ANIMATION INC CL A COM STK	VARIOUS	09/24/2009	30,806.31	21,890.56	8,915.75	0.00
15.0000	26153C103	DREAMWORKS ANIMATION INC CL A COM STK	12/18/2007	09/24/2009	512.12	357.30	154.82	0.00
1155.0000	M2196U108	CELLCOM ISRAEL LTD COM STK ILS0 01	VARIOUS	09/28/2009	36,032.53	28,472.04	7,560.49	0.00
885.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	09/29/2009	7,728.51	12,849.23	-5,120.72	0.00
83.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	09/30/2009	704.32	1,235.07	-500.75	0.00
575.0000	N22717107	CORE LABORATORIES NV NLG0 03	VARIOUS	09/30/2009	58,951.39	72,896.98	-13,945.59	0.00
192.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/09/2008	10/05/2009	1,628.11	2,787.63	-1,159.52	0.00

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2009 Tax Information Statement

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Recipient's Name and Address

THOMAS & DOROTHY LEAVEY

FOUNDATION

LOUIS CASTRUCCIO

IRELL & MANELLA LLP

1800 AVENUE OF THE STARS, SUITE 900

LOS ANGELES, CA 90067-4276

26-32428

95-6060162

Account Number:

Recipient's Tax ID number:

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THE NORTHERN TRUST COMPANY

P.O. BOX 803878

CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
653.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/08/2008	10/06/2009	5,537.36	9,465.53	-3,928.27	0.00
1085.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	VARIOUS	10/06/2009	9,189.71	15,733.92	-6,544.21	0.00
55.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	05/08/2008	10/07/2009	465.83	797.26	-331.43	0.00
695.0000	61022P100	MONOTYPE IMAGING HLDGS INC COM STK	VARIOUS	10/08/2009	5,968.29	9,804.05	-3,835.76	0.00
555.0000	G0450A105	ARCH CAPITAL GROUP COM STK	VARIOUS	10/15/2009	39,060.06	30,317.73	8,742.33	0.00
2585.0000	343498101	FLOWERS FOODS INC	VARIOUS	10/16/2009	61,686.59	69,762.72	-8,076.13	0.00
1205.0000	410867105	HANOVER INS GROUP INC COM	VARIOUS	10/16/2009	51,682.57	54,947.15	-3,264.58	0.00
260.0000	879360105	TELEDYNE TECHNOLOGIES INC	07/13/2005	10/16/2009	9,796.63	8,832.02	964.61	0.00
146.0000	879360105	TELEDYNE TECHNOLOGIES INC	07/13/2005	10/16/2009	5,418.80	4,959.52	459.28	0.00
104.0000	879360105	TELEDYNE TECHNOLOGIES INC	07/13/2005	10/16/2009	3,915.55	3,532.81	382.78	0.00
820.0000	989330109	ZENITH NATL INS CORP COM	03/12/2008	10/16/2009	25,663.62	28,403.49	-2,739.87	0.00
5.0000	879360105	TELEDYNE TECHNOLOGIES INC	07/13/2005	10/19/2009	184.89	169.85	15.04	0.00
98.0000	879360105	TELEDYNE TECHNOLOGIES INC	07/13/2005	10/19/2009	3,624.06	3,328.99	295.07	0.00
14.0000	879360105	TELEDYNE TECHNOLOGIES INC	07/13/2005	10/19/2009	517.85	475.57	42.28	0.00
99.0000	879360105	TELEDYNE TECHNOLOGIES INC	07/13/2005	10/19/2009	3,659.97	3,362.96	297.01	0.00
729.0000	833034101	SNAP ON INC	VARIOUS	10/21/2009	27,733.36	42,528.21	-14,794.85	0.00
343.0000	879360105	TELEDYNE TECHNOLOGIES INC	07/13/2005	10/21/2009	12,472.73	11,651.47	821.26	0.00
726.0000	833034101	SNAP ON INC	VARIOUS	10/22/2009	27,182.62	42,048.40	-14,865.78	0.00

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2009 Tax Information Statement

Account Number: 26-32428
 Recipient's Tax ID number: 95-6060162

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 THOMAS & DOROTHY LEAVEY
 FOUNDATION

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 1800 AVENUE OF THE STARS, SUITE 900
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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

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 Ref: MSC

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
514.0000	879360105	TELEDYNE TECHNOLOGIES INC	VARIOUS	10/22/2009	19,014.79	15,107.08	3,907.71	0.00
331.0000	879360105	TELEDYNE TECHNOLOGIES INC	12/19/2005	10/23/2009	11,925.88	9,445.02	2,481.86	0.00
750.0000	410867105	HANOVER INS GROUP INC COM	09/26/2008	10/26/2009	31,994.56	33,431.55	-1,436.99	0.00
590.0000	759351604	REINSURANCE GROUP AMER INC COM NEW STK	VARIOUS	10/26/2009	27,882.03	31,543.88	-3,661.85	0.00
304.0000	879360105	TELEDYNE TECHNOLOGIES INC	VARIOUS	10/26/2009	10,841.48	8,671.53	2,169.95	0.00
709.0000	968223206	JOHN WILEY & SONS INC CLASS A	09/21/2006	10/26/2009	25,232.65	25,531.29	-298.63	0.00
81.0000	968223206	JOHN WILEY & SONS INC CLASS A	09/21/2006	10/26/2009	2,882.72	2,916.83	-34.11	0.00
475.0000	60450A105	ARCH CAPITAL GROUP COM STK	VARIOUS	10/26/2009	32,607.95	25,169.60	7,438.36	0.00
245.0000	410867105	HANOVER INS GROUP INC COM	09/26/2008	10/27/2009	10,476.03	10,920.97	-444.94	0.00
287.0000	879360105	TELEDYNE TECHNOLOGIES INC	12/20/2005	10/27/2009	10,041.62	8,178.36	1,862.66	0.00
465.0000	968223206	JOHN WILEY & SONS INC CLASS A	09/21/2006	10/27/2009	16,512.05	16,742.78	-232.72	0.00
950.0000	032095101	AMPHENOL CORP NEW CL A	09/15/2004	11/03/2009	38,852.77	14,724.62	24,128.15	0.00
660.0000	031100100	AMETEK INC NEW	07/01/2008	11/04/2009	22,974.41	30,788.94	-7,814.53	0.00
1430.0000	781258108	RUDDICK CORP	VARIOUS	11/04/2009	39,179.42	43,783.44	-4,604.02	0.00
555.0000	031100100	AMETEK INC NEW	VARIOUS	11/09/2009	19,828.53	22,583.53	-2,755.00	0.00
695.0000	58502B106	MEDNAX INC COM	VARIOUS	11/13/2009	39,404.73	36,542.81	2,861.92	0.00
730.0000	58502B106	MEDNAX INC COM	VARIOUS	11/16/2009	41,544.91	37,853.53	3,651.38	0.00
135.0000	58502B106	MEDNAX INC COM	05/28/2008	11/17/2009	7,705.74	7,000.33	705.41	0.00
25.0000	827048109	SILGAN HLDGS INC COM	03/23/2007	11/19/2009	1,385.62	1,251.47	134.15	0.00

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1800 AVENUE OF THE STARS, SUITE 900

LOS ANGELES, CA 90067-4276

26-32428

95-6060162

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THE NORTHERN TRUST COMPANY

P.O. BOX 803878

CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
159.0000	827048109	SILGAN HLDGS INC COM	03/23/2007	11/19/2009	8,816.27	7,959.36	856.91	0.00
125.0000	827048109	SILGAN HLDGS INC COM	03/23/2007	11/19/2009	6,926.88	6,257.36	669.52	0.00
1235.0000	920355104	VALSPAR CORP	09/26/2008	11/19/2009	33,831.20	28,595.19	5,236.01	0.00
126.0000	827048109	SILGAN HLDGS INC COM	03/23/2007	11/20/2009	6,928.28	6,307.42	620.86	0.00
61.0000	827048109	SILGAN HLDGS INC COM	03/23/2007	11/20/2009	3,355.75	3,053.60	302.15	0.00
1965.0000	G0450A105	ARCH CAPITAL GROUP COM STK	VARIOUS	11/23/2009	136,497.18	93,521.97	42,975.21	0.00
1005.0000	827048109	SILGAN HLDGS INC COM	VARIOUS	11/25/2009	55,079.01	49,446.17	5,632.84	0.00
401.0000	968223206	JOHN WILEY & SONS INC CLASS A	09/21/2006	11/25/2009	15,330.56	14,440.12	890.44	0.00
325.0000	090572207	BIO RAD LABS INC CL A	VARIOUS	12/01/2009	31,371.90	30,325.12	1,046.78	0.00
660.0000	410867105	HANOVER INS GROUP INC COM	VARIOUS	12/01/2009	27,636.66	29,365.61	1,728.95	0.00
655.0000	451734107	IHS INC COM CL A COM CL A	VARIOUS	12/01/2009	32,808.11	41,253.71	8,445.60	0.00
2331.0000	589584101	MERIDIAN BIOSCIENCE INC COM	VARIOUS	12/01/2009	48,270.96	23,923.12	24,347.84	0.00
840.0000	968223206	JOHN WILEY & SONS INC CLASS A	09/21/2006	12/01/2009	31,486.76	30,248.63	1,238.13	0.00
1020.0000	M2196U109	CELLCOM ISRAEL LTD COM STK ILS0 01	VARIOUS	12/01/2009	32,335.62	24,772.32	7,563.30	0.00
925.0000	827048109	SILGAN HLDGS INC COM	VARIOUS	12/02/2009	49,253.87	44,856.87	4,387.00	0.00
1715.0000	032095101	AMPHENOL CORP NEW CL A	09/15/2004	12/15/2009	75,056.41	26,581.81	48,474.60	0.00
543.0000	781258108	RUDDICK CORP	08/01/2008	12/24/2009	14,389.35	16,564.38	2,175.03	0.00
1359.0000	781258108	RUDDICK CORP	VARIOUS	12/24/2009	35,994.36	41,538.66	5,544.30	0.00
152.0000	205826209	COMTECH TELECOMMUNICATIONS CORP NEW	12/10/2008	12/28/2009	5,502.42	7,135.81	1,633.39	0.00

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LOS ANGELES, CA 90067-4276

Account Number:
26-32428
95-6060162

Recipient's Tax ID number:

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
425 0000	205826209	COMTECH TELECOMMUNICATIONS CORP NEW	VARIOUS	12/28/2009	15,377.76	19,870.92	-4,493.16	0.00
3047 0000	781258108	RUDDICK CORP	VARIOUS	12/28/2009	80,803.75	84,632.55	-3,828.80	0.00
210 0000	205826209	COMTECH TELECOMMUNICATIONS CORP NEW	12/03/2008	12/29/2009	7,587.96	9,452.83	-1,864.87	0.00
337 0000	205826209	COMTECH TELECOMMUNICATIONS CORP NEW	VARIOUS	12/30/2009	11,945.46	14,988.34	-3,042.88	0.00
560 0000	205826209	COMTECH TELECOMMUNICATIONS CORP NEW	VARIOUS	12/31/2009	19,653.25	23,885.54	-4,232.29	0.00
Total Long Term 15% Sales						4,533,213.22	-492,472.71	0.00

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2009 Tax Information Statement

Account Number: 26-43378
 Recipient's Tax ID number: 95-6060162
 Recipient's Name and Address:
 THE THOMAS AND DOROTHY LEAVEY
 C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP

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Ref: MSC

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THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

2009 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
8000.0000	49460W208	KINETIC CONCEPTS INC COM NEW	VARIOUS	03/18/2009	153,813.48	294,554.57	-130,741.09	0.00
10600.0000	49460W208	KINETIC CONCEPTS INC COM NEW	VARIOUS	03/18/2009	217,052.86	450,544.67	-233,491.81	0.00
19400.0000	880779103	TEREX CORP NEW	VARIOUS	03/26/2009	209,156.04	848,425.28	-639,269.24	0.00
400.0000	654106103	NIKE INC CLASS B	03/24/2009	04/27/2009	21,944.68	18,449.60	3,495.07	0.00
3000.0000	41457P106	#REORG/HARRIS STRATEX NAME CHANGE AVIAT NETWORKS 2057800 EFF 1/28/10	05/28/2009	06/02/2009	15,954.78	16,020.00	-65.22	0.00
726.0000	41457P106	#REORG/HARRIS STRATEX NAME CHANGE AVIAT NETWORKS 2057800 EFF 1/28/10	05/28/2009	06/03/2009	4,059.75	3,876.84	182.91	0.00
2700.0000	41457P106	#REORG/HARRIS STRATEX NAME CHANGE AVIAT NETWORKS 2057800 EFF 1/28/10	05/28/2009	06/05/2009	1.32	1.44	-0.12	0.00
1700.0000	278058102	EATON CORP	03/26/2009	07/20/2009	80,461.99	66,024.26	14,437.73	0.00
1500.0000	278058102	EATON CORP	VARIOUS	07/21/2009	74,043.14	58,097.22	15,947.92	0.00
100.0000	29084T104	EMDEON INC CL A CL A	08/11/2009	08/12/2009	1,766.95	1,550.00	216.95	0.00
200.0000	14149Y108	CARDINAL HEALTH INC	03/24/2009	08/17/2009	6,545.49	6,489.58	55.91	0.00
4000.0000	85590A401	STARWOOD HOTELS & RESORTS WORLDWIDE INC COM STK	VARIOUS	09/11/2009	122,659.24	123,988.14	-1,328.90	0.00

