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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation The Veale Foundation		A Employer identification number 34-6565830
Number and street (or P O box number if mail is not delivered to street address) 30195 Chagrin Blvd	Room/suite 310	B Telephone number (see instructions) 216-514-0060
City or town, state, and ZIP code Pepper Pike, OH 44124		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		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		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 45,769,320		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____		

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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	11,221,649			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	5,606	5,606		
	4 Dividends and interest from securities	1,329,903	1,329,903		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	5,274,470			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		5,274,470		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	17,831,628	6,609,979			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	90,262	90,262		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	42,859	42,859		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	643	643		
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	133,764	133,764		
	25 Contributions, gifts, grants paid	2,932,000			2,932,000
26 Total expenses and disbursements. Add lines 24 and 25	3,065,764	133,764		2,932,000	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	14,765,864				
b Net investment income (if negative, enter -0-)		6,476,215			
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		1,282,503	899,099	899,099
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶		60,169	31,863	31,863
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)		12,345,031	16,786,682	18,118,574
	c Investments—corporate bonds (attach schedule)		185,207	-	-
	11 Investments—land, buildings, and equipment: basis ▶				
Liabilities	Less: accumulated depreciation (attach schedule) ▶				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)		20,301,967	26,054,882	26,719,784
	14 Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
	15 Other assets (describe ▶)				
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		34,174,877	43,772,526	45,769,320
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ▶)				
	23 Total liabilities (add lines 17 through 22)				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	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		34,174,877	43,772,526	
Net Assets or Fund Balances	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 (see instructions)		34,174,877	43,772,526	
	31 Total liabilities and net assets/fund balances (see instructions)		34,174,877	43,772,526	

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	34,174,877
2 Enter amount from Part I, line 27a	2	14,765,864
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	
5 Decreases not included in line 2 (itemize) ▶ Gain on Gift at time of contribution	5	(5,168,215)
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	43,772,526

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 attached schedule				
b				
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				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) 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				
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	5,274,470	
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) (see instructions). If (loss), enter -0- in Part I, line 8		3		

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.

(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))
2010	1,818,176	34,795,880	.052253
2009	944,700	24,029,176	.039315
2008	1,061,000	23,401,242	.045339
2007	649,166	13,152,802	.049356
2006	222,060	4,936,158	.044974
2 Total of line 1, column (d)			2 .231237
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 .046247
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 46,101,162
5 Multiply line 4 by line 3			5 2,132,040
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 64,762
7 Add lines 5 and 6			7 2,196,802
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 2,932,000

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	64,762	
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		
3	Add lines 1 and 2	3		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	64,762	
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	32,096	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000	
d	Backup withholding erroneously withheld	6d	758	
7	Total credits and payments. Add lines 6a through 6d	7	42,854	
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	21,908	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ Refunded ☐	11		

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?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>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.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		✓
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? <i>If "Yes," attach a conformed copy of the changes</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
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?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		✓
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		✓

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		✓
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ▶ N/A				
14	The books are in care of ▶ Daniel Harrington	Telephone no. ▶	2165140060	
	Located at ▶ 30195 Chagrin Blvd Suite 310 Pepper Pike, OH	ZIP+4 ▶	44124	
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		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			✓

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 instructions)?	1b	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☒		
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 2011?	1c	✓
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No		
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
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)	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. ▶ 20____, 20____, 20____, 20____		
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 2011 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 2011.)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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 2011?	4b	✓

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)? (see instructions) ☐ 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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐ **5b****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? ☐ 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? ☐ Yes ☒ No **6b**

If "Yes" to 6b, file Form 8870.

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? ☐ Yes ☒ No **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 (see instructions).

(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 attached				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). 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
NONE				

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		▶

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

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	44,833,097
b	Average of monthly cash balances	1b	1,970,113
c	Fair market value of all other assets (see instructions)	1c	-
d	Total (add lines 1a, b, and c)	1d	46,803,210
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	46,803,210
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	702,048
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	46,101,162
6	Minimum investment return. Enter 5% of line 5	6	2,305,058

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	2,305,058
2a	Tax on investment income for 2011 from Part VI, line 5	2a	64,762
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	64,762
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,240,296
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,240,296

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	2,932,000
b	Program-related investments—total from Part IX-B	1b	-
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	2,932,000
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,932,000
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 (see instructions)	5	64,762
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,867,238

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				2,240,296
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			444,537	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e				
4 Qualifying distributions for 2011 from Part XII, line 4. ► \$ <u>2,932,000</u>				
a Applied to 2010, but not more than line 2a			444,537	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				2,240,296
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	247,167			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011	247,167			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test—enter $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed				
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

Tinkham Veale II

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed.

N/A

b The form in which applications should be submitted and information and materials they should include:

N/A

c Any submission deadlines:

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

N/A

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 Attached					
Total				▶ 3a	
b <i>Approved for future payment</i>					
Total				▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	5,606		
4 Dividends and interest from securities			14	1,329,903		
5 Net rental income or (loss) from real estate.						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			14	5,274,470		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue: a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)				6,609,979		
13 Total. Add line 12, columns (b), (d), and (e)				13	6,609,979	

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following in 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?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	✓
	(2) Other assets	1a(2)	✓
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	✓
	(3) Rental of facilities, equipment, or other assets	1b(3)	✓
	(4) Reimbursement arrangements	1b(4)	✓
	(5) Loans or loan guarantees	1b(5)	✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)	✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	✓
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		

[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

Sign Here	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) is based on all information of which preparer has any knowledge.					May the IRS discuss this return with the preparer shown below (see instructions)? ☐ Yes ☐ No	
	 Signature of officer or trustee		8-15-12 Date	Trustee Title			
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check ☐ if self-employed	PTIN
	Firm's name ▶					Firm's EIN ▶	
	Firm's address ▶					Phone no	

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011**Name of the organization**

The Veale Foundation

Employer identification number

34-6565830

Organization type (check one):**Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒
- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization The Veale Foundation	Employer identification number 34-6565830
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Tinkham Veale II 1700 Epping Road Gates Mills, OH 44040	\$ 11,221,649	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
The Veale Foundation

Employer identification number
34-6565830

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	22,345 Shares Anadarko (APC)	\$ 1,812,403	4-11-2011
1	39,268 Shares BPPLC (BP)	\$ 1,832,637	4-11-2011
1	23,805 Shares Chevron (CVX)	\$ 2,565,703	4-11-2011
1	6,285 Shares Hospira (HSP)	\$ 351,017	4-11-2011
1	3,000 Shares Lubrizol (LZ)	\$ 402,120	4-11-2011
1	6,913 Shares Travelers (TRV)	\$ 417,683	4-11-2011

Name of organization The Veale Foundation	Employer identification number 34-6565830
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Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	24,910 Shares Exxon Mobil (XOM)	\$ 2,121,335	4-11-2011
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	Convertible Note Note BMP Sunstone	\$ 1,718,750	02-2011
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

The Veale Foundation
34-6565830
Form 990-PF
December 31, 2011

Worksheet 1
Part I, Line 3
Interest on savings and temporary cash investments

<u>Description</u>	<u>Amount</u>
Wells Fargo Account #5502-7316 Interest	5,440
Fifth Third Bank	166
	<u>5,606</u>

The Veale Foundation
34-6565830
Form 990-PF
December 31, 2011

Worksheet 1
Part I, Line 4
Dividends and interest from securities

WELLS FARGO ADVISORS

<u>Description</u>	<u>Amount</u>
Account # 4296-3000	
Dividends	62,139
Interest	151
Account # 4301-0079	
Dividends	48,485
Interest	146
Account #1635-7752	
Dividends	21,652
Interest	83
Account #2212-2105	
Dividends	113,470
Interest	147
Account #5694-1134	
Dividends	10,001
Interest	77
Account #5502-7316	
Dividends	1,073,552
Total	<u><u>\$ 1,329,903</u></u>

CRM - SALESFORCE COM	Detail	56941134 FREDALGER	05/18/10	1/10/2011	273	7,798 18	9,158 32	9,158 32	-1,360 14	N/A	SHORT
		56941134 FREDALGER	06/10/10	1/10/2011	124	3,542 04	3,772 33	3,772 33	-230 29	N/A	SHORT
		Detail	Detail	Detail	817	119,242 62	82,403 37	82,403 37	36,839 25	N/A	Detail
		42963000 NEUBERGERBERMAN	05/21/10	5/18/2011	152	20,437 84	12,655 74	12,655 74	7,782 10	N/A	SHORT
		42963000 NEUBERGERBERMAN	05/21/10	5/24/2011	157	23,390 04	13,072 04	13,072 04	10,318 00	N/A	LONG
CSCO - CISCO SYS INC	Detail	42963000 NEUBERGERBERMAN	05/21/10	7/21/2011	181	27,009 17	15,070 30	15,070 30	11,938 87	N/A	LONG
		42963000 NEUBERGERBERMAN	11/10/10	7/21/2011	26	3,879 78	3,037 27	3,037 27	842 51	N/A	SHORT
		42963000 NEUBERGERBERMAN	11/10/10	7/27/2011	83	12,342 29	9,695 88	9,695 88	2,646 41	N/A	SHORT
		42963000 NEUBERGERBERMAN	4/18/2011	7/27/2011	63	9,368 25	8,343 79	8,343 79	1,024 46	N/A	SHORT
		42963000 NEUBERGERBERMAN	4/18/2011	7/28/2011	155	22,815 25	20,528 35	20,528 35	2,286 90	N/A	SHORT
CTL - CENTURYLINK INC	Detail	Detail	Detail	Detail	2,393 00	45,211 51	59,680 48	59,680 48	-14,468 97	N/A	Detail
		42963000 NEUBERGERBERMAN	03/19/10	2/11/2011	692	13,074 11	18,115 52	18,115 52	-5,041 41	N/A	SHORT
		42963000 NEUBERGERBERMAN	08/10/10	2/11/2011	1,701 00	32,137 40	41,564 96	41,564 96	-9,427 56	N/A	SHORT
		Detail	Detail	Detail	1,519 00	53,945 56	64,160 77	64,160 77	-10,215 21	N/A	Detail
		22122105 GOLDMANSACHS	1/31/2011	10/27/2011	662	23,219 27	28,657 79	28,657 79	-5,438 52	N/A	SHORT
CTRP - CTRIP COM INTERNATIONAL	Detail	22122105 GOLDMANSACHS	1/31/2011	11/4/2011	438	15,703 75	18,960 88	18,960 88	-3,257 13	N/A	SHORT
		22122105 GOLDMANSACHS	4/18/2011	11/4/2011	419	15,022 54	16,542 10	16,542 10	-1,519 56	N/A	SHORT
		Detail	Detail	Detail	915	37,729 05	43,863 59	43,863 59	-6,134 54	N/A	Detail
		42963000 NEUBERGERBERMAN	11/12/10	2/11/2011	335	14,471 05	16,059 35	16,059 35	-1,588 30	N/A	SHORT
		42963000 NEUBERGERBERMAN	11/12/10	2/14/2011	278	11,190 92	13,326 86	13,326 86	-2,135 94	N/A	SHORT
CTSH - COGNIZANT TECHNOLOGY	Detail	42963000 NEUBERGERBERMAN	11/12/10	2/16/2011	302	12,067 08	14,477 38	14,477 38	-2,410 30	N/A	SHORT
		Detail	Detail	Detail	1,225 00	84,121 86	96,167 85	96,167 85	-12,045 99	N/A	Detail
		42963000 NEUBERGERBERMAN	3/22/2011	6/14/2011	422	29,722 27	32,467 59	32,467 59	-2,745 32	N/A	SHORT
		42963000 NEUBERGERBERMAN	3/22/2011	8/3/2011	192	13,784 95	14,771 97	14,771 97	-987 02	N/A	SHORT
		42963000 NEUBERGERBERMAN	4/18/2011	8/3/2011	211	15,149 08	16,435 21	16,435 21	-1,286 13	N/A	SHORT
CTXS - CITRIX SYSTEMS INC	Detail	42963000 NEUBERGERBERMAN	4/27/2011	8/3/2011	46	3,302 65	3,736 71	3,736 71	-434 06	N/A	SHORT
		42963000 NEUBERGERBERMAN	4/27/2011	8/10/2011	354	22,162 91	28,756 37	28,756 37	-6,593 46	N/A	SHORT
		Detail	Detail	Detail	1,330 00	95,062 69	60,985 28	60,985 28	34,077 41	N/A	Detail
		42963000 NEUBERGERBERMAN	10/09/09	5/18/2011	119	9,845 53	4,978 58	4,978 58	4,866 95	N/A	LONG
		42963000 NEUBERGERBERMAN	10/23/09	5/18/2011	23	1,902 92	904 75	904 75	998 17	N/A	LONG
CVD - COVANCE INC	Detail	42963000 NEUBERGERBERMAN	10/23/09	5/19/2011	174	14,470 89	6,844 56	6,844 56	7,626 33	N/A	LONG
		42963000 NEUBERGERBERMAN	03/18/10	5/19/2011	30	2,494 99	1,441 39	1,441 39	1,053 60	N/A	LONG
		42963000 NEUBERGERBERMAN	03/18/10	6/17/2011	333	24,555 71	15,999 32	15,999 32	8,556 39	N/A	LONG
		42963000 NEUBERGERBERMAN	03/18/10	8/11/2011	140	8,648 70	6,726 44	6,726 44	1,922 26	N/A	LONG
		42963000 NEUBERGERBERMAN	04/22/10	8/11/2011	385	23,783 96	18,150 18	18,150 18	5,633 78	N/A	LONG
CVH - COVENTRY HEALTH CARE INC	Detail	42963000 NEUBERGERBERMAN	04/22/10	10/27/2011	126	9,359 99	5,940 06	5,940 06	3,419 93	N/A	LONG
		56941134 FREDALGER	9/21/2011	12/16/2011	15	669 88	714 81	714 81	-44 93	N/A	SHORT
		Detail	Detail	Detail	183	5,816 54	4,829 55	4,829 55	986 99	N/A	Detail
		56941134 FREDALGER	11/22/10	10/31/2011	146	4,677 34	3,853 08	3,853 08	824 26	N/A	SHORT
		56941134 FREDALGER	11/22/10	12/16/2011	37	1,139 20	976 47	976 47	162 73	N/A	LONG
CVS - CVS CAREMARK CORP	Detail	Detail	Detail	Detail	2,678 00	89,768 85	93,930 30	93,930 30	-4,161 45	N/A	Detail
		22122105 GOLDMANSACHS	03/04/10	10/6/2011	623	20,883 49	21,709 74	21,709 74	-826 25	N/A	LONG
		22122105 GOLDMANSACHS	03/18/10	10/6/2011	502	16,827 46	17,549 56	17,549 56	-722 1	N/A	LONG
		22122105 GOLDMANSACHS	05/07/10	10/6/2011	825	27,654 71	28,736 15	28,736 15	-1,081 44	N/A	LONG
		22122105 GOLDMANSACHS	4/18/2011	10/6/2011	728	24,403 19	25,934 85	25,934 85	-1,531 66	N/A	SHORT
CVX - CHEVRON CORPORATION	Detail	55027316 VEALEFOUNDATION	08/24/01	4/15/2011	23,805 00	2,526,161 91	1,105,743 44	1,105,743 44	1,420,418 47	N/A	LONG
		Detail	Detail	Detail	157	13,915 36	8,386 79	8,386 79	5,528 57	N/A	Detail
		56941134 FREDALGER	04/13/10	2/1/2011	34	3,312 62	1,816 25	1,816 25	1,496 37	N/A	SHORT
		56941134 FREDALGER	04/13/10	6/24/2011	123	10,602 74	6,570 54	6,570 54	4,032 20	N/A	LONG
		Detail	Detail	Detail	223	3,742 09	4,471 65	4,471 65	-729 56	N/A	Detail
CY - CYPRESS SEMICONDUCTOR	Detail	56941134 FREDALGER	3/25/2011	12/16/2011	65	1,087 42	1,303 40	1,315 10	-215 98	N/A	SHORT
		56941134 FREDALGER	3/25/2011	12/22/2011	158	2,654 67	3,168 25	3,196 69	-513 58	N/A	SHORT
		Detail	Detail	Detail	483	18,480 66	9,526 61	9,526 61	8,954 05	N/A	Detail
		56941134 FREDALGER	10/20/08	1/10/2011	91	3,372 73	1,658 02	1,658 02	1,714 71	N/A	LONG
		56941134 FREDALGER	11/18/08	1/10/2011	73	2,705 61	1,190 45	1,190 45	1,515 16	N/A	LONG
CYH - COMMUNITY HEALTH SYS	Detail	56941134 FREDALGER	11/18/08	3/28/2011	173	6,726 02	2,821 20	2,821 20	3,904 82	N/A	LONG
		56941134 FREDALGER	01/15/09	3/28/2011	81	3,149 18	1,295 14	1,295 14	1,854 04	N/A	LONG
		56941134 FREDALGER	04/15/10	3/28/2011	65	2,527 12	2,561 80	2,561 80	-34 68	N/A	SHORT
		56941134 FREDALGER	3/30/2011	12/16/2011	28	1,254 09	1,535 59	1,535 59	-281 5	N/A	SHORT
		56941134 FREDALGER	12/14/09	12/16/2011	116	1,279 90	1,086 60	1,086 60	193 3	N/A	LONG
DECK - DECKERS OUTDOOR CORP	Detail	Detail	Detail	Detail	36	3,762 78	3,050 30	3,050 30	712 48	N/A	Detail
		56941134 FREDALGER	9/6/2011	10/31/2011	20	2,339 61	1,694 61	1,694 61	645	N/A	SHORT
		56941134 FREDALGER	9/6/2011	12/16/2011	16	1,423 17	1,355 69	1,355 69	67 48	N/A	SHORT
		Detail	Detail	Detail	1,076 00	50,957 09	34,724 42	34,724 42	16,232 67	N/A	Detail
		42963000 NEUBERGERBERMAN	10/21/08	1/26/2011	72	3,409 76	2,089 08	2,089 08	1,320 68	N/A	LONG
DHR - DANAHER CORP	Detail	42963000 NEUBERGERBERMAN	11/18/08	1/26/2011	316	14,965 09	8,329 29	8,329 29	6,635 80	N/A	LONG
		42963000 NEUBERGERBERMAN	01/14/09	1/26/2011	82	3,883 34	2,175 46	2,175 46	1,707 88	N/A	LONG
		42963000 NEUBERGERBERMAN	02/10/09	1/26/2011	74	3,504 48	2,073 46	2,073 46	1,431 02	N/A	LONG
		42963000 NEUBERGERBERMAN	03/18/09	1/26/2011	54	2,557 32	1,490 06	1,490 06	1,067 26	N/A	LONG
		42963000 NEUBERGERBERMAN	03/18/10	1/26/2011	478	22,637 10	18,567 07	18,567 07	4,070 03	N/A	SHORT
DIS - DISNEY WALT COMPANY	Detail	22122105 GOLDMANSACHS	7/15/2011	12/2/2011	938	34,327 42	36,695 13	36,695 13	-2,367 71	N/A	SHORT
		Detail	Detail	Detail	5,046 00	128,439 61	96,557 32	96,557 32	31,882 29	N/A	Detail
		22122105 GOLDMANSACHS	04/23/09	3/25/2011	872	21,184 64	11,617 30	11,617 30	9,567 34	N/A	LONG
		22122105 GOLDMANSACHS	05/18/09	3/25/2011	54	1,311 90	906 2	906 2	405 7	N/A	LONG
		22122105 GOLDMANSACHS	05/18/09	10/7/2011	695	18,048 94	11,663 07	11,663 07	6,385 87	N/A	LONG
DISH - DISH NETWORK CORP CL A	Detail	22122105 GOLDMANSACHS	10/28/09	10/7/2011	659	17,114 03	11,567 56	11,567 56	5,546 47	N/A	LONG
		22122105 GOLDMANSACHS	03/18/10	10/7/2011	1,106 00	28,722 49	23,457 87	23,457 87	5,264 62	N/A	LONG