This is important tax information and is being furnished to you

2009 Tax Information Statement

Account Number: 26-43378
 Recipient's Tax ID number: 95-6060162
 Recipient's Name and Address
 THE THOMAS AND DOROTHY LEAVEY
 C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP

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Ref: MSC

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, etc. Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1100 0000	85590A401	STARWOOD HOTELS & RESORTS WORLDWIDE INC COM STK	09/25/2008	09/11/2009	33,731.29	33,775.94	-44.65	0.00
5100 0000	85590A401	STARWOOD HOTELS & RESORTS WORLDWIDE INC COM STK	VARIOUS	09/14/2009	156,319.13	117,100.24	39,218.89	0.00
200 0000	92345Y106	VERISK ANALYTICS INC CL A CL A	10/06/2009	10/07/2009	5,531.29	4,400.00	1,131.29	0.00
300 0000	88579Y101	3M CO	03/24/2009	11/02/2009	22,316.01	14,760.78	7,555.23	0.00
500 0000	654902204	NOKIA CORP SPONSORED ADR	03/24/2009	11/10/2009	6,628.53	5,995.00	633.53	0.00
300 0000	98385X106	XTO ENERGY CORP	03/24/2009	12/22/2009	14,159.06	10,215.24	3,943.82	0.00
Total Short Term Sales						1,156,147.02	-918,121.78	0.00
Long Term 15% Sales								
10000 0000	125509109	CIGNA CORP	07/14/2003	02/05/2009	193,990.87	139,079.67	60,911.20	0.00
6000 0000	125509109	CIGNA CORP	VARIOUS	02/05/2009	119,994.52	82,206.01	37,788.51	0.00
10300 0000	125509109	CIGNA CORP	VARIOUS	02/05/2009	205,990.60	147,749.62	58,240.98	0.00
29133 0000	172867101	CITIGROUP INC	VARIOUS	03/18/2009	91,107.11	576,115.66	-485,008.55	0.00
2800 0000	654106103	NIKE INC CLASS B	11/15/2007	04/27/2009	153,612.73	177,026.36	-23,413.64	0.00
1000 0000	654106103	NIKE INC CLASS B	11/15/2007	04/27/2009	54,861.68	63,223.70	-8,362.02	0.00
1100 0000	74834L100	QUEST DIAGNOSTICS INC	11/15/2007	04/28/2009	57,090.73	60,140.85	-3,050.12	0.00
1700 0000	278058102	EATON CORP	11/15/2007	07/20/2009	80,461.99	149,836.98	-69,374.99	0.00
100 0000	278058102	EATON CORP	12/04/2000	07/21/2009	4,936.34	3,006.89	1,929.45	0.00
1600 0000	14145Y108	CARDINAL HEALTH INC	VARIOUS	07/28/2009	52,512.24	113,082.82	-60,570.58	0.00

This is important tax information and is being furnished to you.

2009 Tax Information Statement

Account Number: 26-43378
 Recipient's Tax ID number: 95-6060162
 Recipient's Name and Address
 THE THOMAS AND DOROTHY LEAVEY
 C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP

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Ref: MSC

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Corrected ☐ 2nd TIN notice

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1500.0000	14149Y108	CARDINAL HEALTH INC	VARIOUS	07/28/2009	49,230.23	105,074.98	-55,844.75	0.00
1500.0000	14149Y108	CARDINAL HEALTH INC	VARIOUS	07/28/2009	49,230.23	104,717.15	-55,486.92	0.00
1600.0000	14149Y108	CARDINAL HEALTH INC	08/03/2007	07/29/2009	53,795.73	107,602.40	-53,806.67	0.00
500.0000	74834L100	QUEST DIAGNOSTICS INC	11/15/2007	08/03/2009	27,046.20	27,336.75	-290.55	0.00
1300.0000	14149Y108	CARDINAL HEALTH INC	VARIOUS	08/07/2009	43,418.75	86,124.11	-42,705.36	0.00
500.0000	74834L100	QUEST DIAGNOSTICS INC	VARIOUS	08/11/2009	26,985.00	25,337.43	1,647.57	0.00
2000.0000	14149Y108	CARDINAL HEALTH INC	VARIOUS	08/13/2009	65,699.70	129,781.46	-64,081.76	0.00
1900.0000	14149Y108	CARDINAL HEALTH INC	VARIOUS	08/13/2009	62,414.72	123,573.40	-61,158.68	0.00
3800.0000	14149Y108	CARDINAL HEALTH INC	VARIOUS	08/14/2009	124,398.53	245,142.38	-121,743.85	0.00
200.0000	74834L100	QUEST DIAGNOSTICS INC	05/15/2007	08/14/2009	10,808.90	9,935.04	873.86	0.00
4900.0000	14149Y108	CARDINAL HEALTH INC	VARIOUS	08/17/2009	160,364.54	286,796.54	-126,432.00	0.00
2000.0000	14149Y108	CARDINAL HEALTH INC	VARIOUS	08/17/2009	65,454.91	127,180.39	-61,725.48	0.00
1200.0000	74834L100	QUEST DIAGNOSTICS INC	05/15/2007	08/17/2009	65,265.48	59,610.24	5,655.24	0.00
1700.0000	883203101	TEXTRON INC	11/15/2007	09/11/2009	33,751.78	112,360.99	-78,609.21	0.00
1700.0000	883203101	TEXTRON INC	VARIOUS	09/11/2009	33,751.78	105,217.47	-71,465.69	0.00
2000.0000	654902204	NOKIA CORP SPONSORED ADR	11/15/2007	11/02/2009	25,659.73	76,605.80	-50,946.07	0.00
1600.0000	654902204	NOKIA CORP SPONSORED ADR	11/15/2007	11/02/2009	20,527.79	61,284.64	-40,756.85	0.00
800.0000	74834L100	QUEST DIAGNOSTICS INC	VARIOUS	11/02/2009	44,947.72	39,701.31	5,246.41	0.00
800.0000	74834L100	QUEST DIAGNOSTICS INC	05/10/2007	11/02/2009	44,947.72	39,678.00	5,269.72	0.00
1700.0000	88579Y101	3M CO	VARIOUS	11/02/2009	126,457.36	110,148.60	16,308.76	0.00

This is important tax information and is being furnished to you

2009 Tax Information Statement

Page 9 of 17
 Recipient's Name and Address
 THE THOMAS AND DOROTHY LEAVEY
 C/O LOUIS CASTRUCCIO
 IRELL & MANELLA LLP

Account Number: 26-43378
 Recipient's Tax ID number: 95-6060162

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks, etc. Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
1600.0000	88579Y101	3M CO	11/15/2007	11/02/2009	119,018.99	128,304.00	-9,285.31	0.00
1800.0000	G1151C101	ACCENTURE PLC SHS CL A NEW	11/13/2007	11/02/2009	67,241.05	65,844.00	1,397.05	0.00
4400.0000	654902204	NOKIA CORP SPONSORED ADR	VARIOUS	11/03/2009	55,822.68	105,645.39	-49,822.71	0.00
3000.0000	654902204	NOKIA CORP SPONSORED ADR	09/20/2005	11/04/2009	39,206.29	49,852.80	-10,646.51	0.00
2300.0000	654902204	NOKIA CORP SPONSORED ADR	09/20/2005	11/04/2009	30,058.15	38,220.48	-8,162.33	0.00
2000.0000	654902204	NOKIA CORP SPONSORED ADR	VARIOUS	11/05/2009	26,289.32	33,075.81	-6,786.49	0.00
1500.0000	654902204	NOKIA CORP SPONSORED ADR	09/20/2005	11/05/2009	19,716.99	24,926.40	-5,209.41	0.00
3600.0000	654902204	NOKIA CORP SPONSORED ADR	VARIOUS	11/06/2009	47,261.74	58,985.70	-11,723.96	0.00
4700.0000	654902204	NOKIA CORP SPONSORED ADR	VARIOUS	11/09/2009	53,976.16	76,831.52	-12,855.36	0.00
6000.0000	654902204	NOKIA CORP SPONSORED ADR	VARIOUS	11/09/2009	81,671.69	97,776.60	-16,104.91	0.00
2400.0000	654902204	NOKIA CORP SPONSORED ADR	09/23/2005	11/10/2009	31,816.93	39,814.72	-8,997.79	0.00
1000.0000	654902204	NOKIA CORP SPONSORED ADR	09/23/2005	11/10/2009	13,257.05	16,172.80	-2,915.75	0.00
500.0000	74834L100	QUEST DIAGNOSTICS INC	05/10/2007	12/11/2009	29,869.88	24,798.75	5,071.13	0.00
350.0000	88579Y101	3M CO	08/21/2000	12/11/2009	28,224.46	16,515.20	11,609.26	0.00
9100.0000	98385X106	XTO ENERGY CORP	07/23/2008	12/17/2009	427,062.02	436,800.00	-9,737.98	0.00
2700.0000	98385X106	XTO ENERGY CORP	07/23/2008	12/18/2009	127,138.37	129,600.00	-2,461.63	0.00
1900.0000	98385X106	XTO ENERGY CORP	VARIOUS	12/21/2009	89,090.60	85,687.08	3,403.52	0.00
200.0000	98385X106	XTO ENERGY CORP	10/14/2008	12/21/2009	9,391.75	8,843.54	2,548.21	0.00
1730.0000	98385X106	XTO ENERGY CORP	VARIOUS	12/22/2009	81,650.61	54,450.27	27,200.34	0.00
1070.0000	98385X106	XTO ENERGY CORP	10/15/2008	12/23/2009	50,332.14	31,152.09	19,180.05	0.00
Total Long Term 15% Sales					3,592,812.18	5,016,074.79	-1,423,262.61	0.00

This is important tax information and is being furnished to you.

2009 Tax Information Statement

Page 6 of 11
 Recipient's Name and Address
 Ref: MSC
 THE THOMAS AND DOROTHY LEAVEY
 FOUNDATION
 SUITE 610
 10100 SANTA MONICA BLVD
 LOS ANGELES, CA 90067-4110

Account Number: 26-63667
 Recipient's Tax ID number: 95-6060162
 Payer's Federal ID number: 36-7158276
 Questions? (312)444-5940
☒ Corrected 03/05/2010 ☐ 2nd TIN notice

Payer's Name and Address
 THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

2009 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS are Gross Proceeds less commissions and option premiums.

Number of shares (Box 5)	CUSIP (Box 1b)	Description (Box 7)	Date Acquired	Date of Sale (Box 1a)	Stocks Bonds, etc. (Box 2)	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld (Box 4)
Long Term 15% Sales Reported on 1099-B								
59594.7600	256206103	MFO DODGE & COX INTL STK FQ	05/27/2008	06/16/2009	1,500,000.00	2,640,643.83	-1,140,643.83	0.00
Total Long Term 15% Sales Reported on 1099-B					1,500,000.00	2,640,643.83	-1,140,643.83	0.00

This is important tax information and is being furnished to the Internal Revenue Service. If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

2009 Tax Information Statement

Page 4 of 6
 Recipient's Name and Address
 THE THOMAS AND DOROTHY LEAVEY
 FOUNDATION
 SUITE 610
 10100 SANTA MONICA BLVD
 LOS ANGELES, CA 90067-4110

Account Number: 26-78898
 Recipient's Tax ID number: 95-6060162

☒ Corrected 03/05/2010 ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

2009 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Number of shares	CUSIP	Description	Date Acquired	Date of Sale	Stocks Bonds, etc.	Cost or other Basis	Net Gain or Loss	Federal Income Tax Withheld
Short Term Sales								
10215624100	87234N880	MFO TCW TOTAL RETURN BD FD CL I SHS FD CL I SHS	09/08/2009	12/08/2009	10,466,724.15	10,209,130.01	257,594.14	0.00
Total Short Term Sales						10,209,130.01	257,594.14	0.00

This is important tax information and is being furnished to you

Accounting Statements

31 DEC 09

Account number Multiple Accounts

2611533,2628765,2670717,2632428,2632282,2611867,2643378,2611868,2605505,2617213,2604465,2659011,2659582,2670716,2670699,2643381,2677665,LEA01,2646834,2693709,2663667,2693974,2679829,2693973,2610103,2693975

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID							
Shares/PAR value							

Equities

Common stock

Canada - USD

ENCANA CORP COM NPV CUSIP 282505104

2,900 000	32 39	0 00	93,931 00	75,761 45	18 169 55	0 00	18,169 55
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GOLDCORP INC NEW COM CUSIP 380956409

5 000 000	39 34	0 00	196,700 00	125,364 00	71,336 00	0 00	71 336 00
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NORTEL NETWORKS CORP NEW COM NEW STK CUSIP 656568508