BRKL - BROOKLINE BANCORP INC	Detail	56941134 FREDALGER	6/22/2011	9/30/2011	119	3,110 92	3,216 66	3,216 66	-105 74	N/A	SHORT
		56941134 FREDALGER	6/22/2011	11/7/2011	196	7,124 56	5,298 02	5,298 02	1,826 54	N/A	SHORT
		Detail	Detail	5/13/2011	936	7,903 70	9,575 35	9,575 35	-1,671 65	N/A	Detail
		56941134 FREDALGER	10/30/08	5/13/2011	121	1,021 73	1,314 62	1,314 62	-292 89	N/A	LONG
		56941134 FREDALGER	11/18/08	5/13/2011	258	2,178 58	2,942 49	2,942 49	-763 91	N/A	LONG
BRKR - BRUKER CORPORATION	Detail	56941134 FREDALGER	01/15/09	5/13/2011	87	734 64	807 36	807 36	-72 72	N/A	LONG
		56941134 FREDALGER	02/10/09	5/13/2011	84	709 3	803 04	803 04	-93 74	N/A	LONG
		56941134 FREDALGER	03/26/09	5/13/2011	386	3,259 45	3,707 84	3,707 84	-448 39	N/A	LONG
		56941134 FREDALGER	09/29/09	12/16/2011	58	707	601 62	601 62	105 38	N/A	LONG
		Detail	Detail	Detail	8,630 00	45,899 55	62,960 37	62,960 37	-17,060 82	N/A	Detail
BSX - BOSTON SCIENTIFIC CORP	Detail	22122105 GOLDMANSACHS	3/1/2011	12/13/2011	4,933 00	26,411 26	37,597 85	37,597 85	-11,186 59	N/A	SHORT
		22122105 GOLDMANSACHS	4/18/2011	12/13/2011	561	3,003 60	3,907 54	3,907 54	-903 94	N/A	SHORT
		22122105 GOLDMANSACHS	4/18/2011	12/22/2011	1,322 00	6,949 22	9,208 12	9,208 12	-2,258 90	N/A	SHORT
		22122105 GOLDMANSACHS	5/17/2011	12/22/2011	1,814 00	9,535 47	12,246 86	12,246 86	-2,711 39	N/A	SHORT
		Detail	Detail	Detail	765	53,477 74	33,399 24	33,399 24	20,078 50	N/A	Detail
BWA - BORG WARNER INC	Detail	42963000 NEUBERGERBERMAN	07/14/10	5/17/2011	364	25,838 95	15,356 97	15,356 97	10,481 98	N/A	SHORT
		42963000 NEUBERGERBERMAN	07/14/10	5/25/2011	27	1,860 96	1,139 11	1,139 11	721 85	N/A	SHORT
		42963000 NEUBERGERBERMAN	08/11/10	5/25/2011	374	25,777 83	16,903 16	16,903 16	8,874 67	N/A	SHORT
		22122105 GOLDMANSACHS	8/1/2011	10/31/2011	1,862 00	47,273 04	47,342 28	47,342 28	-69 24	N/A	SHORT
		Detail	Detail	Detail	2,691 00	125,981 43	131,609 11	131,609 11	-5,627 68	N/A	Detail
CAG - CONAGRA FOODS INC	Detail	22122105 GOLDMANSACHS	3/7/2011	12/15/2011	467	21,640 92	29,000 19	29,000 19	-7,359 27	N/A	SHORT
		22122105 GOLDMANSACHS	3/7/2011	12/16/2011	322	15,005 06	19,995 84	19,995 84	-4,990 78	N/A	SHORT
		22122105 GOLDMANSACHS	4/18/2011	12/16/2011	293	13,653 69	15,604 27	15,604 27	-1,950 58	N/A	SHORT
		42963000 NEUBERGERBERMAN	08/13/10	5/18/2011	599	28,744 67	22,367 14	22,367 14	6,377 53	N/A	SHORT
		42963000 NEUBERGERBERMAN	08/13/10	5/24/2011	405	19,004 17	15,123 03	15,123 03	3,881 14	N/A	SHORT
CAM - CAMERON INTERNATINL CRP	Detail	42963000 NEUBERGERBERMAN	08/13/10	6/1/2011	173	7,987 43	6,459 95	6,459 95	1,527 48	N/A	SHORT
		42963000 NEUBERGERBERMAN	4/18/2011	6/1/2011	432	19,945 49	23,058 69	23,058 69	-3,113 20	N/A	SHORT
		56941134 FREDALGER	1/20/2011	12/16/2011	17	835 19	742 1	742 1	93 09	N/A	SHORT
		Detail	Detail	Detail	1,365 00	134,433 11	112,558 53	112,558 53	21,874 58	N/A	Detail
		42963000 NEUBERGERBERMAN	07/27/10	5/12/2011	197	21,272 99	13,531 99	13,531 99	7,741 00	N/A	SHORT
CAT - CATERPILLAR INC	Detail	42963000 NEUBERGERBERMAN	07/27/10	5/13/2011	132	14,320 90	9,067 12	9,067 12	5,253 78	N/A	SHORT
		42963000 NEUBERGERBERMAN	07/27/10	5/16/2011	299	31,722 60	20,538 40	20,538 40	11,184 20	N/A	SHORT
		42963000 NEUBERGERBERMAN	07/27/10	6/13/2011	154	14,668 03	10,578 30	10,578 30	4,089 73	N/A	SHORT
		42963000 NEUBERGERBERMAN	07/27/10	8/16/2011	58	5,217 87	3,984 03	3,984 03	1,233 84	N/A	LONG
		42963000 NEUBERGERBERMAN	2/18/2011	8/16/2011	157	14,124 23	16,486 59	16,486 59	-2,362 36	N/A	SHORT
CB RICHARD ELLIS GROUP	Detail	42963000 NEUBERGERBERMAN	4/18/2011	8/16/2011	368	33,106 49	38,372 10	38,372 10	-5,265 61	N/A	SHORT
		Detail	Detail	Detail	1,117 00	26,141 18	18,532 78	18,532 78	7,608 40	N/A	Detail
		56941134 FREDALGER	06/28/10	1/28/2011	188	4,103 57	2,768 79	2,768 79	1,334 78	N/A	SHORT
		56941134 FREDALGER	06/28/10	6/14/2011	233	5,617 47	3,431 54	3,431 54	2,185 93	N/A	SHORT
		56941134 FREDALGER	06/28/10	6/24/2011	97	2,283 06	1,428 57	1,428 57	854 49	N/A	SHORT
CBS - CBS CORP CL B	Detail	56941134 FREDALGER	07/28/10	6/24/2011	182	4,283 69	3,019 37	3,019 37	1,264 32	N/A	SHORT
		56941134 FREDALGER	07/28/10	6/27/2011	2	47 25	33 17	33 17	14 08	N/A	SHORT
		56941134 FREDALGER	09/16/10	6/27/2011	248	5,860 05	4,471 04	4,471 04	1,389 01	N/A	SHORT
		56941134 FREDALGER	10/13/10	6/27/2011	167	3,946 09	3,380 30	3,380 30	565 79	N/A	SHORT
		Detail	Detail	Detail	4,972 00	125,307 84	90,965 01	90,965 01	34,342 83	N/A	Detail
CBST - CUBIST PHARMACEUTICALS	Detail	22122105 GOLDMANSACHS	03/08/10	3/25/2011	363	9,020 62	5,345 79	5,345 79	3,674 83	N/A	LONG
		22122105 GOLDMANSACHS	03/18/10	3/25/2011	344	8,548 48	4,911 05	4,911 05	3,637 43	N/A	LONG
		22122105 GOLDMANSACHS	03/18/10	6/3/2011	883	23,964 33	12,605 97	12,605 97	11,358 36	N/A	LONG
		22122105 GOLDMANSACHS	12/08/10	6/3/2011	309	8,386 16	5,569 33	5,569 33	2,816 83	N/A	SHORT
		22122105 GOLDMANSACHS	12/08/10	8/3/2011	972	25,626 18	17,519 03	17,519 03	8,107 15	N/A	SHORT
CCE - COCA-COLA ENTERPRISES	Detail	22122105 GOLDMANSACHS	12/13/10	8/3/2011	355	9,359 36	6,368 81	6,368 81	2,990 55	N/A	SHORT
		22122105 GOLDMANSACHS	12/13/10	8/5/2011	568	13,143 60	10,190 09	10,190 09	2,953 51	N/A	SHORT
		22122105 GOLDMANSACHS	4/18/2011	8/5/2011	1,178 00	27,259 11	28,454 94	28,454 94	-1,195 83	N/A	SHORT
		56941134 FREDALGER	4/15/2011	12/16/2011	50	1,940 46	1,588 83	1,588 83	351 63	N/A	SHORT
		22122105 GOLDMANSACHS	6/22/2011	11/3/2011	1,688 00	44,076 04	49,264 79	49,264 79	-5,188 75	N/A	SHORT
CCK - CROWN HOLDINGS INC	Detail	Detail	Detail	Detail	292	10,260 95	7,744 14	7,744 14	2,516 81	N/A	Detail
		56941134 FREDALGER	01/05/10	7/18/2011	159	5,846 77	4,216 84	4,216 84	1,629 93	N/A	LONG
		56941134 FREDALGER	01/05/10	11/7/2011	97	3,215 77	2,572 54	2,572 54	643 23	N/A	LONG
		56941134 FREDALGER	01/05/10	12/16/2011	36	1,198 41	954 76	954 76	243 65	N/A	LONG
		Detail	Detail	Detail	416	4,461 76	4,051 73	4,051 73	410 03	N/A	Detail
CDNS - CADENCE DESIGN SYS INC	Detail	56941134 FREDALGER	3/10/2011	11/7/2011	221	2,438 93	2,152 48	2,152 48	286 45	N/A	SHORT
		56941134 FREDALGER	3/10/2011	12/16/2011	195	2,022 83	1,899 25	1,899 25	123 58	N/A	SHORT
		Detail	Detail	Detail	2,071 00	117,167 50	119,640 30	119,640 30	-2,472 80	N/A	Detail
		22122105 GOLDMANSACHS	2/16/2011	10/6/2011	495	31,243 06	26,601 40	26,601 40	4,641 66	N/A	SHORT
		22122105 GOLDMANSACHS	2/16/2011	10/18/2011	203	13,342 01	10,909 26	10,909 26	2,432 75	N/A	SHORT
CELG - CELGENE CORP	Detail	22122105 GOLDMANSACHS	4/18/2011	10/18/2011	203	13,342 02	11,635 01	11,635 01	1,707 01	N/A	SHORT
		42963000 NEUBERGERBERMAN	05/05/10	2/8/2011	817	41,367 02	48,733 63	48,733 63	-7,366 61	N/A	SHORT
		42963000 NEUBERGERBERMAN	11/01/10	2/8/2011	353	17,873 39	21,761 00	21,761 00	-3,887 61	N/A	SHORT
		56941134 FREDALGER	11/26/08	12/16/2011	36	1,610 24	1,038 15	1,038 15	572 09	N/A	LONG
		Detail	Detail	Detail	2,374 00	128,053 53	92,571 96	92,571 96	35,481 57	N/A	Detail
CHD - CHURCH & DWIGHT INC	Detail	42963000 NEUBERGERBERMAN	07/13/10	5/19/2011	400	21,903 61	13,058 64	13,058 64	8,844 97	N/A	SHORT
		42963000 NEUBERGERBERMAN	07/13/10	5/24/2011	356	18,991 34	11,622 19	11,622 19	7,369 15	N/A	SHORT
		42963000 NEUBERGERBERMAN	07/13/10	6/22/2011	391	21,080 75	12,764 82	12,764 82	8,315 93	N/A	SHORT
		42963000 NEUBERGERBERMAN	07/13/10	8/4/2011	30	1,615 59	979 39	979 39	636 2	N/A	LONG
		42963000 NEUBERGERBERMAN	09/30/10	8/4/2011	562	30,265 47	20,488 55	20,488 55	9,776 92	N/A	SHORT
CHKP - CHECK POINT SOFTWARE F	Detail	42963000 NEUBERGERBERMAN	4/18/2011	8/4/2011	635	34,196 77	33,658 37	33,658 37	538 4	N/A	SHORT
		56941134 FREDALGER	1/10/2011	12/16/2011	56	599 18	1,378 53	1,378 53	-779 35	N/A	SHORT
		Detail	Detail	Detail	56	599 18	1,378 53	1,378 53	-779 35	N/A	SHORT
		42963000 NEUBERGERBERMAN	07/13/10	5/19/2011	400	21,903 61	13,058 64	13,058 64	8,844 97	N/A	SHORT
		42963000 NEUBERGERBERMAN	07/13/10	5/24/2011	356	18,991 34	11,622 19	11,622 19	7,369 15	N/A	SHORT
CIEN - CIENA CORP	Detail	42963000 NEUBERGERBERMAN	07/13/10	6/22/2011	391	21,080 75	12,764 82	12,764 82	8,315 93	N/A	SHORT
		42963000 NEUBERGERBERMAN	07/13/10	8/4/2011	30	1,615 59	979 39	979 39	636 2	N/A	LONG
		42963000 NEUBERGERBERMAN	09/30/10	8/4/2011	562	30,265 47	20,488 55	20,488 55	9,776 92	N/A	SHORT
		42963000 NEUBERGERBERMAN	4/18/2011	8/4/2011	635	34,196 77	33,658 37	33,658 37	538 4	N/A	SHORT
		56941134 FREDALGER	1/10/2011	12/16/2011	56	599 18	1,378 53	1,378 53	-779 35	N/A	SHORT

DLR - DIGITAL REALTY TRUST INC DLTR - DOLLAR TREE STORES INC	Detail	22122105 GOLDMANSACHS	03/18/10	11/11/2011	544	13,782 73	11,538 04	11,538 04	2,244 69	N/A	LONG
		22122105 GOLDMANSACHS	4/18/2011	11/11/2011	1,116 00	28,274 88	25,807 28	25,807 28	2,467 60	N/A	SHORT
		56941134 FREDALGER	8/3/2011	12/16/2011	14	906 48	814 86	814 86	91 62	N/A	SHORT
		56941134 FREDALGER	03/03/09	2/16/2011	525	33,018 09	14,883 32	14,883 32	18,134 77	N/A	Detail
DNKN - DUNKIN' BRANDS GRP INC DNR - DENBURY RESOURCES INC	Detail	56941134 FREDALGER	03/03/09	5/20/2011	122	6,489 14	3,132 29	3,132 29	3,356 85	N/A	LONG
		56941134 FREDALGER	03/03/09	6/30/2011	69	4,298 77	1,771 54	1,771 54	2,527 23	N/A	LONG
		56941134 FREDALGER	03/03/09	6/30/2011	113 5	7,554 26	2,914 04	2,914 04	4,640 22	N/A	LONG
		56941134 FREDALGER	03/26/09	6/30/2011	156	10,382 96	4,518 80	4,518 80	5,864 16	N/A	LONG
DOW - DOW CHEMICAL COMPANY	Detail	56941134 FREDALGER	03/25/10	6/30/2011	64 5	4,292 96	2,546 65	2,546 65	1,746 31	N/A	LONG
		56941134 FREDALGER	8/9/2011	12/16/2011	37	905 74	1,024 44	1,024 44	-118 7	N/A	SHORT
		42963000 NEUBERGERBERMAN	03/10/10	4/28/2011	1,723 00	37,201 61	30,248 13	30,248 13	6,953 48	N/A	Detail
		42963000 NEUBERGERBERMAN	03/18/10	4/28/2011	709	15,308 14	11,330 10	11,330 10	3,978 04	N/A	LONG
DRI - DARDEN RESTAURANTS	Detail	42963000 NEUBERGERBERMAN	03/18/10	4/28/2011	553	11,939 92	8,740 72	8,740 72	3,199 20	N/A	LONG
		42963000 NEUBERGERBERMAN	4/18/2011	4/28/2011	461	9,953 55	10,177 31	10,177 31	-223 76	N/A	SHORT
		22122105 GOLDMANSACHS	12/10/09	5/17/2011	4,071 00	139,763 18	127,426 28	127,426 28	12,336 90	N/A	Detail
		22122105 GOLDMANSACHS	03/18/10	5/17/2011	714	26,552 14	19,059 58	19,059 58	7,492 56	N/A	LONG
DRQ - DRIL-QUIP INC DVN - DEVON ENERGY CORP	Detail	22122105 GOLDMANSACHS	10/12/10	5/17/2011	1,313 00	48,827 69	39,425 45	39,425 45	9,402 24	N/A	LONG
		22122105 GOLDMANSACHS	10/12/10	8/4/2011	245	9,111 04	7,242 13	7,242 13	1,868 91	N/A	SHORT
		22122105 GOLDMANSACHS	10/12/10	8/4/2011	647	19,878 36	19,125 12	19,125 12	753 24	N/A	SHORT
		22122105 GOLDMANSACHS	4/18/2011	8/4/2011	1,152 00	35,393 95	42,574 00	42,574 00	-7,180 05	N/A	SHORT
EMC - EMC CORP	Detail	56941134 FREDALGER	03/23/10	4/14/2011	487	23,204 43	23,434 22	23,434 22	-229 79	N/A	Detail
		56941134 FREDALGER	03/31/10	4/14/2011	47	2,212 27	2,038 53	2,038 53	173 74	N/A	LONG
		56941134 FREDALGER	10/21/10	4/14/2011	110	5,177 65	4,914 72	4,914 72	262 93	N/A	LONG
		56941134 FREDALGER	5/20/2011	6/27/2011	75	3,530 23	3,362 93	3,362 93	167 3	N/A	SHORT
EMR - EMERSON ELECTRIC CO	Detail	56941134 FREDALGER	6/27/2011	9/14/2011	255	12,284 28	13,118 04	13,118 04	-833 76	N/A	SHORT
		22122105 GOLDMANSACHS	1/20/2011	8/15/2011	207	12,612 12	13,510 95	13,510 95	-898 83	N/A	SHORT
		42963000 NEUBERGERBERMAN	3/4/2011	6/24/2011	1,071 00	79,629 56	92,975 36	92,975 36	-13,345 80	N/A	Detail
		42963000 NEUBERGERBERMAN	3/9/2011	6/24/2011	351	24,429 73	28,817 18	28,817 18	-4,387 45	N/A	SHORT
EMR - EMERSON ELECTRIC CO	Detail	42963000 NEUBERGERBERMAN	4/18/2011	6/24/2011	397	30,436 57	35,849 30	35,849 30	-5,412 73	N/A	SHORT
		42963000 NEUBERGERBERMAN	4/18/2011	6/24/2011	129	9,889 97	11,551 86	11,551 86	-1,661 89	N/A	SHORT
		42963000 NEUBERGERBERMAN	4/18/2011	6/24/2011	194	14,873 29	16,757 02	16,757 02	-1,883 73	N/A	SHORT
		22122105 GOLDMANSACHS	04/29/10	4/28/2011	2,096 00	57,413 14	35,103 89	35,103 89	22,309 25	N/A	Detail
EOG - EOG RESOURCES INC	Detail	42963000 NEUBERGERBERMAN	04/09/09	6/13/2011	1,205 00	33,914 19	23,658 61	23,658 61	10,255 58	N/A	SHORT
		42963000 NEUBERGERBERMAN	06/03/09	6/13/2011	202	5,327 48	2,670 51	2,670 51	2,656 97	N/A	LONG
		42963000 NEUBERGERBERMAN	06/03/10	3/10/2011	689	18,171 47	8,774 77	8,774 77	9,396 70	N/A	LONG
		56941134 FREDALGER	06/03/10	3/18/2011	305	19,299 49	16,482 70	16,482 70	2,816 79	N/A	Detail
EQT - EQT CORP	Detail	56941134 FREDALGER	06/03/10	3/18/2011	108	6,856 78	6,121 85	6,121 85	734 93	N/A	SHORT
		56941134 FREDALGER	06/08/10	3/18/2011	9	568 44	510 15	510 15	58 29	N/A	SHORT
		56941134 FREDALGER	06/08/10	3/18/2011	55	3,473 85	2,914 81	2,914 81	559 04	N/A	SHORT
		56941134 FREDALGER	06/29/10	3/18/2011	58	3,663 34	2,990 89	2,990 89	672 45	N/A	SHORT
ETR - ENTERGY CORP NEW	Detail	56941134 FREDALGER	11/04/10	3/18/2011	75	4,737 08	3,945 00	3,945 00	792 08	N/A	SHORT
		22122105 GOLDMANSACHS	03/18/10	3/1/2011	1,890 00	104,528 68	89,140 25	89,140 25	15,388 43	N/A	Detail
		42963000 NEUBERGERBERMAN	04/09/09	5/13/2011	643	37,412 81	31,273 26	31,273 26	6,139 55	N/A	SHORT
		42963000 NEUBERGERBERMAN	05/01/09	5/13/2011	9	484 39	287 13	287 13	197 26	N/A	LONG
EXPRESS SCRIPTS INC	Detail	42963000 NEUBERGERBERMAN	09/11/09	5/13/2011	179	9,634 11	6,198 50	6,198 50	3,435 61	N/A	LONG
		42963000 NEUBERGERBERMAN	03/18/10	5/13/2011	325	17,492 11	12,952 06	12,952 06	4,540 05	N/A	LONG
		42963000 NEUBERGERBERMAN	4/18/2011	5/13/2011	401	21,582 57	19,599 28	19,599 28	1,983 29	N/A	LONG
		42963000 NEUBERGERBERMAN	10/13/10	5/24/2011	333	17,922 69	18,830 02	18,830 02	-907 33	N/A	SHORT
EXPRESS SCRIPTS INC	Detail	42963000 NEUBERGERBERMAN	10/13/10	9/22/2011	340	30,965 27	33,531 82	33,531 82	-2,566 55	N/A	Detail
		22122105 GOLDMANSACHS	8/18/2011	12/5/2011	162	17,179 12	15,976 93	15,976 93	1,202 19	N/A	SHORT
		22122105 GOLDMANSACHS	8/18/2011	12/12/2011	178	13,786 15	17,554 89	17,554 89	-3,768 74	N/A	SHORT
		22122105 GOLDMANSACHS	9/1/2011	12/12/2011	1,613 00	91,843 87	93,339 69	93,339 69	-1,495 82	N/A	Detail
EXPRESS SCRIPTS INC	Detail	22122105 GOLDMANSACHS	10/18/2011	12/12/2011	452	27,970 71	24,294 01	24,294 01	3,676 70	N/A	SHORT
		22122105 GOLDMANSACHS	10/18/2011	12/12/2011	347	19,090 42	18,650 48	18,650 48	439 94	N/A	SHORT
		22122105 GOLDMANSACHS	10/18/2011	12/12/2011	425	23,381 65	25,913 06	25,913 06	-2,531 41	N/A	SHORT
		22122105 GOLDMANSACHS	10/18/2011	12/12/2011	389	21,401 09	24,482 14	24,482 14	-3,081 05	N/A	SHORT
EXPRESS SCRIPTS INC	Detail	56941134 FREDALGER	10/15/08	10/13/2011	181	10,852 78	14,981 84	14,981 84	-4,129 06	N/A	Detail
		56941134 FREDALGER	10/20/08	10/13/2011	49	3,064 07	3,364 57	3,364 57	-300 5	N/A	LONG
		56941134 FREDALGER	11/18/08	10/13/2011	27	1,688 37	2,061 45	2,061 45	-373 08	N/A	LONG
		56941134 FREDALGER	11/18/08	11/16/2011	5	312 67	408 25	408 25	-95 58	N/A	LONG
EXPRESS SCRIPTS INC	Detail	56941134 FREDALGER	01/15/09	11/16/2011	70	4,051 36	5,715 46	5,715 46	-1,664 10	N/A	LONG
		56941134 FREDALGER	02/10/09	7/1/2011	9	520 89	875 42	875 42	-354 53	N/A	LONG
		56941134 FREDALGER	02/10/09	7/1/2011	15	868 15	1,914 75	1,914 75	-1,046 60	N/A	LONG
		56941134 FREDALGER	03/18/09	8/2/2011	6	347 27	641 94	641 94	-294 67	N/A	LONG
EXPRESS SCRIPTS INC	Detail	22122105 GOLDMANSACHS	10/15/08	7/1/2011	1,351 00	90,241 98	101,039 34	101,039 34	-10,797 36	N/A	Detail
		22122105 GOLDMANSACHS	10/20/08	7/1/2011	12	819 79	886 76	886 76	-66 97	N/A	LONG
		22122105 GOLDMANSACHS	10/21/08	7/1/2011	72	4,918 75	5,971 64	5,971 64	-1,052 89	N/A	LONG
		22122105 GOLDMANSACHS	11/18/08	7/1/2011	66	4,508 86	5,567 10	5,567 10	-1,058 24	N/A	LONG
EXPRESS SCRIPTS INC	Detail	22122105 GOLDMANSACHS	01/14/09	7/1/2011	261	17,830 50	20,397 78	20,397 78	-2,567 28	N/A	LONG
		22122105 GOLDMANSACHS	02/10/09	7/1/2011	38	2,596 01	2,853 80	2,853 80	-257 79	N/A	LONG
		22122105 GOLDMANSACHS	02/10/09	8/2/2011	23	1,571 28	1,643 58	1,643 58	-72 3	N/A	LONG
		22122105 GOLDMANSACHS	03/18/10	8/2/2011	29	1,913 43	2,072 34	2,072 34	-158 91	N/A	LONG
EXPRESS SCRIPTS INC	Detail	22122105 GOLDMANSACHS	4/18/2011	8/2/2011	76	5,014 51	4,870 84	4,870 84	143 67	N/A	LONG
		22122105 GOLDMANSACHS	4/18/2011	8/2/2011	410	27,051 97	32,716 48	32,716 48	-5,664 51	N/A	LONG
		22122105 GOLDMANSACHS	4/18/2011	8/2/2011	364	24,016 88	24,059 02	24,059 02	-42 14	N/A	SHORT
		42963000 NEUBERGERBERMAN	06/11/10	8/3/2011	283	14,465 27	14,904 08	14,904 08	-438 81	N/A	LONG