426 000	0 023	0 00	9 79	29 82	-20 03	0 00	-20 03
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OPEN TEXT CORP COM CUSIP 683715106

1,525 000	40 65	0 00	61 991 25	47,819 88	14,171 37	0 00	14,171 37
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RESEARCH IN MOTION LTD COM CUSIP 760975102

38,274 000	67 54	0 00	2,585 025 96	1,549,573 31	1,035,452 65	0 00	1,035,452 65
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TESCO CORP COM CUSIP 88157K101

4,695 000	12 91	0 00	60,612 45	32,965 56	27,646 89	0 00	27 646 89
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Total USD		0 00	2,998,270 45	1,831,514 02	1,166,756 43	0 00	1,166,756 43
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Total Canada		0 00	2,998 270 45	1,831,514 02	1,166,756 43	0 00	1,166,756 43
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Denmark - USD

ADR VESTAS WIND SYS A/S UNSPONSORED ADR REPSTG 3 ORD SHS CUSIP 925458101

74 827 000	20 30	0 00	1,518,988 10	2,314,133 52	-795,145 42	0 00	-795,145 42
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Total USD		0 00	1,518 988 10	2,314,133 52	-795,145 42	0 00	-795,145 42
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Total Denmark		0 00	1 518,988 10	2,314,133 52	-795,145 42	0 00	-795,145 42
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Emerging Markets Region - USD

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 1 Nov 10 B003

Accounting Statements

Account number Multiple Accounts

31 DEC 09

2611533,2628765,2670717,2632428,2632282,2611867,2643378,2611868,2605505,2617213,2604465,2659011,2659582,2670716,2670699,2643381,2677665,LEA01,2646834,2693709,2663667,2693974,2679829,2693973,2610103,2693975

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Shares/PAR value								

Equities

Common stock

Emerging Markets Region - USD

MFO LAZARD FDS INC EMERGING MKTS PORTFOLIO CUSIP 52106N889

221,734 210	18 01	0 00	3,993,433 12	3,100,445 97	892,987 15	0 00	892,987 15
Total USD		0 00	3,993,433 12	3,100,445 97	892,987 15	0 00	892,987 15
Total Emerging Markets Region		0 00	3,993,433 12	3,100,445 97	892,987 15	0 00	892,987 15

Finland - USD

ADR NOKIA CORP SPONSORED ADR CUSIP 654902204

5,500 000	12 85	0 00	70,675 00	69,771 00	904 00	0 00	904 00
Total USD		0 00	70,675 00	69,771 00	904 00	0 00	904 00
Total Finland		0 00	70,675 00	69,771 00	904 00	0 00	904 00

France - USD

ALLIANZBERNSTEIN HLDG L P UNIT LTD CUSIP 01881G106

3,400 000	28 10	0 00	95,540 00	140,424 41	-44,884 41	0 00	-44,884 41
Total USD		0 00	95,540 00	140,424 41	-44,884 41	0 00	-44,884 41
Total France		0 00	95,540 00	140,424 41	-44,884 41	0 00	-44,884 41

Germany - USD

QIAGEN N V COM CUSIP N72482107

1,944 000	22 32	0 00	43,390 08	31,142 88	12,247 20	0 00	12,247 20
Total USD		0 00	43,390 08	31,142 88	12,247 20	0 00	12,247 20
Total Germany		0 00	43,390 08	31,142 88	12,247 20	0 00	12,247 20

International Region - USD

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 1 Nov 10 B003

Accounting Statements

Account number Multiple Accounts

31 DEC 09

2611533,2628765,2670717,2632428,2632282,2611867,2643378,2611868,2605505,2617213,2604465,2659011,2659582,2670716,2670699,2643381,2677665,LEA01,2646834,2693709,2663667,2693974,2679829,2693973,2610103,2693975

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID							
Shares/PAR value							

Equities

Common stock

International Region - USD

MFO DODGE & COX INTL STK FD CUSIP 256206103

641,933 130	31 85	0 00	20,445 570 19	26,591 777 07	-6,146,206 88	0 00	-6 146 206 88
MFO E I I R L T Y S E C S T R G L O B A L P P T Y F D I N S T L S H S C U S I P 26852M204							

179,163 750	12 75	0 00	2 284 337 81	3,094,957 91	-810,620 10	0 00	-810,620 10
Total USD							

Total International Region							
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Ireland - USD

#REORGSKILLSOFT PUB CASH MERGER EFF 05/26/2010 CUSIP 830928107

9,111 000	10 48	0 00	95 483 28	65,928 38	29,554 90	0 00	29,554 90
Total USD							

Total Ireland							
Total Israel - USD							

Israel - USD

CELLCOM ISRAEL LTD COM STK ILS0 01 CUSIP M2196U109

4 225 000	32 06	0 00	135 453 50	101,539 54	33,913 96	0 00	33,913 96
Total USD							

Total Israel							
Netherlands - USD							

Netherlands - USD

CORE LABORATORIES NV NILG0 03 CUSIP N22717107

520 000	118 12	0 00	61 422 40	65,584 54	-4,162 14	0 00	-4 162 14
Total USD							

Total USD							
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Northern Trust

*Generated by Northern Trust from reviewed periodic data on 1 Nov 10 B003

Accounting Statements

Account number Multiple Accounts

31 DEC 09

2611533,2628765,2670717,2632428,2632282,2611867,2643378,2611868,2605505,2617213,2604465,2659582,2670716,2670699,2643381,2677665,LEA01,2646834,2693709,2663667,2693974,2679829,2693973,2610103,2693975

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID							
Shares/PAR value							
Equities							
Common stock							
Total Netherlands		0.00	61,422.40	65,584.54	-4,162.14	0.00	-4,162.14
Switzerland - USD							
ADR ABB LTD SPONSORED ADR CUSIP 000375204							
31,700,000	19.10	0.00	605,470.00	668,505.67	-63,035.67	0.00	-63,035.67
Total USD		0.00	605,470.00	668,505.67	-63,035.67	0.00	-63,035.67
Total Switzerland							
Total Switzerland		0.00	605,470.00	668,505.67	-63,035.67	0.00	-63,035.67
United Kingdom - USD							
ADR HSBC HLDGS PLC SPONSORED ADR NEW CUSIP 404280406							
2,212,000	57.09	0.00	126,283.08	95,947.52	30,335.56	0.00	30,335.56
ADR UNILEVER PLC SPONSORED ADR NEW CUSIP 904767704							
1,500,000	31.90	0.00	47,850.00	42,090.00	5,760.00	0.00	5,760.00
Total USD		0.00	174,133.08	138,037.52	36,095.56	0.00	36,095.56
Total United Kingdom							
Total United Kingdom		0.00	174,133.08	138,037.52	36,095.56	0.00	36,095.56
United States - USD							
#REORG ST MARY LND & EXP NAME CHANGE SM ENERGY CO 2060483 EFF 06/02/2010 CUSIP 792228108							
1,900,000	34.24	0.00	65,056.00	30,173.90	34,882.10	0.00	34,882.10
#REORG/BERKSHIRE REV/FWD SPLIT/MAND EXCH/BERKSHIRE HATHAWAY 2057560 EFF 1/21/10 CUSIP 084670207							
54,000	3,286.00	0.00	177,444.00	137,702.70	39,741.30	0.00	39,741.30
#REORG/GARMIN COM STK REDOMESTICATION GARMIN LTD COMMON STOCK 2061636 6/28/10 CUSIP G37260109							
1,500,000	30.70	0.00	46,050.00	45,617.00	433.00	0.00	433.00

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2611533,2628765,2670717,2632428,2632282,2611867,2643378,2611868,2605505,2617213,2604465,2659011,2659582,2670716,2670699,2643381,2677665,LEA01,2646834,2693709,2663667,2693974,2679829,2693973,2610103,2693975

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID							
Shares/PAR value							
Equities							
Common stock							
United States - USD							
#REORGHEWITT STOCK MERGER AON CORP COMMON STOCK 2023766 10-1-2010 CUSIP 42822Q100	42 26	0 00	174,618 32	123,307 00	51,311 32	0 00	51,311 32
#REORG/MF GLOBAL LTD NAME CHANGE MF GLOBAL HOLDINGS LTD 2056953 EFF 1/4/10 CUSIP G60642108							
21,205 000	6 95	0 00	147,374 75	161,581 06	-14,206 31	0 00	-14,206 31
#REORG/PHASE FORWARD INC COM CASH MERGER8-12-2010 CUSIP 71721R406							
5 009 000	15 35	0 00	76,888 15	59 591 37	17,296 78	0 00	17,296 78
#REORG/ZENITH NATL INS CORP COM CASH MERGER EFF 05/20/2010 CUSIP 989390109							
4 408 000	29 76	0 00	131 182 08	150,936 11	-19 754 03	0 00	-19,754 03
1ST HORIZON NATL CORP COM CUSIP 320517105							
10,601 000	13 40	0 00	142,053 40	144,232 92	-2,179 52	0 00	-2,179 52
3M CO COM CUSIP 88579Y101							
13,450 000	82 67	0 00	1,111 911 50	604 208 81	507,702 69	0 00	507,702 69
AARONS INC CUSIP 002535201							
3 400 000	27 73	36 00	94 282 00	87,790 05	6,491 95	0 00	6,491 95
ACCENTURE PLC SHS CL A NEW CUSIP G1151C101							
22,900 000	41 50	0 00	950,350 00	477 033 50	473,316 50	0 00	473,316 50
ADVANCE AUTO PTS INC COM CUSIP 00751Y106							
2,900 000	40 48	174 00	117,392 00	112,437 00	4,955 00	0 00	4,955 00

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID							
Shares/PAR value							

Equities

Common stock

United States - USD

AEROPOSTALE COM CUSIP 007865108							
2,725,000	34.05	0.00	92,786.25	79,874.93	12,911.32	0.00	12,911.32
AGILENT TECHNOLOGIES INC COM CUSIP 00846U101							
28,600,000	31.07	0.00	888,602.00	740,674.87	147,927.13	0.00	147,927.13
AKAMAI TECHNOLOGIES INC COM STK CUSIP 00971T101							
3,500,000	25.33	0.00	88,655.00	57,267.00	31,388.00	0.00	31,388.00
ALEXANDRIA REAL ESTATE EQUITIES INC COM CUSIP 015271109							
0,000	64.29	175.00	0.00	0.00	0.00	0.00	0.00
ALLEGHENY TECHNOLOGIES INC COM CUSIP 01741R102							
17,000,000	44.77	0.00	761,090.00	887,774.72	-126,684.72	0.00	-126,684.72
ALLERGAN INC COM CUSIP 018490102							
28,781,000	63.01	0.00	1,813,490.81	1,292,356.18	521,134.63	0.00	521,134.63
ALLIED WORLD ASSURANCE COM STK CUSIP G0219G203							
4,328,000	46.07	0.00	199,390.96	183,728.08	15,662.88	0.00	15,662.88
ALLSTATE CORP COM CUSIP 020002101							
7,500,000	30.04	1,500.00	225,300.00	242,588.06	-17,288.06	0.00	-17,288.06
AMB PPTY CORP REIT CUSIP 00163T109							
3,000,000	25.55	840.00	76,650.00	87,103.65	-10,453.65	0.00	-10,453.65

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price		Accrued income/expense		Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value							Market	Translation	
Equities										
Common stock										
United States - USD										
AMERICAN EAGLE OUTFITTERS INC NEW.COM CUSIP 02553E106										
	3,000 000	16 98		300 00		50,940 00	44,580 00	6,360 00	0 00	6,360 00
AMERICAN TOWER CORP CL A CUSIP 029912201										
	48 107 000	43 21		0 00		2,078,703 47	1,171,824 70	906,878 77	0 00	906,878 77
AMERISAFE INC.COM CUSIP 03071H100										
	8,560 000	17 97		0 00		153,823 20	141 122 27	12,700 93	0 00	12 700 93
AMETEK INC NEW.COM CUSIP 031100100										
	5,731 000	38 24		0 00		219 153 44	170,677 25	48,476 19	0 00	48 476 19
AMPHENOL CORP NEW CL A CUSIP 032095101										
	2 810 000	46 18		67 87		129 765 80	43 553 88	86,211 92	0 00	86 211 92
ANADARKO PETRO CORP.COM CUSIP 032511107										
	2,700 000	62 42		0 00		168 534 00	115 822 50	52,711 50	0 00	52 711 50
ANALOG DEVICES INC.COM CUSIP 032654105										
	1,600 000	31 58		0 00		50,528 00	45 676 00	4 852 00	0 00	4,852 00
ANSYS INC.COM CUSIP 03662Q105										
	3,503 000	43 46		0 00		152,240 38	63 794 71	88,445 67	0 00	88 445 67
AON CORP.COM CUSIP 037389103										
	2 600 000	38 34		0 00		99,684 00	96 406 00	3 278 00	0 00	3 278 00