FCX - FRPRT-MCMRN CPPR & GLD B	Detail	Detail	Detail	Detail	4,470 00	211,795 59	234,317 02	234,317 02	-22,521 43	N/A	Detail
		22122105 GOLDMANSACHS	10/12/10	1/20/2011	243	26,729 48	22,897 46	22,897 46	3,832 02	N/A	SHORT
		22122105 GOLDMANSACHS	10/12/10	1/20/2011	216	23,928 80	20,353 28	20,353 28	3,575 52	N/A	SHORT
		42963000 NEUBERGERBERMAN	10/04/10	4/14/2011	209	10,869 84	9,188 66	9,188 66	1,681 18	N/A	SHORT
		42963000 NEUBERGERBERMAN	10/04/10	5/5/2011	584	29,476 95	25,675 47	25,675 47	3,801 48	N/A	SHORT
		42963000 NEUBERGERBERMAN	10/04/10	5/12/2011	319	15,446 12	14,024 78	14,024 78	1,421 34	N/A	SHORT
		42963000 NEUBERGERBERMAN	10/25/10	5/12/2011	34	1,646 30	1,637 15	1,637 15	9 15	N/A	SHORT
		42963000 NEUBERGERBERMAN	10/25/10	5/23/2011	226	10,701 82	10,882 17	10,882 17	-180 35	N/A	SHORT
		42963000 NEUBERGERBERMAN	10/25/10	6/23/2011	210	10,065 63	10,111 74	10,111 74	-46 11	N/A	SHORT
		42963000 NEUBERGERBERMAN	10/29/10	6/23/2011	197	9,442 52	9,358 81	9,358 81	83 71	N/A	SHORT
		42963000 NEUBERGERBERMAN	10/29/10	9/22/2011	427	14,067 24	20,285 32	20,285 32	-6,218 08	N/A	SHORT
		42963000 NEUBERGERBERMAN	10/29/10	9/29/2011	586	19,291 21	27,838 86	27,838 86	-8,547 65	N/A	SHORT
		42963000 NEUBERGERBERMAN	11/09/10	9/29/2011	112	3,687 05	6,006 17	6,006 17	-2,319 12	N/A	SHORT
		42963000 NEUBERGERBERMAN	11/12/10	9/29/2011	82	2,699 45	4,253 75	4,253 75	-1,554 30	N/A	SHORT
		42963000 NEUBERGERBERMAN	4/18/2011	9/29/2011	1,025 00	33,743 18	51,803 40	51,803 40	-18,060 22	N/A	SHORT
FFIV - F5 NETWORKS INC		42963000 NEUBERGERBERMAN	08/17/10	3/22/2011	272	26,045 45	24,004 78	24,004 78	2,040 67	N/A	SHORT
F - FORD MOTOR COMPANY	Detail	Detail	Detail	Detail	5,475 00	56,129 72	61,638 20	61,638 20	-5,508 48	N/A	Detail
		22122105 GOLDMANSACHS	10/27/09	12/15/2011	2,459 00	25,209 67	18,237 66	18,237 66	6,972 01	N/A	LONG
		22122105 GOLDMANSACHS	03/18/10	12/15/2011	1,542 00	15,808 59	21,798 48	21,798 48	-5,989 89	N/A	LONG
		22122105 GOLDMANSACHS	4/18/2011	12/15/2011	1,474 00	15,111 46	21,602 06	21,602 06	-6,490 60	N/A	SHORT
FITB - FIFTH THIRD BANCORP		22122105 GOLDMANSACHS	7/20/2011	8/10/2011	2,085 00	20,825 62	25,813 14	25,813 14	-4,987 52	N/A	SHORT
FL - FOOT LOCKER INC		16357752 ADVISORYRESEARC	06/16/09	6/1/2011	490	12,094 43	5,148 63	5,148 63	6,945 80	N/A	LONG
FLS - FLOWSERVE CORP	Detail	Detail	Detail	Detail	796	87,555 95	101,533 02	101,533 02	-13,977 07	N/A	Detail
		42963000 NEUBERGERBERMAN	2/2/2011	5/26/2011	244	28,424 23	31,229 20	31,229 20	-2,804 97	N/A	SHORT
		42963000 NEUBERGERBERMAN	2/2/2011	6/9/2011	105	11,599 15	13,438 79	13,438 79	-1,839 64	N/A	SHORT
		42963000 NEUBERGERBERMAN	2/2/2011	6/14/2011	16	1,701 38	2,047 81	2,047 81	-346 43	N/A	SHORT
		42963000 NEUBERGERBERMAN	3/4/2011	6/14/2011	140	14,887 16	17,969 06	17,969 06	-3,081 90	N/A	SHORT
		42963000 NEUBERGERBERMAN	3/7/2011	6/14/2011	49	5,210 50	6,303 89	6,303 89	-1,093 39	N/A	SHORT
		42963000 NEUBERGERBERMAN	4/18/2011	6/14/2011	242	25,733 53	30,544 27	30,544 27	-4,810 74	N/A	SHORT
FMCN - FOCUS MEDIA HOLDING ADR	Detail	Detail	Detail	Detail	154	4,622 56	3,164 41	3,164 41	1,458 15	N/A	Detail
		56941134 FREDALGER	09/10/10	4/15/2011	115	3,869 10	2,363 03	2,363 03	1,506 07	N/A	SHORT
		56941134 FREDALGER	09/10/10	12/16/2011	39	753 46	801 38	801 38	-47 92	N/A	LONG
FNSR - FINISAR CORPORATION	Detail	Detail	Detail	Detail	329	12,155 87	5,094 90	5,094 90	7,060 97	N/A	Detail
		56941134 FREDALGER	03/23/10	2/11/2011	106	4,372 98	1,641 52	1,641 52	2,731 46	N/A	SHORT
		56941134 FREDALGER	03/23/10	3/7/2011	173	6,990 41	2,679 08	2,679 08	4,311 33	N/A	SHORT
		56941134 FREDALGER	03/23/10	12/16/2011	50	792 48	774 3	774 3	18 18	N/A	LONG
FSLR - FIRST SOLAR INC	Detail	Detail	Detail	Detail	632	74,438 00	95,417 80	95,417 80	-20,979 80	N/A	Detail
		42963000 NEUBERGERBERMAN	3/15/2011	5/27/2011	246	28,971 40	37,877 69	37,877 69	-8,906 29	N/A	SHORT
		42963000 NEUBERGERBERMAN	3/15/2011	6/24/2011	60	7,067 34	9,238 45	9,238 45	-2,171 11	N/A	SHORT
		42963000 NEUBERGERBERMAN	3/31/2011	6/24/2011	155	18,257 31	24,836 22	24,836 22	-6,578 91	N/A	SHORT
		42963000 NEUBERGERBERMAN	4/18/2011	6/24/2011	171	20,141 95	23,465 44	23,465 44	-3,323 49	N/A	SHORT
FST - FOREST OIL CORP NEW		56941134 FREDALGER	8/9/2011	10/24/2011	506	6,002 36	7,162 05	7,162 05	-1,159 69	N/A	SHORT
FTNT - FORTINET INC		56941134 FREDALGER	3/7/2011	12/16/2011	67	1,480 00	1,429 05	1,429 05	50 95	N/A	SHORT
GEO - GEO GROUP INC	Detail	Detail	Detail	Detail	251	4,231 91	3,758 75	3,758 75	473 16	N/A	Detail
		56941134 FREDALGER	10/15/08	12/16/2011	24	404 71	323 73	323 73	80 98	N/A	LONG
		56941134 FREDALGER	10/20/08	12/16/2011	111	1,871 81	1,795 00	1,795 00	76 81	N/A	LONG
		56941134 FREDALGER	11/18/08	12/16/2011	94	1,585 14	1,328 98	1,328 98	256 16	N/A	LONG
		56941134 FREDALGER	11/18/08	12/16/2011	22	370 25	311 04	311 04	59 21	N/A	LONG
GET - GAYLORD ENMTT CO CL A	Detail	Detail	Detail	Detail	766	17,781 78	16,761 97	16,761 97	1,019 81	N/A	Detail
		56941134 FREDALGER	12/10/09	5/2/2011	164	5,719 12	2,996 48	2,996 48	2,722 64	N/A	LONG
		56941134 FREDALGER	12/10/09	9/6/2011	126	2,806 89	2,302 18	2,302 18	504 71	N/A	LONG
		56941134 FREDALGER	12/10/09	9/21/2011	166	3,396 89	3,033 02	3,033 02	363 87	N/A	LONG
		56941134 FREDALGER	12/10/09	9/26/2011	49	926 08	895 28	895 28	30 8	N/A	LONG
		56941134 FREDALGER	09/16/10	9/26/2011	117	2,211 25	3,442 84	3,442 84	-1,231 59	N/A	LONG
		56941134 FREDALGER	6/10/2011	9/26/2011	144	2,721 55	4,092 17	4,092 17	-1,370 62	N/A	SHORT
GHL - GREENHILL & CO INC	Detail	Detail	Detail	Detail	362	15,338 27	24,211 48	24,211 48	-8,873 21	N/A	Detail
		56941134 FREDALGER	06/28/10	7/29/2011	83	3,674 74	5,260 08	5,260 08	-1,585 34	N/A	LONG
		56941134 FREDALGER	06/28/10	8/3/2011	101	4,222 28	6,400 81	6,400 81	-2,178 53	N/A	LONG
		56941134 FREDALGER	06/30/10	8/3/2011	82	3,427 99	5,140 76	5,140 76	-1,712 77	N/A	LONG
		56941134 FREDALGER	11/04/10	8/3/2011	37	1,546 77	2,945 63	2,945 63	-1,398 86	N/A	SHORT
		56941134 FREDALGER	2/8/2011	8/3/2011	59	2,466 49	4,464 20	4,464 20	-1,997 71	N/A	SHORT
GILD - GILEAD SCIENCES INC		42963000 NEUBERGERBERMAN	7/21/2011	9/28/2011	773	30,767 12	33,200 74	33,200 74	-2,433 62	N/A	SHORT
GIS - GENL MILLS INC	Detail	Detail	Detail	Detail	652	24,027 49	19,756 95	19,756 95	4,270 54	N/A	Detail
		22122105 GOLDMANSACHS	12/12/08	3/1/2011	290	10,687 07	8,711 83	8,711 83	1,975 24	N/A	LONG
		22122105 GOLDMANSACHS	02/10/09	3/1/2011	76	2,800 75	2,191 46	2,191 46	609 29	N/A	LONG
		22122105 GOLDMANSACHS	03/18/09	3/1/2011	120	4,422 23	2,928 00	2,928 00	1,494 23	N/A	LONG
		22122105 GOLDMANSACHS	01/22/10	3/1/2011	166	6,117 44	5,925 66	5,925 66	191 78	N/A	LONG
GLW - CORNING INC	Detail	Detail	Detail	Detail	4,318 00	85,766 35	77,619 50	77,619 50	8,146 85	N/A	Detail
		42963000 NEUBERGERBERMAN	05/28/10	5/20/2011	1,437 00	28,542 43	24,811 37	24,811 37	3,731 06	N/A	SHORT
		42963000 NEUBERGERBERMAN	06/10/10	5/20/2011	1,726 00	34,282 70	30,313 22	30,313 22	3,969 48	N/A	SHORT
		42963000 NEUBERGERBERMAN	4/18/2011	5/20/2011	1,155 00	22,941 22	22,494 91	22,494 91	446 31	N/A	SHORT
GM - GENERAL MOTORS CO	Detail	Detail	Detail	Detail	1,704 00	35,545 94	57,575 51	57,575 51	-22,029 57	N/A	Detail
		22122105 GOLDMANSACHS	11/18/10	9/29/2011	1,221 00	25,470 41	43,077 49	43,077 49	-17,607 08	N/A	SHORT
		22122105 GOLDMANSACHS	4/18/2011	9/29/2011	483	10,075 53	14,498 02	14,498 02	-4,422 49	N/A	SHORT
GNC - GNC HOLDINGS INC	Detail	Detail	Detail	Detail	256	6,589 71	4,827 84	4,827 84	1,761 87	N/A	Detail
		56941134 FREDALGER	4/14/2011	10/25/2011	191	4,785 99	3,602 02	3,602 02	1,183 97	N/A	SHORT
		56941134 FREDALGER	4/14/2011	12/16/2011	65	1,803 72	1,225 82	1,225 82	577 9	N/A	SHORT