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equities								
Common stock								
United States - USD								
APACHE CORP COM	CUSIP 037411105							
6,900 000	103 17	0 00		711,873 00	455,133 15	256 739 85	0 00	256,739 85
APOLLO GROUP INC CL A CUSIP 037604105								
800 000	60 58	0 00		48,464 00	50,201 40	-1,737 40	0 00	-1,737 40
APPLE INC COM STK CUSIP 037833100								
7 023 000	210 86	0 00		1 480,869 78	297,939 66	1,182,930 12	0 00	1,182,930 12
APPLIED MATERIALS INC COM CUSIP 038222105								
9 000 000	13 94	0 00		125,460 00	137,446 00	-11,986 00	0 00	-11,986 00
ARCH COAL INC COM CUSIP 039380100								
3,200 000	22 25	0 00		71,200 00	95,371 47	-24,171 47	0 00	-24,171 47
AT&T INC COM CUSIP 00206R102								
1,200 000	28 03	0 00		33 636 00	33,432 00	204 00	0 00	204 00
AUTODESK INC COM CUSIP 052769106								
1,900 000	25 41	0 00		48 279 00	23,704 97	24 574 03	0 00	24 574 03
AUTOMATIC DATA PROCESSING INC COM CUSIP 053015103								
11,600 000	42 82	3 944 00		496 712 00	444,036 32	52,675 68	0 00	52,675 68
AVALONBAY CMNTYS REIT CUSIP 053484101								
522 000	82 11	465 88		42 861 42	27 869 23	14,992 19	0 00	14,992 19

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2643381,2677665,LEA01,2646834,2693709,2663667,2693974,2679829,2693973,2610103,2693975

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equities								
Common stock								
United States - USD								
BAKER HUGHES INC COM CUSIP 057224107								
	8,700 000	40 48	0 00	352,176 00	381,256 39	-29,080 39	0 00	-29,080 39
BALCHEM CORP COM CUSIP 057665200								
	2 595 000	33 51	285 45	86,958 45	64,545 48	22,412 97	0 00	22 412 97
BALL CORP COM CUSIP 058498106								
	2,700 000	51 70	0 00	139,590 00	113 107 48	26,482 52	0 00	26,482 52
BANK OF AMERICA CORP CUSIP 060505104								
	26 611 000	15 06	0 00	400,761 66	927,781 84	-527,020 18	0 00	-527,020 18
BARRETT BILL CORP COM STK CUSIP 06846N104								
	3,000 000	31 11	0 00	93,330 00	86,754 98	6,575 02	0 00	6,575 02
BAXTER INTL INC COM CUSIP 071813109								
	14,100 000	58 68	4 089 00	827,388 00	561,049 02	266,338 98	0 00	266,338 98
BB&T CORP COM CUSIP 054937107								
	5,000 000	25 37	0 00	126,850 00	104,861 98	21,988 02	0 00	21 988 02
BECTON DICKINSON & CO COM CUSIP 075887109								
	2,200 000	78 86	814 00	173 492 00	146,727 90	26,764 10	0 00	26,764 10
BIG LOTS INC COM CUSIP 089302103								
	2,700 000	28 98	0 00	78 246 00	66,249 02	9 996 98	0 00	9 996 98

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equities								
Common stock								
United States - USD								
BIO RAD LABS INC CL A CUSIP 090572207		96.46	0.00	217,035.00	191,096.56	25,938.44	0.00	25,938.44
2,250,000	CUSIP 09227Q100							
BLACKBAUD INC COM CUSIP 09227Q100		23.63	0.00	57,279.12	52,829.49	4,449.63	0.00	4,449.63
2,424,000	CUSIP 099724106							
BORG WARNER INC COM CUSIP 099724106		33.22	0.00	69,762.00	50,816.57	18,945.43	0.00	18,945.43
2,100,000	CUSIP 05564E106							
BRE PPTYS INC COM CL A CUSIP 05564E106		33.08	0.00	66,160.00	47,516.95	18,643.05	0.00	18,643.05
2,000,000	CUSIP 109043109							
BRIGGS & STRATTON CORP CAP CUSIP 109043109		18.71	649.77	143,075.37	143,022.28	53.09	0.00	53.09
7,647,000	CUSIP 11133T103							
BROADRIDGE FINL SOLUTIONS INC COM STK CUSIP 11133T103		22.56	1,085.56	174,930.24	138,312.03	36,618.21	0.00	36,618.21
7,754,000	CUSIP 115236101							
BROWN & BROWN INC COM CUSIP 115236101		17.97	0.00	102,429.00	115,928.96	-13,499.96	0.00	-13,499.96
5,700,000	CUSIP 115637209							
BROWN-FORMAN INC CL B NON-VTG COM CUSIP 115637209		53.57	390.00	0.00	0.00	0.00	0.00	0.00
0,000	CUSIP 116794108							
BRUKER CORP CUSIP 116794108		12.06	0.00	151,956.00	114,822.73	37,133.27	0.00	37,133.27
12,600,000								

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID							
Shares/PAR value							
<i>Equities</i>							
Common stock							
United States - USD							
BUCKEYE TECHNOLOGIES INC COM CUSIP 118255108							
7,374 000	9 76	0 00	71,970 24	69,598 95	2 371 29	0 00	2 371 29
CABOT OIL & GAS CORP COM CUSIP 127097103							
1,500 000	43 59	0 00	65,385 00	47,270 00	18,115 00	0 00	18,115 00
CACI INTL INC CL A CL A CUSIP 127190304							
2,401 000	48 85	0 00	117 288 85	115,456 18	1,832 67	0 00	1 832 67
CAMERON INTL CORP COM STK CUSIP 13342B105							
44,600 000	41 80	0 00	1,864 280 00	596,239 16	1,268,040 84	0 00	1,268,040 84
CAPELLA ED CO COM CUSIP 139594105							
857 000	75 30	0 00	64,532 10	59,981 98	4,550 12	0 00	4,550 12
CARDINAL FINL CORP COM CUSIP 14149F109							
7,190 000	8 74	0 00	62 840 60	59,203 03	3 637 57	0 00	3,637 57
CARDINAL HLTH INC CUSIP 14149Y108							
2,400 000	32 24	420 00	77,376 00	91,312 90	-13,936 90	0 00	-13,936 90
CARNIVAL CORP COM PAIRED CUSIP 143658300							
29,700 000	31 69	0 00	941 193 00	975,799 41	-34,606 41	0 00	-34,606 41
CELGENE CORP COM CUSIP 151020104							
23,925 000	55 68	0 00	1,332,144 00	1,321,189 01	10,954 99	0 00	10,954 99

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/		Accrued	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value	local	market price				income/expense	Market	
Equities									
Common stock									
United States - USD									
CENTURYLINK INC COM	CUSIP 156700106								
5,400,000	36.21	0.00	195,534.00	164,172.76	31,361.24	0.00		31,361.24	
CF CHILTON GLOBAL NAT RES INTL BVI CL C0108 FD CUSIP 599990901									
186,160	14,963.84	0.00	2,785,668.45	3,000,000.00	-214,331.55	0.00		-214,331.55	
CF CHILTON GLOBAL NAT RES INTL BVI CL C SER 10/09 FD CUSIP 745997486									
200,000	10,603.42	0.00	2,120,684.00	2,000,000.00	120,684.00	0.00		120,684.00	
CF TCW AMERICAS DEV ASSN LP FD CUSIP 493999072									
0,800	4,570,220.83	0.00	3,656,176.66	3,559,803.37	96,373.29	0.00		96,373.29	
CHARLES RIV LABORATORIES INTL INC COM CUSIP 159864107									
3,700,000	33.69	0.00	124,653.00	109,325.10	15,327.90	0.00		15,327.90	
CHART INDS INC COM PAR \$0.01 COM PAR \$0.01 CUSIP 161150308									
3,091,000	16.55	0.00	51,156.05	66,644.35	-15,488.30	0.00		-15,488.30	
CHEROKEE INC DEL NEW COM CUSIP 16444H102									
3,458,000	17.82	0.00	61,621.56	49,894.59	11,726.97	0.00		11,726.97	
CHIMERA INVT CORP COM STK CUSIP 16934Q109									
0,000	3.68	680.00	0.00	0.00	0.00	0.00		0.00	
CHUBB CORP COM CUSIP 171232101									
1,100,000	49.18	385.00	54,098.00	44,426.00	9,672.00	0.00		9,672.00	

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◆ Asset Detail - Base Currency

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Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID							
Shares/PAIR value							
Equities							
Common stock							
United States - USD							
CISCO SYSTEMS INC CUSIP 17275R102							
4,100 000	23 94	0 00	98,154 00	83,059 00	15,095 00	0 00	15,095 00
CME GROUP INC COM STK CUSIP 12572Q105							
6,068 000	335 95	0 00	2,037,872 70	1,996 678 12	41,194 58	0 00	41 194 58
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL ACL A CUSIP 192446102							
43,562 000	45 30	0 00	1,973,358 60	1,110,472 47	862,886 13	0 00	862 886 13
COMCAST CORP NEW-CL A CUSIP 20030N101							
2,500 000	16 86	0 00	48,894 00	56 627 00	-7,733 00	0 00	-7 733 00
COMSTOCK RES INC COM NEW COM NEW CUSIP 20576B203							
1,633 000	40 57	0 00	66,250 81	67 805 64	-1,554 83	0 00	-1,554 83
COMTECH TELECOMMUNICATIONS CORP COM NEW COM NEW CUSIP 205826209							
4,345 000	35 05	0 00	152 292 25	158 191 17	-5,898 92	0 00	-5 898 92
COPART INC COM CUSIP 217204106							
1,800 000	36 63	0 00	65,934 00	59,033 00	6,901 00	0 00	6 901 00
COVANCE INC COM CUSIP 222816100							
20,031 000	54 57	0 00	1,093,091 67	1,453,889 25	-360,797 58	0 00	-360,797 58
COVIDIEN PLC USD0 20 CUSIP G2554F105							
2,600 000	47 89	0 00	124,514 00	92 396 84	32,117 16	0 00	32 117 16

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	

Equities

Common stock

United States - USD

CROWN HLDGS INC COM CUSIP 228368106

9,080,000	25.58	0.00		232,266.40	181,631.32	50,635.08	0.00	50,635.08
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CVS CAREMARK CORP COM STK CUSIP 126650100

38,000,000	32.21	0.00		1,223,980.00	1,102,299.07	121,680.93	0.00	121,680.93
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DEERE & CO COM CUSIP 244189105

2,200,000	54.09	616.00		118,998.00	78,906.38	40,091.62	0.00	40,091.62
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DEVON ENERGY CORP NEW COM CUSIP 25179M103

1,500,000	73.50	0.00		110,250.00	85,244.00	25,006.00	0.00	25,006.00
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DIEBOLD INC COM CUSIP 253651103

4,300,000	28.45	0.00		122,335.00	125,653.62	-3,318.62	0.00	-3,318.62
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DIODES INC COM CUSIP 254543101

6,457,000	20.45	0.00		132,045.65	116,389.34	15,656.31	0.00	15,656.31
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DOLBY LABORATORIES INC CL A COM STK CUSIP 25659T107

2,854,000	47.73	0.00		136,221.42	101,117.55	35,103.87	0.00	35,103.87
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DR PEPPER SNAPPLE GROUP INC COM STK CUSIP 26138E109

7,420,000	28.30	1,113.00		209,986.00	199,736.13	10,249.87	0.00	10,249.87
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DRESSER-RAND GROUP INC COM CUSIP 261608103

4,560,000	31.61	0.00		144,141.60	114,817.15	29,324.45	0.00	29,324.45
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Account number Multiple Accounts

2611533,2628765,2670717,2632428,2632282,2611867,2643378,2611868,2605505,2617213,2604465,2659011,2659582,2670716,2670699,2643381,2677665,LEA01,2646834,2693709,2663667,2693974,2679829,2693973,2610103,2693975

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equities								
Common stock								
United States - USD								
DRIL-OUIP INC COM CUSIP 262037104								
1,260 000		56 48	0 00	71,164 80	67,405 59	3,759 21	0 00	3,759 21
EATON CORP COM CUSIP 278058102								
9 600 000		63 62	0 00	610,752 00	287,494 51	323,257 49	0 00	323,257 49
ELECTR ARTS COM CUSIP 285512109								
4,500 000		17 75	0 00	79,875 00	83,724 02	-3,849 02	0 00	-3,849 02
EMC CORP COM CUSIP 268648102								
8,200 000		17 47	0 00	143,254 00	101,229 81	42,024 19	0 00	42,024 19
ENDO PHARMACEUTICALS HLDGS INC COM CUSIP 29264F205								
3,000 000		20 51	0 00	61,530 00	82,905 99	-21,375 99	0 00	-21,375 99
ENERSYS COM CUSIP 28275Y102								
3,100 000		21 87	0 00	67,797 00	62,086 49	5,710 51	0 00	5,710 51
ENSTAR GROUP LIMITED COM CUSIP G3075P101								
2 810 000		73 02	0 00	205,186 20	253,777 09	-48,590 89	0 00	-48,590 89
ENERGY CORP NEW COM CUSIP 29384G103								
2,000 000		81 84	0 00	163,680 00	147,770 99	15,909 01	0 00	15,909 01
EQT CORP COM CUSIP 26884L109								
2,600 000		43 92	0 00	114,192 00	112,050 50	2,141 50	0 00	2,141 50

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equities								
Common stock								
United States - USD								
EQTY RESDNTL EFF 5/15/02 CUSIP 29476L107								
	2,200 000	33 78	742 50	74 316 00	89,665 00	-15,349 00	0 00	-15,349 00
EVEREST RE GROUP COM CUSIP G3223R108								
	2,100 000	85 68	0 00	179,928 00	148,113 01	31,814 99	0 00	31,814 99
FEI CO COM CUSIP 30241L109								
	4,873 000	23 36	0 00	113,833 28	118,997 53	-5,164 25	0 00	-5,164 25
FIRST SOLAR INC COM CUSIP 336433107								
	10,362 000	135 40	0 00	1 403 014 80	1,341 082 19	61,932 61	0 00	61,932 61
FISERV INC COM CUSIP 337738108								
	4,941 000	48 48	0 00	239 539 68	186,641 26	52,898 42	0 00	52,898 42
FLIR SYS INC COM CUSIP 302445101								
	4,478 000	32 72	0 00	146,520 16	102,924 38	43,595 78	0 00	43 595 78
FLOWERS FOODS INC COM CUSIP 343498101								
	12 441 000	23 76	0 00	295 598 16	285,763 47	9,834 69	0 00	9,834 69
FMC CORP COM (NEW) CUSIP 302491303								
	1 400 000	55 76	175 00	78 064 00	75 145 53	2,918 47	0 00	2,918 47
FOREST LABORATORIES INC CUSIP 345838106								
	2 600 000	32 11	0 00	83 486 00	90,575 35	-7,089 35	0 00	-7,089 35

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
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Equities

Common stock

United States - USD

FOREST OIL CORP COM PAR \$0 01 COM PAR \$0 01 CUSIP 346091705									
7,600 000		22 25		0 00	169,100 00	129,204 06	39,895 94	0 00	39,895 94
FORTUNE BRANDS INC COM USD3 125 CUSIP 349631101									
800 000		43 20		0 00	34,560 00	34,410 00	150 00	0 00	150 00
FOSSIL INC COM CUSIP 349882100									
3,544 000		33 56		0 00	118,936 64	115,610 78	3,325 86	0 00	3,325 86
FRACTIONAL FIRST HORIZON NATIONAL CORP COM STK CUSIP DCAS17101									
37,209 000		0 00		0 00	0 00	0 00	0 00	0 00	0 00
* Market value based on prices received from an external manager or other client-directed pricing source									
FRACTIONAL MARRIOTT INTERNATIONAL CUSIP FHB903208									
76,464 000		0 00		0 00	0 00	0 00	0 00	0 00	0 00
* Market value based on prices received from an external manager or other client-directed pricing source									
FREEPORT-MCMORAN COPPER & GOLD INC CUSIP 35671D857									
1,300 000		80 29		0 00	104,377 00	36,330 00	68,047 00	0 00	68,047 00
FTI CONSULTING INC COM CUSIP 302941109									
2,935 000		47 16		0 00	138,414 60	128,915 59	9,499 01	0 00	9,499 01
GAMESTOP CORP NEW CL A CUSIP 36467W109									
3,200 000		21 94		0 00	70,208 00	78,972 00	-8,764 00	0 00	-8,764 00
GAP INC COM CUSIP 364760108									
4,200 000		20 95		0 00	87,990 00	89,005 00	-1,015 00	0 00	-1,015 00

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equities							
Common stock							
United States - USD							
GENCORP INC COM CUSIP 368682100							
8,100,000	7 00	0 00	56,700 00	67,358 79	-10,658 79	0 00	-10,658 79
GENERAL MILLS INC COM CUSIP 370334104							
1,300,000	70 81	0 00	92,053 00	64,127 00	27,926 00	0 00	27,926 00
GEN-PROBE INC NEW COM CUSIP 36866T103							
2,000,000	42 90	0 00	85,800 00	76,963 00	8,837 00	0 00	8,837 00
GENZYME CORP COM CUSIP 372917104							
12,363,000	49 01	0 00	605,910 63	738,949 22	-133,038 59	0 00	-133,038 59
GILEAD SCIENCES INC CUSIP 375558103							
35,080,000	43 28	0 00	1,518,262 40	764,925 24	753,337 16	0 00	753,337 16
GOLDMAN SACHS GROUP INC COM CUSIP 38141G104							
10,500,000	168 84	0 00	1,772,820 00	932,630 92	840,189 08	0 00	840,189 08
GRACO INC COM CUSIP 384109104							
4,210,000	28 57	0 00	120,279 70	113,042 29	7,237 41	0 00	7,237 41
HAIN CELESTIAL GROUP INC COM CUSIP 405217100							
3,427,000	17 01	0 00	58,293 27	63,585 76	-5,292 49	0 00	-5,292 49
HANOVER INS GROUP INC COM CUSIP 410867105							
3,120,000	44 43	0 00	138,621 60	122,753 23	15,868 37	0 00	15,868 37

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID							
Shares/PAR value							
<i>Equities</i>							
Common stock							
United States - USD							
HARRIS CORP COM CUSIP 413875105							
15 000 000	47 55	0 00	713,250 00	741,364 53	-28,114 53	0 00	-28,114 53
HARSCO CORP COM CUSIP 415864107							
4,177 000	32 23	0 00	134,624 71	135,479 13	-854 42	0 00	-854 42
HCC INS HLDGS INC COM CUSIP 404132102							
2,500 000	27 97	337 50	69,925 00	68,542 00	1,383 00	0 00	1,383 00
HEALTH NET INC COM CUSIP 42222G108							
3,000 000	23 29	0 00	69,870 00	53,670 00	16,200 00	0 00	16,200 00
HESS CORP COM STK CUSIP 42809H107							
3,500 000	60 50	270 00	211,750 00	219,935 00	-8,185 00	0 00	-8,185 00
HEWLETT PACKARD CO COM CUSIP 428236103							
37,500 000	51 51	3,000 00	1,931,625 00	1,052,822 83	878,802 17	0 00	878,802 17
HITTITE MICROWAVE CORP COM STK CUSIP 43365Y104							
1,468 000	40 75	0 00	59,821 00	52,585 36	7,235 64	0 00	7,235 64
HOLOGIC INC COM CUSIP 436440101							
6 100 000	14 50	0 00	88,450 00	91,141 00	-2,691 00	0 00	-2,691 00
HONEYWELL INTL INC COM STK CUSIP 438516106							
12,500 000	39 20	0 00	490,000 00	384,935 62	105,064 38	0 00	105,064 38

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID							
Shares/PAR value							
<i>Equities</i>							
Common stock							
United States - USD							
HUDSON CITY BANCORP INC COM STK CUSIP 443683107							
7,020 000	13 73	0 00	96,384 60	93,638 02	2,746 58	0 00	2 746 59
ICU MED INC COM CUSIP 44830G107							
2 464 000	36 44	0 00	89,788 16	92 905 30	-3 117 14	0 00	-3,117 14
INDEX CORP COM CUSIP 45167R104							
3,000 000	31 15	0 00	93,450 00	74 381 95	19,068 05	0 00	19,068 05
IDEXX LABS INC CUSIP 45168D104							
2,750 000	53 44	0 00	146,960 00	87,037 32	59,922 68	0 00	59,922 68
IHS INC COM CL A COM CL A CUSIP 451734107							
4,565 000	54 81	0 00	250,207 65	225,365 71	24,841 94	0 00	24 841 94
INTERCONTINENTALEXCHANGE INC COM CUSIP 45865V100							
1 285 000	112 30	0 00	144,305 50	129 216 52	15,088 98	0 00	15,088 98
INTERSIL CORP CUSIP 46068S109							
8,500 000	15 34	0 00	130 390 00	107 166 00	23,224 00	0 00	23 224 00
INTERVAL LEISURE GROUP INC COM STK CUSIP 46113M108							
4,605 000	12 47	0 00	57,424 35	56 144 66	1,279 69	0 00	1,279 69
INVESCO LTD COM STK USD 10 CUSIP G491BT108							
9 000 000	23 49	0 00	211,410 00	188,309 02	23,100 98	0 00	23,100 98

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equities								
Common stock								
United States - USD								
ITC HLDGS CORP COM STK CUSIP 465685105								
2,850,000	52.09	0.00	148,456.50	133,235.61	15,220.89	0.00	15,220.89	
JACOBS ENGR GROUP INC COM CUSIP 469814107								
21,500,000	37.61	0.00	808,615.00	833,569.24	-24,954.24	0.00	-24,954.24	
JOHNSON CTL INC COM CUSIP 478366107								
2,900,000	27.24	377.00	78,996.00	40,144.00	38,852.00	0.00	38,852.00	
KAYDON CORP COM CUSIP 486587108								
1,500,000	35.76	270.00	53,640.00	34,827.98	18,812.02	0.00	18,812.02	
KB HOME COM CUSIP 48666K109								
4,300,000	13.68	0.00	58,824.00	60,934.04	-2,110.04	0.00	-2,110.04	
KELLOGG CO COM USD 25 CUSIP 487836108								
2,200,000	53.20	0.00	117,040.00	93,523.00	23,517.00	0.00	23,517.00	
KIMBERLY-CLARK CORP COM CUSIP 494368103								
1,200,000	63.71	720.00	76,452.00	67,356.00	9,096.00	0.00	9,096.00	
KIRBY CORP COM CUSIP 497266106								
1,500,000	34.83	0.00	52,245.00	50,065.00	2,180.00	0.00	2,180.00	
KRAFT FOODS INC CL A CUSIP 50075N104								
700,000	27.18	203.00	19,026.00	21,930.00	-2,904.00	0.00	-2,904.00	

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
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Equities

Common stock

United States - USD

KROGER CO COM CUSIP 501044101

8,600,000		20.53	0.00	0.00	176,558.00	188,822.00	-12,264.00	0.00	-12,264.00
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KS CY SOUTHN CUSIP 485170302

6,600,000		33.29	0.00	0.00	219,714.00	145,635.99	74,078.01	0.00	74,078.01
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LABORATORY CORP AMER HLDGS COM NEW COM NEW CUSIP 50540R409

5,230,000		74.84	0.00	0.00	391,413.20	306,041.51	85,371.69	0.00	85,371.69
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LEGGETT & PLATT INC COM CUSIP 524660107

6,775,000		20.40	1.76150	0.00	138,210.00	131,632.08	6,577.92	0.00	6,577.92
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LIBERTY PPTY TR SH BEN INT CUSIP 531172104

1,400,000		32.01	665.00	0.00	44,814.00	43,313.03	1,500.97	0.00	1,500.97
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LINCARE HLDGS INC COM CUSIP 532791100

4,825,000		37.12	0.00	0.00	179,104.00	124,665.04	54,438.96	0.00	54,438.96
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LINCOLN ELEC HLDGS INC COM CUSIP 533900106

1,306,000		53.46	365.68	0.00	69,818.76	47,533.05	22,285.71	0.00	22,285.71
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LINCOLN NATL CORP COM CUSIP 534187109

2,100,000		24.88	0.00	0.00	52,248.00	31,677.00	20,571.00	0.00	20,571.00
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LOCKHEED MARTIN CORP COM CUSIP 539830109

7,600,000		75.35	0.00	0.00	572,660.00	565,082.14	7,577.86	0.00	7,577.86
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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID							
Shares/PAR value							
<i>Equities</i>							
Common stock							
United States - USD							
LUBRIZOL CORP COM CUSIP 549271104							
1,900 000	72 95	0 00	138 605 00	65 714 77	72 890 23	0 00	72 890 23
MACK CALI RLTY CORP COM REIT CUSIP 554489104							
2,000 000	34 57	0 00	69 140 00	34 623 00	34 517 00	0 00	34 517 00
MACYS INC COM STK CUSIP 55616P104							
37,200 000	16 76	1,860 00	623 472 00	1,030,859 75	-407 427 75	0 00	-407 427 75
MATTEL INC COM CUSIP 577081102							
3 500 000	19 98	0 00	69 930 00	40,005 00	29 925 00	0 00	29 925 00
MC DONALDS CORP COM CUSIP 580135101							
700 000	62 44	0 00	43,708 00	39 830 00	3 878 00	0 00	3 878 00
MCDERMOTT INTL INC COM STK \$1 PAR CUSIP 580037109							
3,000 000	24 01	0 00	72 030 00	34 608 02	37 421 98	0 00	37 421 98
MCGRAW-HILL COS COM USD1 CUSIP 580645109							
1 800 000	33 51	0 00	60 318 00	57 855 15	2 462 85	0 00	2 462 85
MCKESSON CORP CUSIP 581550103							
900 000	62 50	108 00	56 250 00	37 440 00	18 810 00	0 00	18 810 00
MEDNAX INC COM CUSIP 58502B106							
1 195 000	60 11	0 00	71 831 45	59 944 81	11 886 64	0 00	11 886 64