GOOG - GOOGLE INC CL A	Detail	Detail	Detail	Detail	162	95,198 61	92,061 59	92,061 59	3,137 02	N/A	Detail
		22122105 GOLDMANSACHS	03/31/10	9/14/2011	61	32,324 54	34,651 55	34,651 55	-2,327 01	N/A	LONG
		22122105 GOLDMANSACHS	03/31/10	12/9/2011	16	9,953 43	9,088 92	9,088 92	864 51	N/A	LONG
		22122105 GOLDMANSACHS	1/14/2011	12/9/2011	38	23,639 41	23,610 40	23,610 40	29 01	N/A	SHORT
		22122105 GOLDMANSACHS	4/18/2011	12/9/2011	6	3,732 54	3,154 56	3,154 56	577 98	N/A	SHORT
		22122105 GOLDMANSACHS	4/18/2011	12/12/2011	16	9,931 38	8,412 16	8,412 16	1,519 22	N/A	SHORT
		22122105 GOLDMANSACHS	4/18/2011	12/16/2011	25	15,617 31	13,144 00	13,144 00	2,473 31	N/A	SHORT
GSI COMMERCE INC		56941134 FREDALGER	02/13/09	5/9/2011	912	26,516 89	9,990 96	9,990 96	16,525 93	N/A	LONG
GTI - GRAFTECH INTERNATIONAL		56941134 FREDALGER	01/05/10	12/16/2011	67	872 99	1,094 09	1,094 09	-221 1	N/A	LONG
GWR - GENESEE & WYOMING INC	Detail	Detail	Detail	Detail	88	5,248 69	2,389 14	2,389 14	2,859 55	N/A	Detail
		56941134 FREDALGER	05/28/09	12/6/2011	51	3,101 26	1,384 61	1,384 61	1,716 65	N/A	LONG
		56941134 FREDALGER	05/28/09	12/16/2011	37	2,147 43	1,004 53	1,004 53	1,142 90	N/A	LONG
HAIN - THE HAIN CELESTIAL GROUP		56941134 FREDALGER	10/15/08	12/16/2011	48	1,762 52	1,088 64	1,088 64	673 88	N/A	LONG
HCBK - HUDSON CITY BANCORP INC	Detail	Detail	Detail	Detail	3,330 00	37,414 27	50,955 07	50,955 07	-13,540 80	N/A	Detail
		16357752 ADVISORYRESEARC	10/14/08	1/21/2011	680	7,813 79	10,695 04	10,695 04	-2,881 25	N/A	LONG
		16357752 ADVISORYRESEARC	10/14/08	1/24/2011	550	6,077 76	8,650 40	8,650 40	-2,572 64	N/A	LONG
		16357752 ADVISORYRESEARC	11/17/08	1/24/2011	250	2,762 63	4,385 23	4,385 23	-1,622 60	N/A	LONG
		16357752 ADVISORYRESEARC	11/17/08	2/7/2011	390	4,356 21	6,840 95	6,840 95	-2,484 74	N/A	LONG
		16357752 ADVISORYRESEARC	11/26/08	2/7/2011	460	5,138 10	7,581 96	7,581 96	-2,443 86	N/A	LONG
		16357752 ADVISORYRESEARC	11/26/08	2/10/2011	210	2,341 45	3,461 32	3,461 32	-1,119 87	N/A	LONG
		16357752 ADVISORYRESEARC	02/10/09	2/10/2011	290	3,233 44	3,710 67	3,710 67	-477 23	N/A	LONG
		16357752 ADVISORYRESEARC	02/10/09	2/14/2011	160	1,821 08	2,047 26	2,047 26	-226 18	N/A	LONG
		16357752 ADVISORYRESEARC	03/17/09	2/14/2011	340	3,869 81	3,582 24	3,582 24	287 57	N/A	LONG
HES - HESS CORPORATION	Detail	Detail	Detail	Detail	1,205 00	93,840 58	99,076 22	99,076 22	-5,235 64	N/A	Detail
		22122105 GOLDMANSACHS	2/24/2011	5/4/2011	570	44,389 32	48,034 93	48,034 93	-3,645 61	N/A	SHORT
		22122105 GOLDMANSACHS	2/25/2011	5/4/2011	296	23,051 29	24,855 74	24,855 74	-1,804 45	N/A	SHORT
		22122105 GOLDMANSACHS	4/18/2011	5/4/2011	339	26,399 97	26,185 55	26,185 55	214 42	N/A	SHORT
HFC - HOLLYFRONTIER CORP		56941134 FREDALGER	6/24/2011	12/16/2011	85	1,891 21	2,701 85	2,701 85	-810 64	N/A	SHORT
HGSI - HUMAN GENOME SCIENCE INC		56941134 FREDALGER	08/13/09	12/16/2011	54	374 75	886 05	886 05	-511 3	N/A	LONG
HLS - HEALTHSOUTH CORP		56941134 FREDALGER	5/9/2011	12/16/2011	43	706 69	1,163 95	1,163 95	-457 26	N/A	SHORT
HMSY - HMS HLDGS CORP		56941134 FREDALGER	5/9/2011	12/16/2011	58	1,802 60	1,502 39	1,502 39	300 21	N/A	SHORT
HON - HONEYWELL INTERNATIONAL	Detail	Detail	Detail	Detail	378	21,400 39	14,099 52	14,099 52	7,300 87	N/A	Detail
		22122105 GOLDMANSACHS	07/14/09	3/1/2011	17	962 45	527 42	527 42	435 03	N/A	LONG
		22122105 GOLDMANSACHS	10/15/09	3/1/2011	359	20,324 71	13,489 07	13,489 07	6,835 64	N/A	LONG
		22122105 GOLDMANSACHS	03/08/10	3/1/2011	2	113 23	83 03	83 03	30 2	N/A	SHORT
HOT - STARWOOD HOTELS & RES	Detail	Detail	Detail	Detail	516	26,395 39	31,766 57	31,766 57	-5,371 18	N/A	Detail
		42963000 NEUBERGERBERMAN	1/26/2011	5/18/2011	257	14,730 62	15,821 72	15,821 72	-1,091 10	N/A	SHORT
		42963000 NEUBERGERBERMAN	1/26/2011	11/22/2011	259	11,664 77	15,944 85	15,944 85	-4,280 08	N/A	SHORT
HP - HELMRICH & PAYNE INC	Detail	Detail	Detail	Detail	337	22,482 85	15,922 15	15,922 15	6,560 70	N/A	Detail
		56941134 FREDALGER	11/22/10	3/30/2011	306	20,761 46	14,046 20	14,046 20	6,715 26	N/A	SHORT
		56941134 FREDALGER	6/27/2011	12/16/2011	31	1,721 39	1,875 95	1,875 95	-154 56	N/A	SHORT
HPQ - HEWLETT-PACKARD COMPANY	Detail	Detail	Detail	Detail	2,038 00	70,686 06	93,431 23	93,431 23	-22,745 17	N/A	Detail
		42963000 NEUBERGERBERMAN	2/8/2011	6/23/2011	1,486 00	51,540 47	71,536 04	71,536 04	-19,995 57	N/A	SHORT
		42963000 NEUBERGERBERMAN	4/18/2011	6/23/2011	552	19,145 59	21,895 19	21,895 19	-2,749 60	N/A	SHORT
HSP - HOSPIRA INC		55027316 VEALFOUNDATION	11/23/98	4/15/2011	6,285 00	351,527 13	192,441 25	192,441 25	159,085 88	N/A	LONG
IACI - IAC/INTERACTIVECORP	Detail	Detail	Detail	Detail	267	11,013 74	6,151 02	6,151 02	4,862 72	N/A	Detail
		56941134 FREDALGER	03/04/10	7/29/2011	110	4,601 46	2,534 13	2,534 13	2,067 33	N/A	LONG
		56941134 FREDALGER	03/04/10	9/30/2011	104	4,210 71	2,395 90	2,395 90	1,814 81	N/A	LONG
		56941134 FREDALGER	03/04/10	12/16/2011	53	2,201 57	1,220 99	1,220 99	980 58	N/A	LONG
ICFI - ICF INTERNATIONAL INC	Detail	Detail	Detail	Detail	707	14,485 58	19,640 49	19,640 49	-5,154 91	N/A	Detail
		56941134 FREDALGER	04/24/09	3/21/2011	530	10,859 06	14,887 70	14,887 70	-4,028 64	N/A	LONG
		56941134 FREDALGER	12/23/09	3/21/2011	177	3,626 52	4,752 79	4,752 79	-1,126 27	N/A	LONG
ICLR - ICON PUB LTD CO	Detail	Detail	Detail	Detail	487	10,576 46	10,160 88	10,160 88	415 58	N/A	Detail
		56941134 FREDALGER	10/30/08	2/8/2011	145	3,149 04	3,545 94	3,545 94	-396 9	N/A	LONG
		56941134 FREDALGER	11/18/08	2/8/2011	189	4,104 62	3,574 41	3,574 41	530 21	N/A	LONG
		56941134 FREDALGER	01/15/09	2/8/2011	54	1,172 75	1,139 37	1,139 37	33 38	N/A	LONG
		56941134 FREDALGER	02/10/09	2/8/2011	39	846 98	875 16	875 16	-28 18	N/A	LONG
		56941134 FREDALGER	03/18/09	2/8/2011	60	1,303 07	1,026 00	1,026 00	277 07	N/A	LONG
IFF - INTL FLAVOR & FRAGRANCE	Detail	Detail	Detail	Detail	211	11,142 98	11,748 90	11,748 90	-605 92	N/A	Detail
		56941134 FREDALGER	9/6/2011	12/2/2011	85	4,555 96	4,732 97	4,732 97	-177 01	N/A	SHORT
		56941134 FREDALGER	9/6/2011	12/16/2011	6	309 47	334 1	334 1	-24 63	N/A	SHORT
		56941134 FREDALGER	9/6/2011	12/22/2011	120	6,277 55	6,681 83	6,681 83	-404 28	N/A	SHORT
IHS - IHS INC CL A	Detail	Detail	Detail	Detail	106	8,779 59	3,989 79	3,989 79	4,789 80	N/A	Detail
		56941134 FREDALGER	10/15/08	2/14/2011	48	3,973 90	1,793 87	1,793 87	2,180 03	N/A	LONG
		56941134 FREDALGER	10/20/08	2/14/2011	41	3,394 38	1,632 21	1,632 21	1,762 17	N/A	LONG
		56941134 FREDALGER	10/20/08	12/16/2011	4	332 07	159 24	159 24	172 83	N/A	LONG
		56941134 FREDALGER	11/18/08	12/16/2011	13	1,079 24	404 47	404 47	674 77	N/A	LONG
ILMN - ILLUMINA INC	Detail	Detail	Detail	Detail	626	19,893 84	41,590 69	41,590 69	-21,696 85	N/A	Detail
		42963000 NEUBERGERBERMAN	1/12/2011	10/4/2011	257	9,863 96	17,074 77	17,074 77	-7,210 81	N/A	SHORT
		42963000 NEUBERGERBERMAN	1/12/2011	12/12/2011	369	10,029 88	24,515 92	24,515 92	-14,486 04	N/A	SHORT
		56941134 FREDALGER	9/30/2011	12/16/2011	45	616 48	645 91	645 91	-29 43	N/A	SHORT
INCY - INCYTE CORP											
INFA - INFORMATICA CORP	Detail	Detail	Detail	Detail	312	15,331 19	4,040 75	4,040 75	11,290 44	N/A	Detail
		56941134 FREDALGER	10/20/08	3/30/2011	68	3,484 62	947 89	947 89	2,536 73	N/A	LONG
		56941134 FREDALGER	10/20/08	4/15/2011	18	953 19	250 9	250 9	702 29	N/A	LONG
		56941134 FREDALGER	11/18/08	4/15/2011	74	3,918 68	930 56	930 56	2,988 12	N/A	LONG
		56941134 FREDALGER	11/18/08	10/19/2011	126	5,912 37	1,584 45	1,584 45	4,327 92	N/A	LONG
		56941134 FREDALGER	11/18/08	12/16/2011	26	1,062 33	326 95	326 95	735 38	N/A	LONG

INTC - INTEL CORP	42963000	NEUBERGERBERMAN	5/19/2011	11/4/2011	1,343 00	31,981 04	31,347 24	31,347 24	633 8	N/A	SHORT
IPG - INTERPUBLIC GROUP CO IN	Detail	Detail	Detail	Detail	1,637 00	12,836 15	17,563 94	17,563 94	-4,727 79	N/A	Detail
	56941134	FREDALGER	10/26/10	8/9/2011	403	3,220 02	4,279 62	4,279 62	-1,059 60	N/A	SHORT
	56941134	FREDALGER	10/26/10	9/21/2011	403	3,140 43	4,279 62	4,279 62	-1,139 19	N/A	SHORT
	56941134	FREDALGER	12/08/10	9/21/2011	467	3,639 17	5,033 28	5,033 28	-1,394 11	N/A	SHORT
	56941134	FREDALGER	1/20/2011	9/21/2011	364	2,836 53	3,971 42	3,971 42	-1,134 89	N/A	SHORT
ITC - ITC HOLDINGS CORP	Detail	Detail	Detail	Detail	56	4,079 73	2,168 65	2,168 65	1,911 08	N/A	Detail
	56941134	FREDALGER	10/15/08	10/31/2011	34	2,491 37	1,316 68	1,316 68	1,174 69	N/A	LONG
	56941134	FREDALGER	10/15/08	12/16/2011	22	1,588 36	851 97	851 97	736 39	N/A	LONG
IT - GARTNER INC NEW	56941134	FREDALGER	2/23/2011	12/16/2011	40	1,427 17	1,515 83	1,515 83	-88 66	N/A	SHORT
ITMN - INTERMUNE INC	Detail	Detail	Detail	9/26/2011	418	8,829 49	15,472 57	15,472 57	-6,643 08	N/A	Detail
	56941134	FREDALGER	12/20/10	9/26/2011	328	6,928 40	12,118 52	12,118 52	-5,190 12	N/A	SHORT
	56941134	FREDALGER	5/20/2011	9/26/2011	90	1,901 09	3,354 05	3,354 05	-1,452 96	N/A	SHORT
IVZ - INVESCO PLC	Detail	Detail	Detail	3/25/2011	936	24,225 36	13,155 70	13,155 70	11,069 66	N/A	Detail
	22122105	GOLDMANSACHS	10/15/08	3/25/2011	528	13,665 58	8,115 59	8,115 59	5,549 99	N/A	LONG
	22122105	GOLDMANSACHS	10/20/08	3/25/2011	150	3,882 27	2,176 50	2,176 50	1,705 77	N/A	LONG
	22122105	GOLDMANSACHS	11/18/08	3/25/2011	258	6,677 51	2,863 61	2,863 61	3,813 90	N/A	LONG
JCI - JOHNSON CONTROLS INC	Detail	Detail	Detail	12/15/2011	521	15,085 84	16,042 57	16,042 57	-956 73	N/A	Detail
	22122105	GOLDMANSACHS	04/17/09	12/15/2011	43	1,245 08	752 23	752 23	492 85	N/A	LONG
	22122105	GOLDMANSACHS	03/18/10	12/15/2011	478	13,840 76	15,290 34	15,290 34	-1,449 58	N/A	LONG
JDSU - JDS UNIPHASE CORP	Detail	Detail	Detail	Detail	1,433 00	24,232 99	17,293 85	17,293 85	6,939 14	N/A	Detail
	56941134	FREDALGER	09/14/10	2/11/2011	188	5,076 57	2,233 88	2,233 88	2,842 69	N/A	SHORT
	56941134	FREDALGER	09/14/10	3/30/2011	162	3,216 13	1,924 94	1,924 94	1,291 19	N/A	SHORT
	56941134	FREDALGER	09/14/10	4/26/2011	361	7,146 50	4,289 51	4,289 51	2,856 99	N/A	SHORT
	56941134	FREDALGER	09/14/10	8/15/2011	205	2,496 85	2,435 86	2,435 86	60 99	N/A	SHORT
	56941134	FREDALGER	09/16/10	8/15/2011	240	2,923 14	2,903 81	2,903 81	19 33	N/A	SHORT
	56941134	FREDALGER	10/13/10	8/15/2011	277	3,373 80	3,505 85	3,505 85	-132 05	N/A	SHORT
JEF - JEFFERIES GROUP	Detail	Detail	Detail	11/3/2011	2,920 00	32,411 37	41,089 03	41,089 03	-8,677 66	N/A	Detail
	16357752	ADVISORYRESEARC	11/10/08	11/3/2011	300	3,329 93	4,040 25	4,040 25	-710 32	N/A	LONG
	16357752	ADVISORYRESEARC	11/17/08	11/3/2011	890	9,878 80	11,296 59	11,296 59	-1,417 79	N/A	LONG
	16357752	ADVISORYRESEARC	11/19/08	11/3/2011	400	4,439 91	4,317 00	4,317 00	122 91	N/A	LONG
	16357752	ADVISORYRESEARC	8/8/2011	11/3/2011	680	7,547 86	10,911 69	10,911 69	-3,363 83	N/A	SHORT
	16357752	ADVISORYRESEARC	8/16/2011	11/3/2011	650	7,214 87	10,523 50	10,523 50	-3,308 63	N/A	SHORT
JLL - JONES LANG LASALLE INC	56941134	FREDALGER	10/24/2011	12/16/2011	19	1,131 42	1,204 05	1,204 05	-72 63	N/A	SHORT
JNJ - JOHNSON & JOHNSON	Detail	Detail	Detail	Detail	1,068 00	68,158 14	70,370 19	70,370 19	-2,212 05	N/A	Detail
	42963000	NEUBERGERBERMAN	5/12/2011	11/4/2011	455	29,115 39	30,002 16	30,002 16	-886 77	N/A	SHORT
	42963000	NEUBERGERBERMAN	5/12/2011	12/5/2011	534	34,011 13	35,211 31	35,211 31	-1,200 18	N/A	SHORT
	42963000	NEUBERGERBERMAN	6/24/2011	12/5/2011	79	5,031 62	5,156 72	5,156 72	-125 1	N/A	SHORT
JNS - JANUS CAPITAL GROUP INC	56941134	FREDALGER	12/23/10	3/16/2011	895	10,489 28	11,715 46	11,715 46	-1,226 18	N/A	SHORT
JPM - JPMORGAN CHASE & CO	Detail	Detail	Detail	6/23/2011	1,516 00	60,332 30	68,355 72	68,355 72	-8,023 42	N/A	Detail
	42963000	NEUBERGERBERMAN	03/18/10	6/23/2011	598	23,798 62	25,986 86	25,986 86	-2,188 24	N/A	LONG
	42963000	NEUBERGERBERMAN	04/15/10	6/23/2011	509	20,256 69	24,370 16	24,370 16	-4,113 47	N/A	LONG
	42963000	NEUBERGERBERMAN	4/18/2011	6/23/2011	409	16,276 99	17,998 70	17,998 70	-1,721 71	N/A	SHORT
JWN - NORDSTROM INC	Detail	Detail	Detail	Detail	1,533 00	69,903 52	58,853 03	58,853 03	11,050 49	N/A	Detail
	42963000	NEUBERGERBERMAN	09/15/10	5/19/2011	333	15,237 98	11,930 39	11,930 39	3,307 59	N/A	SHORT
	42963000	NEUBERGERBERMAN	09/15/10	6/27/2011	791	36,012 03	28,339 15	28,339 15	7,672 88	N/A	SHORT
	42963000	NEUBERGERBERMAN	4/18/2011	6/27/2011	288	13,111 84	13,085 69	13,085 69	26 15	N/A	SHORT
	42963000	NEUBERGERBERMAN	4/18/2011	6/28/2011	121	5,541 67	5,497 80	5,497 80	43 87	N/A	SHORT
KLAC - KLA-TENCOR CORP	22122105	GOLDMANSACHS	7/26/2011	10/28/2011	757	35,697 99	33,554 93	33,554 93	2,143 06	N/A	SHORT
KMB - KIMBERLY-CLARK CORP	42963000	NEUBERGERBERMAN	9/23/2011	12/6/2011	381	26,927 53	26,507 89	26,507 89	419 64	N/A	SHORT
KMX - CARMAX INC	Detail	Detail	Detail	Detail	563	15,001 44	19,149 65	19,149 65	-4,148 21	N/A	Detail
	56941134	FREDALGER	12/08/10	8/9/2011	196	5,209 67	6,778 29	6,778 29	-1,568 62	N/A	SHORT
	56941134	FREDALGER	12/08/10	9/13/2011	135	3,601 87	4,668 72	4,668 72	-1,066 85	N/A	SHORT
	56941134	FREDALGER	12/15/10	9/13/2011	98	2,614 69	3,406 08	3,406 08	-791 39	N/A	SHORT
	56941134	FREDALGER	4/4/2011	9/13/2011	134	3,575 21	4,296 56	4,296 56	-721 35	N/A	SHORT
KND - KINDRED HEALTHCARE INC	56941134	FREDALGER	2/16/2011	3/25/2011	527	12,395 01	12,750 98	12,750 98	-355 97	N/A	SHORT
KO - COCA COLA COMPANY	Detail	Detail	Detail	Detail	1,143 00	77,027 78	62,711 51	62,711 51	14,316 27	N/A	Detail
	42963000	NEUBERGERBERMAN	01/13/10	1/6/2011	149	9,419 29	8,529 26	8,529 26	890 03	N/A	SHORT
	42963000	NEUBERGERBERMAN	01/28/10	1/6/2011	52	3,287 27	2,834 17	2,834 17	453 1	N/A	SHORT
	42963000	NEUBERGERBERMAN	01/28/10	4/28/2011	213	14,240 85	11,609 15	11,609 15	2,631 70	N/A	LONG
	42963000	NEUBERGERBERMAN	02/10/10	4/28/2011	161	10,764 22	8,661 93	8,661 93	2,102 29	N/A	LONG
	42963000	NEUBERGERBERMAN	03/05/10	4/28/2011	102	6,819 57	5,585 95	5,585 95	1,233 62	N/A	LONG
	42963000	NEUBERGERBERMAN	03/05/10	12/23/2011	435	30,334 79	23,822 43	23,822 43	6,512 36	N/A	LONG
	42963000	NEUBERGERBERMAN	03/18/10	12/23/2011	31	2,161 79	1,668 62	1,668 62	493 17	N/A	LONG
KSS - KOHLS CORP	Detail	Detail	Detail	Detail	962	49,384 75	49,309 45	49,309 45	75 3	N/A	Detail
	22122105	GOLDMANSACHS	11/05/10	1/13/2011	647	33,360 82	34,312 80	34,312 80	-951 98	N/A	SHORT
	42963000	NEUBERGERBERMAN	8/11/2011	12/12/2011	315	16,023 93	14,996 65	14,996 65	1,027 28	N/A	SHORT
KWK - QUICKSILVER RES INC	Detail	Detail	Detail	Detail	1,634 00	17,735 91	23,523 10	23,523 10	-5,787 19	N/A	Detail
	56941134	FREDALGER	02/08/10	1/28/2011	194	2,835 23	2,726 67	2,726 67	108 56	N/A	SHORT
	56941134	FREDALGER	04/27/10	1/28/2011	345	5,042 04	5,073 81	5,073 81	-31 77	N/A	SHORT
	56941134	FREDALGER	3/30/2011	8/9/2011	891	8,021 96	12,731 86	12,731 86	-4,709 90	N/A	SHORT
	56941134	FREDALGER	6/24/2011	8/9/2011	204	1,836 68	2,990 76	2,990 76	-1,154 08	N/A	SHORT
	56941134	FREDALGER	6/27/2011	9/6/2011	1,496 00	7,645 01	13,711 44	13,711 44	-6,066 43	N/A	SHORT
LCC - US AIRWAYS GROUP INC	22122105	GOLDMANSACHS	10/3/2011	11/22/2011	943	37,490 13	40,117 39	40,117 39	-2,627 26	N/A	SHORT
LEA - LEAR CORP	42963000	NEUBERGERBERMAN	05/20/10	1/25/2011	512	45,973 33	38,903 28	38,903 28	7,070 05	N/A	SHORT
LH - LABORATORY CORP OF AMER	Detail	Detail	Detail	Detail	157	4,510 07	2,191 66	2,191 66	2,318 41	N/A	Detail
LKQ - LKQ CORP	56941134	FREDALGER	10/15/08	11/7/2011	91	2,567 07	1,270 33	1,270 33	1,296 74	N/A	LONG

		56941134	FREDALGER	10/15/08	12/16/2011	66	1,943 00	921 33	921 33	1,021 67	N/A	LONG
LPR - LONE PINE RESOURCES INC	Detail	Detail	Detail	Detail	Detail	309 917	2,310 42	2,743 96	2,743 96	-433 54	N/A	Detail
		56941134	FREDALGER	8/9/2011	10/3/2011	0 917	5 14	8 12	8 12	-2 98	N/A	SHORT
		56941134	FREDALGER	8/9/2011	10/19/2011	309	2,305 28	2,735 84	2,735 84	-430 56	N/A	SHORT
LPX - LOUISIANA PACIFIC CORP	Detail	Detail	Detail	Detail	Detail	1,394 00	13,513 73	9,946 92	9,946 92	3,566 81	N/A	Detail
		56941134	FREDALGER	10/09/09	3/18/2011	951	9,219 19	6,792 32	6,792 32	2,426 87	N/A	LONG
		56941134	FREDALGER	12/23/09	3/18/2011	443	4,294 54	3,154 60	3,154 60	1,139 94	N/A	LONG
LTM - LIFE TIME FITNESS INC	Detail	Detail	Detail	Detail	Detail	493	18,199 83	8,329 27	8,329 27	9,870 56	N/A	Detail
		56941134	FREDALGER	10/20/08	5/13/2011	16	607 22	317 28	317 28	289 94	N/A	LONG
		56941134	FREDALGER	11/18/08	5/13/2011	111	4,212 65	1,253 82	1,253 82	2,958 83	N/A	LONG
		56941134	FREDALGER	11/18/08	5/20/2011	123	4,436 74	1,389 35	1,389 35	3,047 39	N/A	LONG
		56941134	FREDALGER	02/10/09	5/20/2011	105	3,787 46	1,108 01	1,108 01	2,679 45	N/A	LONG
		56941134	FREDALGER	03/12/10	5/20/2011	113	4,076 04	3,244 64	3,244 64	831 4	N/A	LONG
		56941134	FREDALGER	6/30/2011	12/16/2011	25	1,079 72	1,016 17	1,016 17	63 55	N/A	SHORT
LUBRIZOL CORP	Detail	Detail	Detail	Detail	Detail	3,000 00	402,779 17	77,427 20	77,427 20	325,351 97	N/A	Detail
		55027316	VEALEFOUNDATION	07/19/00	4/15/2011	1,000 00	134,259 72	22,989 85	22,989 85	111,269 87	N/A	LONG
		55027316	VEALEFOUNDATION	10/19/00	4/15/2011	1,000 00	134,259 72	19,552 35	19,552 35	114,707 37	N/A	LONG
		55027316	VEALEFOUNDATION	04/10/02	4/15/2011	1,000 00	134,259 73	34,885 00	34,885 00	99,374 73	N/A	LONG
LUK - LEUCADIA NATL CORP	Detail	Detail	Detail	Detail	Detail	410	14,719 90	15,216 95	15,216 95	-497 05	N/A	Detail
		16357752	ADVISORYRESEARC	10/14/08	3/23/2011	210	7,381 73	7,794 05	7,794 05	-412 32	N/A	LONG
		16357752	ADVISORYRESEARC	10/14/08	3/25/2011	200	7,338 17	7,422 90	7,422 90	-84 73	N/A	LONG
LVS - LAS VEGAS SANDS CORP	Detail	Detail	Detail	Detail	Detail	911	38,741 10	36,993 90	36,993 90	1,747 20	N/A	Detail
		42963000	NEUBERGERBERMAN	6/7/2011	10/4/2011	259	9,533 57	10,517 48	10,517 48	-983 91	N/A	SHORT
		42963000	NEUBERGERBERMAN	6/7/2011	11/28/2011	652	29,207 53	26,476 42	26,476 42	2,731 11	N/A	SHORT
LYB - LYONDELLBASELL IND A	Detail	Detail	Detail	Detail	Detail	2,359 00	74,946 40	78,093 46	78,300 78	-3,147 06	N/A	Detail
		22122105	GOLDMANSACHS	11/08/10	1/14/2011	614	22,299 30	17,398 25	17,398 25	4,901 05	N/A	SHORT
		22122105	GOLDMANSACHS	11/08/10	1/21/2011	656	22,965 45	18,588 34	18,588 34	4,377 11	N/A	SHORT
		22122105	GOLDMANSACHS	5/17/2011	10/10/2011	1,089 00	29,681 65	42,106 87	42,314 19	-12,425 22	N/A	SHORT
MAC - MACERICH CO		56941134	FREDALGER	10/27/09	12/16/2011	27	1,325 13	748 54	819 88	576 59	N/A	LONG
MAKO - MAKO SURGICAL CORP		56941134	FREDALGER	9/6/2011	12/16/2011	33	863 59	1,216 91	1,216 91	-353 32	N/A	SHORT
MCD - MCDONALDS CORP	Detail	Detail	Detail	Detail	Detail	1,074 00	79,605 43	73,668 34	73,668 34	5,937 09	N/A	Detail
		42963000	NEUBERGERBERMAN	06/09/10	1/6/2011	186	13,858 71	12,758 21	12,758 21	1,100 50	N/A	SHORT
		42963000	NEUBERGERBERMAN	06/09/10	1/6/2011	153	11,447 81	10,494 66	10,494 66	953 15	N/A	SHORT
		42963000	NEUBERGERBERMAN	06/09/10	1/11/2011	149	11,067 38	10,220 28	10,220 28	847 1	N/A	SHORT
		42963000	NEUBERGERBERMAN	06/09/10	1/12/2011	586	43,231 53	40,195 19	40,195 19	3,036 34	N/A	SHORT
MCP - MOLYCORP INC		56941134	FREDALGER	6/23/2011	12/16/2011	6	155 33	316 86	316 86	-161 53	N/A	SHORT
MCRS - MICROS SYS INC		56941134	FREDALGER	2/8/2011	12/16/2011	38	1,722 50	1,802 05	1,802 05	-79 55	N/A	SHORT
MDR - MCDERMOTT INTL INC	Detail	Detail	Detail	Detail	Detail	346	6,116 78	4,810 76	4,810 76	1,306 02	N/A	Detail
		56941134	FREDALGER	09/16/10	1/31/2011	252	5,156 12	3,503 79	3,503 79	1,652 33	N/A	SHORT
		56941134	FREDALGER	09/16/10	12/16/2011	94	960 66	1,306 97	1,306 97	-346 31	N/A	LONG
MDRX - ALLSCRIPTS HEALTHCARE		56941134	FREDALGER	9/16/2011	12/16/2011	59	1,031 30	1,101 24	1,101 24	-69 94	N/A	SHORT
MJN - MEAD JOHNSON NUTRITN		42963000	NEUBERGERBERMAN	01/06/10	9/30/2011	182	12,790 53	8,154 21	8,154 21	4,636 32	N/A	LONG
MLNX - MELLANOX TECHNOLOGY LTD		56941134	FREDALGER	01/07/09	12/16/2011	51	1,626 86	421 96	421 96	1,204 90	N/A	LONG
MMM - 3M CO	Detail	Detail	Detail	Detail	Detail	1,130 00	94,700 60	91,833 47	91,833 47	2,867 13	N/A	Detail
		42963000	NEUBERGERBERMAN	12/11/09	1/31/2011	177	15,519 50	14,423 45	14,423 45	1,096 05	N/A	LONG
		42963000	NEUBERGERBERMAN	12/14/09	1/31/2011	87	7,628 23	7,112 33	7,112 33	515 9	N/A	LONG
		42963000	NEUBERGERBERMAN	03/18/10	1/31/2011	230	20,166 59	19,174 25	19,174 25	992 34	N/A	SHORT
		42963000	NEUBERGERBERMAN	03/18/10	12/5/2011	26	2,100 69	2,167 52	2,167 52	-66 83	N/A	LONG
		42963000	NEUBERGERBERMAN	06/10/10	12/5/2011	444	35,873 44	33,761 49	33,761 49	2,111 95	N/A	LONG
		42963000	NEUBERGERBERMAN	4/18/2011	12/5/2011	166	13,412 15	15,194 43	15,194 43	-1,782 28	N/A	SHORT
MRK - MERCK & CO INC NEW	Detail	Detail	Detail	Detail	Detail	1,731 00	57,044 59	64,526 69	64,526 69	-7,482 10	N/A	Detail
		22122105	GOLDMANSACHS	02/23/10	10/12/2011	725	23,529 34	26,483 75	26,483 75	-2,954 41	N/A	LONG
		22122105	GOLDMANSACHS	02/23/10	10/24/2011	130	4,330 99	4,748 80	4,748 80	-417 81	N/A	LONG
		22122105	GOLDMANSACHS	03/18/10	10/24/2011	876	29,184 26	33,294 14	33,294 14	-4,109 88	N/A	LONG
MRX - MEDICIS PHARMACEUTICAL	Detail	Detail	Detail	Detail	Detail	183	6,607 24	2,273 51	2,273 51	4,333 73	N/A	Detail
		56941134	FREDALGER	03/20/09	11/7/2011	142	5,275 18	1,764 14	1,764 14	3,511 04	N/A	LONG
		56941134	FREDALGER	03/20/09	12/16/2011	41	1,332 06	509 37	509 37	822 69	N/A	LONG
MSFT - MICROSOFT CORP	Detail	Detail	Detail	Detail	Detail	2,110 00	54,971 97	54,602 85	54,602 85	369 12	N/A	Detail
		22122105	GOLDMANSACHS	2/18/2011	10/10/2011	1,077 00	28,884 58	29,113 47	29,113 47	-228 89	N/A	SHORT
		42963000	NEUBERGERBERMAN	8/10/2011	12/2/2011	1,033 00	26,087 39	25,489 38	25,489 38	598 01	N/A	SHORT
MYL - MYLAN INC	Detail	Detail	Detail	Detail	Detail	913	20,409 82	9,290 04	9,290 04	11,119 78	N/A	Detail
		56941134	FREDALGER	11/18/08	3/18/2011	309	6,659 77	2,728 00	2,728 00	3,931 77	N/A	LONG
		56941134	FREDALGER	01/07/09	3/18/2011	45	969 88	469 16	469 16	500 72	N/A	LONG
		56941134	FREDALGER	01/07/09	3/30/2011	265	6,058 57	2,762 78	2,762 78	3,295 79	N/A	LONG
		56941134	FREDALGER	01/15/09	3/30/2011	141	3,223 62	1,448 83	1,448 83	1,774 79	N/A	LONG
		56941134	FREDALGER	02/10/09	3/30/2011	96	2,194 81	1,107 78	1,107 78	1,087 03	N/A	LONG
		56941134	FREDALGER	03/18/09	3/30/2011	57	1,303 17	773 49	773 49	529 68	N/A	LONG
NEE - NEXTERA ENERGY INC		22122105	GOLDMANSACHS	10/14/10	4/15/2011	590	32,617 17	32,715 38	32,715 38	-98 21	N/A	SHORT
NETLOGIC MICROSYSTEMS	Detail	Detail	Detail	Detail	Detail	590	29,109 76	13,851 16	13,851 16	15,258 60	N/A	Detail
		56941134	FREDALGER	09/15/09	11/7/2011	122	6,014 64	2,682 99	2,682 99	3,331 65	N/A	LONG
		56941134	FREDALGER	09/15/09	12/2/2011	238	11,745 09	5,234 02	5,234 02	6,511 07	N/A	LONG
		56941134	FREDALGER	09/15/09	12/6/2011	151	7,451 54	3,320 74	3,320 74	4,130 80	N/A	LONG
		56941134	FREDALGER	12/15/10	12/6/2011	79	3,898 49	2,613 41	2,613 41	1,285 08	N/A	SHORT
NFLX - NETFLIX COM INC	Detail	Detail	Detail	Detail	Detail	970	182,964 19	161,886 08	161,886 08	21,078 11	N/A	Detail
		42963000	NEUBERGERBERMAN	08/06/10	2/14/2011	62	15,233 93	6,921 53	6,921 53	8,312 40	N/A	SHORT
		42963000	NEUBERGERBERMAN	08/06/10	3/2/2011	78	15,990 13	8,707 74	8,707 74	7,282 39	N/A	SHORT