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equities								
Common stock								
United States - USD								
MEN S WEARHOUSE INC COMMON	CUSIP 587118100							
3,500,000	21.06	0.00	73,710.00	74,180.00	-470.00	0.00	-470.00	
MERCURY GEN CORP NEW COM CUSIP 589400100								
2,100,000	39.26	0.00	82,446.00	73,502.00	8,944.00	0.00	8,944.00	
MERIDIAN BIOSCIENCE INC COM CUSIP 589584101								
3,479,000	21.55	0.00	74,972.45	32,430.16	42,542.29	0.00	42,542.29	
METLIFE INC COM CUSIP 59156R108								
10,300,000	35.35	0.00	364,105.00	370,331.81	-6,226.81	0.00	-6,226.81	
MFO ARTIO GLOBAL INVT FDS INTL EQUITY FDCL I CUSIP 04315J506								
719,436,310	28.24	0.00	20,316,881.39	24,506,388.70	-4,189,507.31	0.00	-4,189,507.31	
MICROSOFT CORP COM CUSIP 594918104								
26,200,000	30.49	0.00	798,838.00	736,654.08	62,183.92	0.00	62,183.92	
MKS INSTRS INC COM CUSIP 55306N104								
10,473,000	17.41	0.00	182,334.93	182,424.51	-89.58	0.00	-89.58	
MLP KINDER MORGAN ENERGY PARTNERS L P UNIT LTD PARTNERSHIP INT CUSIP 494550106								
1,500,000	60.98	0.00	91,470.00	67,394.70	24,075.30	0.00	24,075.30	
MOHAWK INDS INC COM CUSIP 608190104								
900,000	47.60	0.00	42,840.00	38,692.50	4,147.50	0.00	4,147.50	

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Description / Asset ID		Exchange rate/ Investment Mgr ID		Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Shares/PAR value	local market price						Market	Translation	
Equities									
Common stock									
United States - USD									
MOLSON COORS BREWING CO CL B CL B CUSIP 60871R209									
2,900 000	45 16	0 00	130,964 00	132,073 00	-1,109 00	0 00		-1,109 00	
MONOTYPE IMAGING HLDGS INC COM STK CUSIP 61022P100									
12,638 000	9 03	0 00	114 121 14	138,146 03	-24,024 89	0 00		-24,024 89	
MONSANTO CO NEW COM CUSIP 61166W101									
28,744 000	81 75	0 00	2,349,822 00	2,517,615 36	-167,793 36	0 00		-167,793 36	
MORNINGSTAR INC COM STK CUSIP 617700109									
2,806 000	48 34	0 00	125,974 04	116 609 10	9,364 94	0 00		9,364 94	
MTS SYS CORP COM CUSIP 553777103									
2 805 000	28 74	420 75	80,615 70	58,157 12	22,458 58	0 00		22,458 58	
NASDAQ OMX GROUP CUSIP 631103108									
7 350 000	19 82	0 00	145,677 00	159,442 82	-13,765 82	0 00		-13 765 82	
NATIONAL OILWELL VARCO COM STK CUSIP 637071101									
37 005 000	44 09	0 00	1 631,550 45	919 975 85	711,574 60	0 00		711,574 60	
NCR CORP COM CUSIP 62886E108									
5,000 000	11 13	0 00	55,650 00	97,541 04	-41,891 04	0 00		-41,891 04	
NET 1 UEPS TECHNOLOGIES INC COM NEW NET 1 UEPS TECHNOLOGIES INC CUSIP 64107N206									
3 635 000	19 42	0 00	70,591 70	74,626 55	-4,034 85	0 00		-4 034 85	

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,2643381,2677665,LEA01,2646834,2693709,2663667,2693974,2679829,2693973,2610103,2693975

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equities								
Common stock								
United States - USD								
NEUTRAL TANDEM INC COM STK CUSIP 64128B108								
5,681 000		22 75	0 00	129,242 75	137,663 78	-8,421 03	0 00	-8,421 03
NEWALLIANCE BANCSHARES INC COM CUSIP 650203102								
9,000 000		12 01	0 00	108,090 00	104,893 69	3,196 31	0 00	3 196 31
NIKE INC CL B CUSIP 654106103								
24,500 000		66 07	6,615 00	1,618,715 00	679,116 07	939,598 93	0 00	939 598 93
NOBLE ENERGY INC COM CUSIP 655044105								
3,000 000		71 22	0 00	213,660 00	125,413 00	88,247 00	0 00	88 247 00
NORFOLK SOUTHN CORP COM CUSIP 655844108								
1,400 000		52 42	0 00	73,388 00	58,366 00	15,022 00	0 00	15 022 00
NORTHERN TR CORP COM CUSIP 665859104								
1,200 000		52 40	336 00	62,880 00	63,229 00	-349 00	0 00	-349 00
O REILLY AUTOMOTIVE INC COM CUSIP 686091109								
5,744 000		38 12	0 00	218,961 28	198,231 00	20,730 28	0 00	20 730 28
OLD NATL BANCORP IND COM CUSIP 680033107								
6,590 000		12 43	0 00	81,913 70	68,820 03	13,093 67	0 00	13,093 67
OLD REP INTL CORP COM CUSIP 680223104								
8 900 000		12 04	0 00	89,356 00	118,422 47	-29,066 47	0 00	-29,066 47

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equities								
Common stock								
United States - USD								
OMNICARE INC COM CUSIP 681904108								
1 500 000	24 18	0 00		36,270 00	35,450 50	819 50	0 00	819 50
PENSKE AUTOMOTIVE GROUP INC COM STK CUSIP 70959W103								
8,225 000	15 18	0 00		124,855 50	128,567 44	-3,711 94	0 00	-3,711 94
PENSON WORLDWIDE INC COM CUSIP 709600100								
7,700 000	9 06	0 00		69 762 00	79,573 68	-9,811 68	0 00	-9,811 68
PEOPLES UTD FINL INC COM CUSIP 712704105								
12,000 000	16 70	0 00		200,400 00	200,945 26	-545 26	0 00	-545 26
PERKINELMER INC COM CUSIP 714046109								
4 700 000	20 59	0 00		96 773 00	82 401 44	14,371 56	0 00	14,371 56
PETSMART INC COM CUSIP 716768106								
2,700 000	26 69	0 00		72,063 00	55,685 00	16,378 00	0 00	16,378 00
PICO HLDGS INC COM NEW STK CUSIP 693366205								
2,705 000	32 73	0 00		88 534 65	86 499 97	2,034 68	0 00	2,034 68
PLAINS ALL AMERN PIPELN UNIT LTD PARTNERSHIP INT CUSIP 726503105								
2,200 000	52 85	0 00		116 270 00	92,728 29	23,541 71	0 00	23,541 71
PLEXUS CORP COM CUSIP 729132100								
2 873 000	28 50	0 00		81 880 50	74 543 31	7 337 19	0 00	7 337 19

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Equities								
Common stock								
United States - USD								
PNC FINANCIAL SERVICES GROUP COM STK CUSIP 693475105								
1 000 000		52 79	0 00	52,790 00	25,432 00	27,358 00	0 00	27,358 00
POLYCOM INC COM CUSIP 73172K104								
3,700 000		24 97	0 00	92,389 00	68,245 00	24 144 00	0 00	24,144 00
POTLATCH CORP NEW REIT CUSIP 737630103								
4,000 000		31 88	0 00	127,520 00	121 046 56	6 473 44	0 00	6 473 44
PPL CORP COM ISIN US69351T1060 CUSIP 69351T106								
0 000		32 31	517 50	0 00	0 00	0 00	0 00	0 00
PRAXAIR INC COM CUSIP 74005P104								
16,029 000		80 31	0 00	1,287,288 99	1,302 747 56	-15,458 57	0 00	-15 458 57
PRICELINE COM INC COM NEW STK CUSIP 741503403								
4,587 000		218 50	0 00	1 002 259 50	962 520 79	39,738 71	0 00	39 738 71
PROCTER & GAMBLE COM NPV CUSIP 742718109								
1,200 000		60 63	0 00	72,756 00	59,050 00	13,706 00	0 00	13,706 00
PROGRESS SOFTWARE CORP COM CUSIP 743312100								
1,695 000		29 21	0 00	49,510 95	49 567 63	-56 68	0 00	-56 68
PROLOGIS SH BEN INT SH BEN INT CUSIP 743410102								
3 300 000		13 69	0 00	45 177 00	37,908 00	7 269 00	0 00	7,269 00

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equities								
Common stock								
United States - USD								
PUB SERVICE ENTERPRISE GROUP INC COM CUSIP 744573106								
	2,700 000	33 25	0 00	89,775 00	94,864 59	-5,089 59	0 00	-5,089 59
PUB STORAGE COM CUSIP 74460D109								
	1,200 000	81 45	0 00	97 740 00	70,112 32	27,627 68	0 00	27 627 68
PULTE GROUP INC CUSIP 745967101								
	5,600 000	10 00	0 00	56,000 00	57,096 07	-1,096 07	0 00	-1 096 07
OLOGIC CORP COM CUSIP 747277101								
	3,900 000	18 87	0 00	73,593 00	52 405 00	21,188 00	0 00	21,188 00
QUALCOMM INC COM CUSIP 747525103								
	47,374 000	46 26	0 00	2,191,521 24	1,743 941 10	447,580 14	0 00	447,580 14
QUANTA SVCS INC COM CUSIP 74762E102								
	66,325 000	20 84	0 00	1,382,213 00	1 454,347 91	-72,134 91	0 00	-72,134 91
QUEST DIAGNOSTICS INC COM CUSIP 74834L100								
	17 000 000	60 38	0 00	1,026,460 00	835,261 61	191 198 39	0 00	191,198 39
QUEST SOFTWARE INC COM ISIN US74834T1034 CUSIP 74834T103								
	8,982 000	18 40	0 00	165,268 80	123 358 10	41,910 70	0 00	41 910 70
QUESTAR CORP COM CUSIP 748356102								
	3,300 000	41 57	0 00	137 181 00	116,167 00	21,014 00	0 00	21,014 00

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equities								
Common stock								
United States - USD								
RAYMOND JAMES FNCL INC COM STK CUSIP 754730109								
	2,400 000	23 77	264 00	57 048 00	40,015 36	17,032 64	0 00	17,032 64
RAYONIER INC REIT CUSIP 754907103								
	4,135 000	42 16	0 00	174 331 60	125,633 08	48,698 52	0 00	48,698 52
REDWOOD TR INC COM CUSIP 758075402								
	5,000 000	14 46	1,000 00	72 300 00	118,117 00	-45 817 00	0 00	-45,817 00
REGIS CORP MINN COM CUSIP 758932107								
	6,599 000	15 57	0 00	102,746 43	104,453 63	-1 707 20	0 00	-1,707 20
REINSURANCE GROUP AMER INC COM NEW STK CUSIP 759351604								
	2,815 000	47 65	0 00	134 134 75	118 238 05	15,896 70	0 00	15,896 70
REPUBLIC SVCS INC COM CUSIP 760759100								
	3,450 000	28 31	655 50	97,669 50	48 491 87	49,177 63	0 00	49,177 63
ROCK-TENN CO CL A CL A CUSIP 772739207								
	3,515 000	50 41	0 00	177 191 15	162 356 15	14,835 00	0 00	14 835 00
ROCKWELL COLLINS INC COM CUSIP 774341101								
	2,100 000	55 36	0 00	116 256 00	110 579 20	5,676 80	0 00	5,676 80
ROPER INDS INC NEW COM CUSIP 776696106								
	3,140 000	52 37	0 00	164,441 80	137 349 70	27,092 10	0 00	27,092 10

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equities								
Common stock								
United States - USD								
ROSETTA RES INC COM	CUSIP 777779307	19 93	0 00	62,759 57	53,536 78	9,222 79	0 00	9 222 79
RUDDICK CORP COM CUSIP 781258108								
0 000		25 73	593 88	0 00	0 00	0 00	0 00	0 00
SCHLUMBERGER LTD COM COM CUSIP 806857108								
16,500 000		65 09	3,465 00	1,073,985 00	364 880 28	709,104 72	0 00	709,104 72
SCHWAB CHARLES CORP COM NEW CUSIP 808513105								
57 324 000		18 82	0 00	1,078 837 68	908,582 50	170,255 18	0 00	170 255 18
SEI INVTS CO COM CUSIP 784117103								
7,458 000		17 52	671 22	130,664 16	141,721 32	-11,057 16	0 00	-11,057 16
SEMTECH CORP COM CUSIP 816850101								
3,000 000		17 01	0 00	51,030 00	45,750 00	5,280 00	0 00	5,280 00
SILGAN HLDGS INC COM CUSIP 827048109								
2,484 000		57 88	0 00	143 773 92	110 941 73	32,832 19	0 00	32 832 19
SMART BALANCE INC COM STK CUSIP 83169Y108								
15,677 000		6 00	0 00	94 062 00	100,020 51	-5,958 51	0 00	-5,958 51
SNAP-ON INC COM CUSIP 833034101								
4,000 000		42 26	0 00	169 042 00	130,690 09	38,349 91	0 00	38 349 91