NFX - NEWFIELD EXPL COMPANY		42963000	NEUBERGERBERMAN	08/06/10	3/9/2011	61	11,802 57	6,809 89	6,809 89	4,992 68	N/A	SHORT		
		42963000	NEUBERGERBERMAN	08/06/10	6/7/2011	139	36,810 81	15,517 62	15,517 62	21,293 19	N/A	SHORT		
		42963000	NEUBERGERBERMAN	08/06/10	6/16/2011	44	11,074 95	4,912 05	4,912 05	6,162 90	N/A	SHORT		
		42963000	NEUBERGERBERMAN	09/01/10	6/16/2011	11	2,768 74	1,487 08	1,487 08	1,281 66	N/A	SHORT		
		42963000	NEUBERGERBERMAN	09/01/10	7/5/2011	62	17,801 31	8,381 72	8,381 72	9,419 59	N/A	SHORT		
		42963000	NEUBERGERBERMAN	09/01/10	7/13/2011	56	16,751 62	7,570 58	7,570 58	9,181 04	N/A	SHORT		
		42963000	NEUBERGERBERMAN	09/01/10	9/15/2011	25	4,365 51	3,379 71	3,379 71	985 8	N/A	LONG		
		42963000	NEUBERGERBERMAN	12/09/10	9/15/2011	48	8,381 79	9,192 73	9,192 73	-810 94	N/A	SHORT		
		42963000	NEUBERGERBERMAN	12/09/10	9/29/2011	68	7,434 45	13,023 02	13,023 02	-5,588 57	N/A	SHORT		
		42963000	NEUBERGERBERMAN	4/18/2011	9/29/2011	162	17,711 51	37,852 27	37,852 27	-20,140 76	N/A	SHORT		
NICE - NICE SYSTEMS LTD NKE - NIKE INC CLASS B		42963000	NEUBERGERBERMAN	4/28/2011	9/29/2011	84	9,183 74	19,990 30	19,990 30	-10,806 56	N/A	SHORT		
		42963000	NEUBERGERBERMAN	7/26/2011	9/29/2011	70	7,653 13	18,139 84	18,139 84	-10,486 71	N/A	SHORT		
	Detail	Detail	Detail	Detail	2,218 00	133,964 78	116,880 84	116,880 84	17,083 94	N/A	Detail			
		22122105	GOLDMANSACHS	10/05/09	3/23/2011	104	7,655 11	4,525 31	4,525 31	3,129 80	N/A	LONG		
		22122105	GOLDMANSACHS	10/05/09	4/5/2011	330	25,103 14	14,359 16	14,359 16	10,743 98	N/A	LONG		
		22122105	GOLDMANSACHS	10/05/09	4/28/2011	346	24,176 18	15,055 35	15,055 35	9,120 83	N/A	LONG		
		22122105	GOLDMANSACHS	03/18/10	4/28/2011	71	4,961 01	3,707 53	3,707 53	1,253 48	N/A	LONG		
		22122105	GOLDMANSACHS	03/18/10	5/4/2011	326	21,486 17	17,023 30	17,023 30	4,462 87	N/A	LONG		
		22122105	GOLDMANSACHS	03/18/10	8/8/2011	220	11,471 30	11,488 11	11,488 11	-16 81	N/A	LONG		
		22122105	GOLDMANSACHS	07/07/10	8/8/2011	272	14,182 70	13,532 69	13,532 69	650 01	N/A	LONG		
NOV - NATIONAL OILWELL VARCO NTAP - NETAPP INC NVDA - NVIDIA CORP		22122105	GOLDMANSACHS	07/07/10	8/22/2011	63	2,860 72	3,134 40	3,134 40	-273 68	N/A	LONG		
		22122105	GOLDMANSACHS	4/18/2011	8/22/2011	486	22,068 45	34,054 99	34,054 99	-11,986 54	N/A	SHORT		
	Detail	Detail	Detail	Detail	65941134	FREDALGER	10/15/08	12/16/2011	45	1,431 42	881 7	549 72	N/A	LONG
		22122105	GOLDMANSACHS	4/8/2011	6/22/2011	648	53,712 07	50,537 98	50,537 98	3,174 09	N/A	Detail		
		22122105	GOLDMANSACHS	4/8/2011	6/22/2011	470	38,957 82	36,563 84	36,563 84	2,393 98	N/A	SHORT		
		22122105	GOLDMANSACHS	4/18/2011	6/22/2011	178	14,754 25	13,974 14	13,974 14	780 11	N/A	SHORT		
	Detail	Detail	Detail	Detail	303	10,790 07	6,496 03	6,496 03	4,294 04	N/A	Detail			
		56941134	FREDALGER	11/12/09	3/30/2011	129	4,774 67	2,765 64	2,765 64	2,009 03	N/A	LONG		
		56941134	FREDALGER	11/12/09	6/10/2011	140	4,652 37	3,001 46	3,001 46	1,650 91	N/A	LONG		
		56941134	FREDALGER	11/12/09	12/16/2011	34	1,363 03	728 93	728 93	634 1	N/A	LONG		
ONNN - ON SEMI CONDUCTOR CORP OPEN - OPENTABLE INC		22122105	GOLDMANSACHS	10/26/2011	12/5/2011	641	46,545 51	43,887 92	43,887 92	2,657 59	N/A	SHORT		
		42963000	NEUBERGERBERMAN	09/15/10	4/6/2011	1,217 00	56,700 40	59,602 57	59,602 57	-2,902 17	N/A	SHORT		
	Detail	Detail	Detail	Detail	3,602 00	74,243 89	69,285 19	69,285 19	4,958 70	N/A	Detail			
		42963000	NEUBERGERBERMAN	1/6/2011	2/8/2011	1,438 00	34,297 22	27,660 22	27,660 22	6,637 00	N/A	SHORT		
		42963000	NEUBERGERBERMAN	1/6/2011	3/11/2011	2,164 00	39,946 67	41,624 97	41,624 97	-1,678 30	N/A	SHORT		
		56941134	FREDALGER	3/16/2011	12/16/2011	81	982 51	1,003 59	1,003 59	-21 08	N/A	SHORT		
	Detail	Detail	Detail	Detail	3,557 00	51,141 20	58,886 50	58,886 50	-7,745 30	N/A	Detail			
		22122105	GOLDMANSACHS	09/28/09	6/8/2011	1,529 00	21,983 38	23,878 23	23,878 23	-1,894 85	N/A	LONG		
		22122105	GOLDMANSACHS	03/18/10	6/8/2011	1,048 00	15,067 74	16,460 20	16,460 20	-1,392 46	N/A	LONG		
		22122105	GOLDMANSACHS	4/18/2011	6/8/2011	980	14,090 08	18,548 07	18,548 07	-4,457 99	N/A	SHORT		
OAS - OASIS PETROLEUM INC OIS - OIL STATES INTL INC OKE - ONEOK INC NEW		56941134	FREDALGER	12/6/2011	12/16/2011	24	670 3	742 43	742 43	-72 13	N/A	SHORT		
		56941134	FREDALGER	8/3/2011	12/16/2011	26	1,861 56	2,127 11	2,127 11	-265 55	N/A	SHORT		
	Detail	Detail	Detail	Detail	290	20,597 01	8,372 71	8,372 71	12,224 30	N/A	Detail			
		16357752	ADVISORYRESEARC	10/20/08	4/29/2011	80	5,566 40	2,435 47	2,435 47	3,130 93	N/A	LONG		
		16357752	ADVISORYRESEARC	10/21/08	4/29/2011	10	695 8	304 4	304 4	391 4	N/A	LONG		
		16357752	ADVISORYRESEARC	10/21/08	5/3/2011	60	4,174 05	1,826 40	1,826 40	2,347 65	N/A	LONG		
		16357752	ADVISORYRESEARC	11/17/08	5/3/2011	40	2,782 71	1,087 56	1,087 56	1,695 15	N/A	LONG		
		16357752	ADVISORYRESEARC	11/17/08	7/12/2011	100	7,378 05	2,718 88	2,718 88	4,659 17	N/A	LONG		
		56941134	FREDALGER	01/07/09	12/16/2011	208	1,533 40	879 05	879 05	654 35	N/A	LONG		
	Detail	Detail	Detail	Detail	177	14,492 49	6,434 65	6,434 65	8,057 84	N/A	Detail			
OPTR - OPTIMER PHARMACEUTICALS ORCL - ORACLE CORP		56941134	FREDALGER	03/12/10	1/11/2011	42	3,342 01	1,526 87	1,526 87	1,815 14	N/A	SHORT		
		56941134	FREDALGER	03/12/10	2/8/2011	77	6,532 29	2,799 25	2,799 25	3,733 04	N/A	SHORT		
		56941134	FREDALGER	03/12/10	4/26/2011	31	3,537 68	1,126 97	1,126 97	2,410 71	N/A	LONG		
		56941134	FREDALGER	03/12/10	12/16/2011	27	1,080 51	981 56	981 56	98 95	N/A	LONG		
		56941134	FREDALGER	01/23/09	12/16/2011	108	1,291 00	1,200 99	1,200 99	90 01	N/A	LONG		
	Detail	Detail	Detail	Detail	2,104 00	68,434 09	53,657 60	53,657 60	14,776 49	N/A	Detail			
		22122105	GOLDMANSACHS	03/18/10	3/1/2011	974	30,828 74	24,862 90	24,862 90	5,965 84	N/A	SHORT		
		42963000	NEUBERGERBERMAN	03/18/09	5/18/2011	5	168 24	78 37	78 37	89 87	N/A	LONG		
		42963000	NEUBERGERBERMAN	03/18/10	5/18/2011	318	10,700 27	8,104 74	8,104 74	2,595 53	N/A	LONG		
		42963000	NEUBERGERBERMAN	03/18/10	5/23/2011	741	24,550 18	18,885 57	18,885 57	5,664 61	N/A	LONG		
OXY - OCCIDENTAL PETE CORP		42963000	NEUBERGERBERMAN	04/13/10	5/23/2011	66	2,186 66	1,726 02	1,726 02	460 64	N/A	LONG		
	Detail	Detail	Detail	Detail	1,968 00	182,253 28	148,304 95	148,304 95	33,948 33	N/A	Detail			
		22122105	GOLDMANSACHS	02/26/09	1/25/2011	53	5,088 70	2,809 45	2,809 45	2,279 25	N/A	LONG		
		22122105	GOLDMANSACHS	03/18/09	1/25/2011	43	4,128 56	2,356 83	2,356 83	1,771 73	N/A	LONG		
		22122105	GOLDMANSACHS	03/27/09	1/25/2011	136	13,057 81	7,926 74	7,926 74	5,131 07	N/A	LONG		
		22122105	GOLDMANSACHS	03/27/09	1/31/2011	59	5,651 81	3,438 80	3,438 80	2,213 01	N/A	LONG		
		22122105	GOLDMANSACHS	06/26/09	1/31/2011	236	22,607 28	15,223 58	15,223 58	7,383 70	N/A	LONG		
		22122105	GOLDMANSACHS	06/26/09	2/24/2011	84	8,742 34	5,418 56	5,418 56	3,323 78	N/A	LONG		
		22122105	GOLDMANSACHS	08/13/09	2/24/2011	174	18,109 15	12,268 46	12,268 46	5,840 69	N/A	LONG		
		22122105	GOLDMANSACHS	03/18/10	2/24/2011	20	2,081 52	1,642 94	1,642 94	438 58	N/A	SHORT		
OXY - OCCIDENTAL PETE CORP		22122105	GOLDMANSACHS	03/18/10	3/23/2011	216	21,632 37	17,743 65	17,743 65	3,888 72	N/A	LONG		
		22122105	GOLDMANSACHS	03/18/10	5/25/2011	322	33,023 45	26,451 17	26,451 17	6,572 28	N/A	LONG		
		22122105	GOLDMANSACHS	03/18/10	8/19/2011	208	17,030 12	17,086 46	17,086 46	-56 34	N/A	LONG		
		22122105	GOLDMANSACHS	05/03/10	8/19/2011	89	7,286 94	8,054 74	8,054 74	-767 8	N/A	LONG		
		22122105	GOLDMANSACHS	05/03/10	9/30/2011	137	9,946 37	12,398 85	12,398 85	-2,452 48	N/A	LONG		