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equities								
Common stock								
United States - USD								
SOLERA HLDGS INC COM	CUSIP 83421A104							
2,598 000	36 01	0 00	93,553 98	64 116 86	29,437 12	0 00	29,437 12	
SOLUTIONIA INC COM NEW COM NEW CUSIP 834376501								
16,113 000	12 70	0 00	204,635 10	176,771 71	27,863 39	0 00	27 863 39	
SOUTHWESTERN ENERGY CO COM CUSIP 845467109								
23,145 000	48 20	0 00	1,115,589 00	994,637 15	120 951 85	0 00	120 951 85	
SRA INTL INC CL A CUSIP 78464R105								
3 100 000	19 10	0 00	59,210 00	43,995 00	15 215 00	0 00	15,215 00	
ST JUDE MED INC COM CUSIP 790849103								
3,300 000	36 78	0 00	121,374 00	112,922 96	8,451 04	0 00	8,451 04	
STATE STR CORP COM CUSIP 857477103								
27,351 000	43 54	273 51	1 190 862 54	1,323,069 80	-132,207 26	0 00	-132 207 26	
STEEL DYNAMICS INC COM CUSIP 858119100								
12 510 000	17 72	938 25	221,677 20	203,203 68	18 473 52	0 00	18,473 52	
STERICYCLE INC COM CUSIP 858912108								
2,545 000	55 17	0 00	140 407 65	118,917 39	21 490 26	0 00	21 490 26	
STERIS CORP COM CUSIP 859152100								
1,700 000	27 97	0 00	47,549 00	49 581 01	-2,032 01	0 00	-2 032 01	

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equities								
Common stock								
United States - USD								
SUN TR BANKS INC COM CUSIP 867914103								
2 400 000		20 29	0 00	48 696 00	42 658 00	6 038 00	0 00	6 038 00
SYMANTEC CORP COM CUSIP 871503108								
7 200 000		17 89	0 00	128 808 00	107 986 15	20 821 85	0 00	20 821 85
SYNOPSIS INC COM CUSIP 871607107								
7 059 000		22 28	0 00	157 274 52	145 293 56	11 980 96	0 00	11 980 96
TALECRIS BIOTHERAPEUTICS HLDGS CORP COM CUSIP 874227101								
3 485 000		22 27	0 00	77 610 95	68 999 09	8 611 86	0 00	8 611 86
TECH DATA CORP COM CUSIP 878237106								
1 800 000		46 66	0 00	83 988 00	51 598 00	32 390 00	0 00	32 390 00
TECHNE CORP COM CUSIP 878377100								
1 465 000		68 56	0 00	100 440 40	78 511 97	21 928 43	0 00	21 928 43
TELEDYNE TECHNOLOGIES INC COM CUSIP 879360105								
3 600 000		38 36	0 00	138 096 00	127 885 35	10 210 65	0 00	10 210 65
TEMPLE INLAND INC COM CUSIP 879868107								
2 300 000		21 11	0 00	48 553 00	10 402 30	38 150 70	0 00	38 150 70
TEXTRON INC COM CUSIP 883203101								
26 700 000		18 81	534 00	502 227 00	1 029 685 70	-527 458 70	0 00	-527 458 70

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<i>Equities</i>								
Common stock								
United States - USD								
THERMO FISHER CORP CUSIP 883556102								
3,000 000		47 69	0 00	143,070 00	90 889 02	52,180 98	0 00	52 180 98
THOMAS & BETTS CORP COM CUSIP 884315102								
2,700 000		35 79	0 00	96,633 00	59,442 99	37 190 01	0 00	37,190 01
TRANSCOCEAN LTD CUSIP H8817H100								
1,089 000		82 80	0 00	90,169 20	121 287 56	-31 118 36	0 00	-31,118 36
TTM TECHNOLOGIES INC COM CUSIP 87305R109								
12,203 000		11 53	0 00	140 700 59	127,499 84	13 200 75	0 00	13,200 75
TYCO INTERNATIONAL LTD(SWITZERLAND) COM USD0 80 CUSIP H89128104								
4,500 000		35 68	0 00	160,560 00	115 732 50	44,827 50	0 00	44,827 50
ULTRA PETE CORP COM NPV CUSIP 903914109								
2,200 000		49 86	0 00	109,692 00	98,300 98	11 391 02	0 00	11,391 02
UNION PAC CORP COM CUSIP 907818109								
13,400 000		63 90	3 618 00	856,260 00	705,385 27	150 874 73	0 00	150,874 73
UNITED PARCEL SVC INC CL B CUSIP 911312106								
11,900 000		57 37	0 00	682,703 00	814 259 32	-131,556 32	0 00	-131,556 32
UNITED TECHNOLOGIES CORP COM CUSIP 913017109								
13,000 000		69 41	0 00	902,330 00	831,482 07	70,847 93	0 00	70,847 93

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◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equities								
Common stock								
United States - USD								
UNVL CORP VA COM	CUSIP 913456109							
3,050,000		45.61	0.00	139,110.50	130,555.06	8,555.44	0.00	8,555.44
URS CORP NEW COM CUSIP 903236107								
4,000,000		44.52	0.00	178,080.00	157,693.95	20,386.05	0.00	20,386.05
USG CORP COM NEW CUSIP 903293405								
22,900,000		14.05	0.00	321,745.00	779,601.53	-457,856.53	0.00	-457,856.53
V F CORP COM CUSIP 918204108								
2,586,000		73.24	0.00	189,398.64	173,065.11	16,333.53	0.00	16,333.53
VALSPAR CORP COM CUSIP 920355104								
4,810,000		27.14	769.60	130,543.40	107,858.59	22,684.81	0.00	22,684.81
VIACOM INC NEW CL B CUSIP 92553P201								
3,200,000		29.73	0.00	95,136.00	115,138.05	-20,002.05	0.00	-20,002.05
VISA INC COM CL A STK CUSIP 92826C839								
10,467,000		87.46	0.00	915,443.82	560,592.63	354,851.19	0.00	354,851.19
WABCO HLDGS INC COM STK CUSIP 92927K102								
20,866,000		25.79	0.00	538,134.14	708,749.66	-170,615.52	0.00	-170,615.52
WABTEC CORP COM CUSIP 929740108								
2,376,000		40.84	0.00	97,035.84	96,807.87	227.97	0.00	227.97

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Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	
Equities								
Common stock								
United States - USD								
WALGREEN CO COM CUSIP 931422109	1,900 000	36 72	0 00	69,768 00	58,512 00	11,256 00	0 00	11,256 00
WAL-MART STORES INC COM CUSIP 931142103								
3,300 000	53 45	599 50		176,385 00	168,314 49	8 070 51	0 00	8,070 51
WALT DISNEY CO CUSIP 254687106								
18,800 000	32 25	6 580 00		606,300 00	354,685 80	251,614 20	0 00	251,614 20
WASH FED INC COM CUSIP 938824109								
11,400 000	19 34	570 00		220,476 00	184,335 59	36,140 41	0 00	36,140 41
WASTE CONNECTIONS INC COM CUSIP 941053100								
4,346 000	33 34	0 00		144,895 64	102,607 01	42,288 63	0 00	42,288 63
WELLS FARGO & CO NEW COM STK CUSIP 949746101								
30,200 000	26 99	0 00		815,098 00	549,391 74	265,706 26	0 00	265,706 26
WESCO FNCL CORP CAP CUSIP 950817106								
304 000	343 00	0 00		104,272 00	97,471 07	6 800 93	0 00	6,800 93
WEYERHAEUSER CO COM CUSIP 962166104								
1,700 000	43 14	0 00		73 338 00	81,040 67	7 702 67	0 00	-7,702 67
WHITING PETE CORP COM STK CUSIP 966387102								
3 660 000	71 45	0 00		261 507 00	191,679 38	69,827 62	0 00	69,827 62

Northern Trust

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Accounting Statements

31 DEC 09

Account number Multiple Accounts

2611533,2628765,2670717,2632428,2632282,2611867,2643378,2611868,2605505,2617213,2604465,2659582,2670716,2670699,2643381,2677665,LEA01,2646834,2693709,2663667,2693974,2679829,2693973,2610103,2693975

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◆ Asset Detail - Base Currency

Description / Asset ID	Investment Mgr ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Shares/PAR value								

Equities

Common stock

United States - USD

WILEY JOHN & SONS INC CL A CUSIP 968223206

6,292 000	41 88		880 88	263,508 96	211 812 29	51,696 67	0 00	51,696 67
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WOLVERINE WORLD WIDE INC COM CUSIP 978097103

7,932 000	27 22		982 52	215,909 04	186,097 29	49,811 75	0 00	49,811 75
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ZIMMER HLDGS INC COM CUSIP 98956P102

2,100 000	59 11		0 00	124,131 00	108,321 44	15,809 56	0 00	15,809 56
-----------	-------	--	------	------------	------------	-----------	------	-----------

Total USD

			59,170 82	112,706,894 29	102,858,206 89	9,848,687 40	0 00	9,848,687 40
--	--	--	-----------	----------------	----------------	--------------	------	--------------

Total United States

			59,170 82	112,706,894 29	102,858,206 89	9,848,687 40	0 00	9,848,687 40
--	--	--	-----------	----------------	----------------	--------------	------	--------------

Total Common Stock

4,217,222 360			59,170 82	145,229,061 30	141,071,969 32	4,157,091 98	0 00	4,157,091 98
---------------	--	--	-----------	----------------	----------------	--------------	------	--------------

Rights/warrants

United States - USD

LANTRONIX INC WTS 02-09-2011 CUSIP 516950264

100 000	0 00		0 00	0 00	0 00	0 00	0 00	0 00
---------	------	--	------	------	------	------	------	------

Total USD

			0 00	0 00	0 00	0 00	0 00	0 00
--	--	--	------	------	------	------	------	------

Total United States

			0 00	0 00	0 00	0 00	0 00	0 00
--	--	--	------	------	------	------	------	------

Total Rights/Warrants

100 000			0 00	0 00	0 00	0 00	0 00	0 00
---------	--	--	------	------	------	------	------	------

Total Equities

4,217,322 360			59,170 82	145,229,061 30	141,071,969 32	4,157,091 98	0 00	4,157,091 98
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Northern Trust

*Generated by Northern Trust from reviewed periodic data on 1 Nov 10 B003

Accounting Statements

Account number Multiple Accounts

31 DEC 09

2611533,2628765,2670717,2632428,2632282,2611867,2643378,2611868,2605505,2617213,2604465,2659011,2659582,2670716,2670699,2643381,2677665,LEA01,2646834,2693709,2663667,2693974,2679829,2693973,2610103,2693975

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Fixed Income							
Corporate bonds							
United States - USD							
MFO PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL CUSIP 683390700	10 80	246,024 89	74,639,390 32	68,805,645 42	5,833,744 90	0 00	5,833,744 90
6 911,054 660							
Total USD		246,024 89	74,639,390 32	68,805,645 42	5,833,744 90	0 00	5,833,744 90
Total United States		246,024 89	74,639,390 32	68,805,645 42	5,833,744 90	0 00	5,833,744 90
Total Corporate Bonds							
6,911,054 660		246,024 89	74,639,390 32	68,805,645 42	5,833,744 90	0 00	5,833,744 90
Total Fixed Income							
6,911,054 660		246,024 89	74,639,390 32	68,805,645 42	5,833,744 90	0 00	5,833,744 90

Venture Capital and Partnerships

Partnerships							
United States - USD							
ENERGY CAPITAL PARTNERS II-B CUSIP 9912S6996	715,116 00	0 00	715,116 00	763,092 00	-47,976 00	0 00	-47,976 00
763,092 000							
* Market value based on prices received from an external manager or other client-directed pricing source							
WILTON PRIVATE EQUITY, LLC CUSIP 000163659							
1 620 445 400	1,474,154 00	0 00	1,474,154 00	1,620,445 40	-146,291 40	0 00	-146,291 40
* Market value based on prices received from an external manager or other client-directed pricing source							
Total USD		0 00	2,189,270 00	2,383,537 40	-194,267 40	0 00	-194,267 40
Total United States		0 00	2,189,270 00	2,383,537 40	-194,267 40	0 00	-194,267 40

Northern Trust

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Accounting Statements

Account number Multiple Accounts

31 DEC 09

2611533,2628765,2670717,2632428,2632282,2611867,2643378,2611868,2605505,2617213,2604465,2659011,2659582,2670716,2670699,2643381,2677665,LEA01,2646834,2693709,2663667,2693974,2679829,2693973,2610103,2693975

Page 39 of 42

◆ Asset Detail - Base Currency

Description / Asset ID		Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss		Total
Investment Mgr ID	Shares/PAR value					Market	Translation	

Venture Capital and Partnerships

Total Partnerships								
	2,383,537.400		0.00	2,189,270.00	2,383,537.40	-194,267.40	0.00	-194,267.40
Total Venture Capital and Partnerships								
	2,383,537.400		0.00	2,189,270.00	2,383,537.40	-194,267.40	0.00	-194,267.40

Commodities

Commodity linked funds

United States - USD								
MFC /PATH DOW JONES-UBS COMMODITY INDEX TOTAL RETURN ETN 6/12/36 CUSIP 06738C778								
	36,384.000	42.26	0.00	1,537,587.84	1,999,995.73	-462,407.89	0.00	-462,407.89
Total USD								
			0.00	1,537,587.84	1,999,995.73	-462,407.89	0.00	-462,407.89
Total United States								
			0.00	1,537,587.84	1,999,995.73	-462,407.89	0.00	-462,407.89
Total Commodity Linked Funds								
	36,384.000		0.00	1,537,587.84	1,999,995.73	-462,407.89	0.00	-462,407.89
Total Commodities								
	36,384.000		0.00	1,537,587.84	1,999,995.73	-462,407.89	0.00	-462,407.89

Hedge Fund

Hedge equity

United States - USD								
FORTRESS PARTNERS OFFSHORE FUND LP CUSIP 0002466860								
	10,000,000.000	9,085,626.00	0.00	9,085,626.00	10,000,000.00	-914,374.00	0.00	-914,374.00
* Market value based on prices received from an external manager or other client-directed pricing source								

Northern Trust

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Accounting Statements

31 DEC 09

Account number Multiple Accounts

2611533,2628765,2670717,2632428,2632282,2611867,2643378,2611868,2605505,2617213,2604465,2659011,2659582,2670716,2670699,2643381,2677665,LEA01,2646834,2693709,2663667,2693974,2679829,2693973,2610103,2693975

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
<i>Hedge Fund</i>							
Hedge equity							
Total USD		0 00	9,085,626 00	10,000,000 00	-914,374 00	0 00	-914,374 00
Total United States		0 00	9,085,626 00	10,000,000 00	-914,374 00	0 00	-914,374 00
Total Hedge Equity							
10,000,000.000		0 00	9,085,626 00	10,000,000.00	-914,374.00	0 00	-914,374.00
Total Hedge Fund							
10,000,000.000		0 00	9,085,626.00	10,000,000 00	-914,374 00	0 00	-914,374 00

All Other

Recoverable taxes

USD - United States dollar	1 00	2,133 15	0 00	0 00	0 00	0 00	0 00
Total recoverable taxes - all currencies		2,133 15	0 00	0 00	0 00	0 00	0 00
Total recoverable taxes - all countries		2,133 15	0 00	0 00	0 00	0 00	0 00
Total Recoverable taxes							
0 000		2,133 15	0 00	0 00	0 00	0 00	0 00
Total All Other							
0 000		2,133 15	0 00	0 00	0 00	0 00	0 00

Cash and Cash Equivalents

Short term investment funds

Northern Trust

Accounting Statements

Account number Multiple Accounts

31 DEC 09

2611533,2628765,2670717,2632428,2632282,2611867,2643378,2611868,2605505,2617213,2604465,2659011,2659582,2670716,2670699,2643381,2677685,LEA01,2646834,2693709,2663667,2693974,2679829,2693973,2610103,2693975

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID							
Shares/PAR value							

Cash and Cash Equivalents

Short term investment funds

USD - MFB NORTHERN INSTL FDS GOVT SELECT	PORTFOLIO						
	1 00	45 11	2,674,745 75	2,674,745 75	0 00	0 00	0 00
Total short term investment funds - all currencies		45 11	2,674,745 75	2,674,745 75	0 00	0 00	0 00
Total short term investment funds - all countries		45 11	2,674,745 75	2,674,745 75	0 00	0 00	0 00
Total Short Term Investment Funds		45 11	2,674,745 75	2,674,745 75	0 00	0 00	0 00
2,674,745 750							
Total Cash and Cash Equivalents		45 11	2,674,745 75	2,674,745 75	0 00	0 00	0 00
2,674,745 750							

Adjustments To Cash

Pending trade purchases

USD - United States dollar							
	1 00	0 00	-610,707 17	-610,707 17	0 00	0 00	0 00
Total pending trade purchases - all currencies		0 00	-610,707 17	-610,707 17	0 00	0 00	0 00
Total pending trade purchases - all countries		0 00	-610,707 17	-610,707 17	0 00	0 00	0 00
Total Pending trade purchases		0 00	-610,707 17	-610,707 17	0 00	0 00	0 00
0 000							
Pending trade sales							

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 1 Nov 10 B003

Accounting Statements

Account number Multiple Accounts

31 DEC 09

2611533,2628765,2670717,26322428,2632282,2611867,2643378,2611868,2605505,2617213,2604465,2659582,2670716,2670699,2643381,2677665,LEA01,2646834,2693709,2663667,2693974,2679829,2693973,2610103,2693975

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◆ Asset Detail - Base Currency

Description / Asset ID	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Market	Unrealized gain/loss Translation	Total
Investment Mgr ID							
Shares/PAF value							

Adjustments To Cash

Pending trade sales

USD - United States dollar	1.00	0.00	474,849.16	474,849.16	0.00	0.00	0.00
Total pending trade sales - all currencies		0.00	474,849.16	474,849.16	0.00	0.00	0.00
Total pending trade sales - all countries		0.00	474,849.16	474,849.16	0.00	0.00	0.00
Total Pending trade sales		0.00	474,849.16	474,849.16	0.00	0.00	0.00
0.000		0.00					
Total Adjustments To Cash		0.00	-135,858.01	-135,858.01	0.00	0.00	0.00
0.000		0.00					
Total		307,373.97	235,219,823.20	226,800,035.61	8,419,787.59	0.00	8,419,787.59
26,223,044.170							

Please note that this report has been prepared using best available data. This report may also contain information provided by third parties, derived from third party data and/or data that may have been categorized or otherwise reported based upon client direction. Northern Trust assumes no responsibility for the accuracy, timeliness or completeness of any such information. Northern Trust assumes no responsibility for the consequences of investment decisions made in reliance on information contained in this report. If you have questions regarding third party data or direction as it relates to this report, please contact your Northern Trust relationship team.

IRS CIRCULAR 230 NOTICE: To the extent that this message or any attachment concerns tax matters, it is not intended to be used and cannot be used by a taxpayer for the purpose of avoiding penalties that may be imposed by law. For more information about this notice, see <http://www.irs.gov/efile>.

Northern Trust

*Generated by Northern Trust from reviewed periodic data on 1 Nov 10 B003

**Thomas and Dorothy Leavey Foundation
Distributable Amounts**

Taxable Year	Distributable Amount	Qualifying Distribution		Start-Up Minimum Amount	Actual Payments Made	Aggregate Actual Payments
Start-Up Period						
1972	131,217	323,511	20%	26,243	323,511	323,511
1973	191,562	249,587	40%	76,625	249,587	573,098
1974	437,124	341,482	60%	262,316	341,482	914,580
1975	669,052	680,447	80%	535,329	680,447	1,595,027
Full Payment Periods						
	(a)	(b)	(b) - (a)	Excess Distribution in Full Pmt Period	C/O Distribution in Excess of Full-Pmt Period Minimum Amount *	(b)
1976	691,688	763,413	71,725	71,725	763,413	2,358,440
1977	666,262	869,120	202,858	274,583	869,120	3,227,560
1978	1,288,135	1,579,058	290,923	565,506	1,579,058	4,806,618
1979	1,595,578	1,214,235	(381,343)	184,163	1,214,235	6,020,853
1980	2,430,168	2,877,536	447,368	631,531	2,877,536	8,898,389
1981	2,941,628	4,196,894	1,255,266	1,886,797	4,196,894	13,095,283
1982	2,241,628	4,316,428	2,074,800	3,889,872	4,316,428	17,411,711
1983	2,514,882	5,453,487	2,938,605	6,716,039	5,453,487	22,865,198
1984	2,560,537	3,107,451	546,914	7,447,116	3,107,451	25,972,649
1985	3,312,974	5,079,238	1,766,264	9,029,217	5,079,238	31,051,887
1986	4,128,167	9,733,201	5,605,034	14,186,883	9,733,201	40,785,088
1987	4,157,668	6,152,280	1,994,612	14,926,229	6,152,280	46,937,368
1988	4,233,367	11,622,051	7,388,684	20,240,113	11,622,051	58,559,419
1989	5,804,490	4,956,229	(848,261)	16,453,247	4,956,229	63,515,648
1990	6,363,814	6,457,040	93,226	15,999,559	6,457,040	69,972,688
1991	7,029,568	7,280,324	250,756	14,484,051	7,280,324	77,253,012
1992	7,296,938	7,777,870	480,932	9,359,949	7,777,870	85,030,882
1993	7,296,318	5,373,516	(1,922,802)	5,442,535	5,373,516	90,404,398
1994	7,195,273	10,251,313	3,056,040	3,056,040	10,251,313	100,655,711
1995	7,589,427	9,373,069	1,783,642	4,839,682	9,373,069	110,028,780
1996	8,430,221	10,189,131	1,758,910	6,598,592	10,189,131	120,217,911
1997	9,218,650	11,772,537	2,553,887	9,152,479	11,772,537	131,990,448
1998	11,066,653	13,263,687	1,447,034	10,599,513	12,513,687	144,504,135
1999	13,192,888	6,314,789	(6,628,099)	3,971,414	6,564,789	151,068,924
2000	14,289,604	15,820,457	1,780,853	5,752,267	16,070,457	167,139,381
2001	11,666,671	6,384,370	(5,032,301)	719,966	6,634,370	173,773,751
2002	10,712,404	10,957,555	245,151	965,117	10,957,555	184,731,306
2003	10,398,080	10,376,550	(21,530)	943,587	10,376,550	195,107,856
2004	11,538,823	11,509,581	(29,242)	914,345	11,509,581	206,617,437
2005	11,740,896	11,418,948	(321,948)	245,527	11,418,948	218,036,385
2006	12,349,791	12,920,118	570,327	815,478	12,920,118	230,956,503
2007	13,813,528	14,606,453	792,925	1,363,252	14,056,453	245,012,956
2008	12,721,374	13,192,269	470,895	1,834,147	13,492,269	258,505,225
2009	10,645,859	10,983,088	337,229	2,171,376	10,983,088	269,488,313

* THE EXCESS REDUCES THE FULL PAYMENT PERIOD MINIMUM AMOUNT FOR EACH SUCCEEDING TAXABLE YEAR, LIMITED TO A PERIOD OF FIVE YEARS FOLLOWING THE YEAR IN WHICH THE EXCESS DISTRIBUTION IS MADE

IRC Section 4942(g)(2)
Treas Reg Section 53.4942(a)-3(b)

Form **8868**

(Rev. April 2009)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ File a separate application for each return

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ☒ **X**
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Type or print	Name of Exempt Organization	Employer identification number
	THOMAS & DOROTHY LEAVEY FOUNDATION	95-6060162
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 10100 SANTA MONICA BLVD., STE 610	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LOS ANGELES, CA 90067	

Check type of return to be filed (file a separate application for each return).

- | | | |
|---|---|------------------------------------|
| ☐ Form 990 | ☐ Form 990-T (corporation) | ☐ Form 4720 |
| ☐ Form 990-BL | ☐ Form 990-T (sec. 401(a) or 408(a) trust) | ☐ Form 5227 |
| ☐ Form 990-EZ | ☐ Form 990-T (trust other than above) | ☐ Form 6069 |
| ☒ Form 990-PF | ☐ Form 1041-A | ☐ Form 8870 |

WTAS - 633 WEST FIFTH STREET, SUITE 2700, LOS ANGELES, CA

- The books are in the care of ▶ - 90071
Telephone No ▶ 213-593-2300 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ ☒ calendar year 2009 or
▶ ☐ tax year beginning _____, and ending _____

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	58,295.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	170,777.
c	Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 4-2009)

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II		Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)	
Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization		Employer identification number
	THOMAS & DOROTHY LEAVEY FOUNDATION		95-6060162
	Number, street, and room or suite no. If a P.O. box, see instructions		For IRS use only
	10100 SANTA MONICA BLVD., STE 610		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	LOS ANGELES, CA 90067		

Check type of return to be filed (File a separate application for each return):

☐ Form 990 ☐ Form 990-EZ ☐ Form 990-T (sec. 401(a) or 408(a) trust) ☐ Form 1041-A ☐ Form 5227 ☐ Form 8870
☐ Form 990-BL ☒ Form 990-PF ☐ Form 990-T (trust other than above) ☐ Form 4720 ☐ Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

WTAS - 633 WEST FIFTH STREET, SUITE 2700, LOS ANGELES, CA

• The books are in the care of ☒ - 90071

Telephone No. ☒ 213-593-2300

FAX No. ☐

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four-digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010

5 For calendar year 2009, or other tax year beginning , and ending

6 If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS REQUIRED IN ORDER TO OBTAIN THE INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	S	58,295.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	S	170,777.
c	Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	S	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☒ Thomas M. Ujian Title ☒ Attorney

Date ☒ 08/05/10

Form 8868 (Rev. 4-2009)