[illegible]

The Veale Foundation
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Form 990-PF
December 31, 2011

Schedule 2
Part I, Line 16c
Other Professional Fees

<u>Description</u>	<u>Amount</u>
Consultants	7,281
Wells Fargo Advisors	82,904
Misc (check reorder)	<u>77</u>
Total	<u><u>90,262</u></u>

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Schedule 2
Part I, Line 18
Taxes

<u>Description</u>	<u>Amount</u>
Combined foreign tax from Wells Fargo accounts	27,659
Attorney General - State of Ohio	200
Internal Revenue Service	<u>15,000</u>
Total	42,859

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Schedule 2
Part I, Line 21
Travel, conferences, and meetings

<u>Description</u>	<u>Amount</u>
American Foreign Policy Council board meeting (Kober)	643
Total	643

Description	Beginning of Year	End of Year	
	Book Value	Book Value	Market Value
<u>Common Stock</u>			
3M Co	76,639	-	-
AAR Corp	19,493	17,352	16,582
Abercrombie & Fitch	-	71,522	57,045
Acergy	13,059	-	-
Acme Packet Inc	9,505	12,157	11,220
Actuant Corp	19,226	25,667	24,687
Adobe Systems Inc	60,858	-	-
Adobe Systems Inc	43,026	95,714	86,308
Aecom Technology Corp	17,321	-	-
Affiliated Managers Group	18,291	17,038	23,028
Aflac Inc	66,968	62,250	54,767
Agco Corp	15,578	-	-
Alexion Pharmaceuticals Inc	13,112	-	-
Align Tech	-	17,079	17,485
Allegheny Technologies	92,976	-	-
Allergan	69,841	70,809	85,459
Allscripts Healthcare Solutions	-	16,074	16,421
Allstate Corp	30,567	-	-
Altera Corporation	-	50,611	49,157
Amazon.com Inc	84,043	43,639	40,852
Amerco	9,885	24,270	36,244
American Capital Agency Corp	-	8,211	8,171
American Electric Power	-	65,718	70,268
American Electric Power	61,324	75,033	91,626
American Express Company	-	60,460	57,123
American Public Education Inc	-	14,927	17,312
American Tower Corp	81,076	-	-
Amerigroup Corp	15,845	-	-
Ameron International	26,177	-	-
Amerprise Financial Inc	-	80,033	73,914
Ametek Inc	15,030	13,690	26,986
Amgen Inc	53,625	-	-
Ann Inc	17,404	16,389	23,343
Apple	142,640	251,248	501,795
Applied Micro Circuits	13,052	-	-
Arch Coal Inc	10,919	22,120	14,075
Archer-Daniels-Midland	44,874	-	-
ASML Holding	-	74,725	73,509
Assisted Living Concepts	28,570	28,570	35,438
AT&T	-	87,736	90,780
Atheros Communications	11,552	-	-
Atlas Air Worldwide	-	56,600	52,650
Atmel Corp	-	21,425	12,685
Aurico Gold Inc	-	14,972	12,464
Auxilium Pharmaceuticals Inc	18,013	-	-
Avnet	32,271	32,271	64,823
AXA	16,068	29,588	21,219
Ball Corp	-	13,840	14,213

Bank New York Mellon	34,889	-	-
Bank of America	145,628	-	-
Barnes Group	11,067	19,936	24,110
BASF	23,717	25,508	48,811
Baxter International Inc	120,479	-	-
BE Aerospace Inc	6,191	-	-
Becton Dickinson & Co	-	-	-
Berkley W R Corporation	38,260	38,260	52,617
Berry Petro Co	-	7,501	7,732
BG Group	-	64,319	56,924
BHP Billiton Ltd	48,839	58,610	105,945
Biogen Idec	-	57,372	56,125
Biogen Idec	74,820	-	-
Biopure	156,048	-	-
BMC Software Inc	30,007	-	-
Boeing Co	90,854	71,727	73,497
Boeing Co	74,340	128,128	136,211
Borg Warner Inc	40,088	73,199	68,839
Boston Properties Inc	-	56,032	58,465
Boston Scientific Corp	-	55,561	48,113
British Amern Tob	34,413	53,067	78,276
Brookfield Asset Mgmt	15,203	21,526	27,480
Brookline Bancorp Inc	9,575	-	-
Bruker Corporation	9,273	10,696	12,283
Cabot Corporation	-	41,090	40,818
Cabot Oil & Gas	55,467	41,229	81,972
Cadence Design Systems	-	22,424	24,190
Cameron Int'l	43,950	-	-
Canadian Natl Ry Co	39,013	62,160	90,344
Canadian Natural Resources Ltd	72,413	-	-
Canadian Natural Resources Ltd	19,173	96,228	97,162
Canadian Pacific Railway	57,913	88,550	115,039
Carmax Inc	14,853	-	-
Carter Holdings	12,931	-	-
Casey's General Stores	22,830	22,830	44,299
Catalyst Health Solution	-	15,847	17,524
Caterpillar	57,700	-	-
CB Richard Ellis Group	18,533	-	-
CBS Corp	62,510	78,653	97,948
Celgene Corp	70,495	-	-
Celgene Corp	-	51,447	58,542
Cerner Corp	-	29,094	31,115
Check Point Software	58,914	-	-
Chevron Corp	-	106,562	123,637
Childrens Place Retail	13,745	14,918	16,680
Choice Hotels	-	-	-
Church & Dwight Inc	13,797	14,709	23,704
Ciena Corp	-	16,611	9,135
Cisco Systems	59,680	-	-
Cisco Systems Inc	-	91,844	106,401
CIT Group	75,350	75,350	66,253
Citrix Systems	98,295	91,709	89,016
Clarcor	9,620	-	-
Clean Harbors Inc	15,343	16,172	27,468
CME Group	46,150	-	-

Coach Inc	30,222	46,588	68,548
Coca-Cola Corp	107,172	184,497	203,053
Colgate-Palmolive Co	46,946	-	-
Comcast Corp	88,007	-	-
Comerica Inc	-	73,104	50,413
Commonwealth Reit	-	48,056	29,786
Community Health Sys Inc	9,527	-	-
Concho Resources Inc	8,387	-	-
Concur Technologies Inc	8,925	11,107	19,401
Cooper Industries Ltd	37,871	53,648	75,810
Core Laboratories Inc	10,545	12,923	37,034
Corning Inc	55,125	-	-
Covance Inc	-	12,777	12,344
Coventry Healthcare	15,111	17,406	18,981
Coviden PLC	48,832	67,785	60,493
Crown Holdings Inc	17,969	15,687	18,536
Ctrip.com Int'l	43,864	-	-
Cubist Pharmaceuticals	-	16,438	20,048
Cummins Inc	53,615	-	-
CVS Caremark Corp	67,995	-	-
Cypress Semiconductor Corp	-	14,133	11,570
Cytec Ind. Inc	-	19,666	17,101
Dana Holding Company	16,518	17,998	21,627
Danaher Corp	34,724	64,428	56,636
Darden Restaurants	10,316	-	-
Deckers Outdoor Corp	-	15,959	13,149
Denbury Resources	20,071	-	-
Denbury Resources	36,017	36,017	53,394
Devon Energy Corp	-	201,305	150,474
Diageo Plc	46,107	63,461	87,420
Digital Realty Trust	-	12,047	14,001
Discover Financial	52,163	52,163	76,080
Dish Network Corp	70,750	-	-
Disney Walt Company	-	140,488	141,000
Dollar Tree Stores	14,883	-	-
Dow Chemical Company	84,852	-	-
Dunkin' Brands	-	18,643	17,186
Edwards Lifescience Corp	-	60,513	63,135
EMC Corp	81,885	133,038	127,624
EMC Corp	46,331	62,797	66,149
Emergency Medical Services	16,483	-	-
Emerson Electric	39,037	-	-
Emerson Electric	31,273	-	-
Encore Wire Corp	33,412	33,412	54,390
Endurance Specialty	-	13,789	13,732
Ensign Energy Service	8,233	10,078	12,728
Entergy Corp	76,980	-	-
EOG Resources	61,738	109,426	102,450
EOG Resources	-	-	-
Everest Re Group Ltd	56,871	83,804	90,312
Express Scripts Inc	47,977	80,846	65,024
Exxon Mobil Corporation	-	179,455	203,678
F5 Networks	24,005	-	-
Family Dollar Stores	-	87,107	88,969
Family Dollar Stores	51,598	51,598	77,264

Fifth Third Bancorp	29,599	29,599	35,870
Fifth Third Bancorp	-	63,524	65,266
Finisar Corporation	15,130	10,035	10,030
Finning Int'l Inc	4,639	6,150	4,871
Focus Media Holding	16,795	16,994	14,851
FootLocker Inc	48,043	42,894	91,069
Ford Motor Company	40,036	-	-
Fortinet Inc	-	19,095	20,152
Franklin Resources Inc	53,539	77,999	70,412
Freeport McMoran Copper	139,263	-	-
Freeport-McCoran Copper	43,251	44,448	41,462
Gammon Gold Inc	16,406	-	-
Gartner Inc	-	23,197	21,210
Gaylord Entertainment	12,670	-	-
General Electric Co	183,928	262,517	259,964
General Mills Inc	101,540	112,642	125,150
General Motors Co	43,077	-	-
Genesee & Wyoming	15,794	13,405	25,565
Geo Group Inc	13,148	9,389	10,167
GNC Holdings	-	14,442	21,510
Google	-	274,880	304,865
Google Inc	43,740	34,428	45,213
Graftech int'l	17,582	16,488	14,960
Greenhill & Co	19,747	-	-
GSI Commerce	9,991	-	-
Halliburton Company	-	51,184	51,006
Hartford Financial	53,442	73,313	44,687
Healthsouth Corp	-	12,800	8,482
Helmerich & Payne	14,046	19,063	19,084
HMS Holdings Corp	-	22,954	28,526
Hollyfrontier Corp	-	26,443	21,458
Home Depot Inc	-	96,855	104,638
Honeywell International Inc.	87,143	109,860	128,103
Hudson City Bancorp Inc.	50,955	-	-
Human Genome Sciences	14,524	17,236	6,200
Hyatt Hotels Corp	52,811	52,811	52,320
I.H.S Inc	12,520	8,531	18,352
IAC/InteractiveCorp	18,535	15,857	25,943
ICF International	19,640	-	-
Icon Pub Ltd Co	10,161	-	-
Illinois Tool Works	29,967	44,232	45,823
Illumina Inc	-	111,174	51,633
Incyte Corp	-	7,780	8,135
Informatica Corp	8,441	4,400	12,815
Ingersoll Rand Co	31,172	36,318	57,893
Intel Corp	-	66,246	68,700
Intermune Inc	12,119	-	-
International Business Machine	-	-	-
Interpublic Grp	13,593	-	-
Invesco PLC	41,602	44,099	44,740
Investors Bancorp Inc	46,939	46,939	53,516
ITC Holdings Corp	15,954	13,785	24,965
ITT Educational Services Inc	14,982	-	-
Janus Capital Group	11,715	-	-
JDS Uniphase Corp	17,294	-	-

Jeffries Group	19,654	-	-
Johnson & Johnson	-	92,744	92,665
Johnson Controls Inc	43,216	48,894	46,234
Jones Lang LaSalle	-	13,623	13,171
JP Morgan	50,357	89,191	88,279
JPMorgan Chase	199,455	287,532	235,111
Juniper Network	-	74,774	63,638
Juniper Network	43,743	88,767	48,535
Kaiser Aluminum Corp	34,855	52,602	65,608
Keycorp	37,941	37,941	34,297
Kimberly-Clark Corp	-	58,603	60,466
Kohls Corp	-	59,631	61,687
Kohls Corp	34,313	-	-
Kroger Company	-	98,365	95,742
Laboratory Corp of America	38,903	-	-
Las Vegas Sands	-	84,839	85,973
Lauder Estee Cos	-	68,456	81,544
Leucadia National Corp	69,862	62,888	58,669
Liberty Global Inc Ser A	-	40,814	45,010
Liberty Interactive Group	-	55,221	51,466
Lifetime Fitness Inc	7,313	10,531	12,155
LKQ Corp	11,683	9,492	24,816
Lorillard Inc	-	56,233	56,202
Louisiana Pacific	9,947	-	-
Lowes Companies	-	59,347	58,069
LyondellBasell Industries	35,987	86,233	88,015
Macerich Co	10,324	12,825	17,761
Macy's Inc	-	44,196	43,604
Mako Surgical Group	-	11,215	7,815
Manulife Corp	17,869	31,267	19,116
Marsh & McLennan Companies	29,745	43,832	54,956
Maxim Integrated Products	-	53,076	58,824
McDermott Int'l	13,139	19,203	13,225
McDonalds Corp	73,668	96,785	118,690
Mead Johnson Nutrition	49,707	79,822	99,727
Medicis Pharmaceutical	9,069	6,796	18,188
MellanoX Technology Ltd	5,726	5,304	20,306
Men's Wearhouse	22,873	22,873	50,235
Merck & Co Inc	128,481	160,529	167,878
Micros Systems Inc	-	24,255	23,337
Microsoft	-	115,302	121,026
Microsoft	-	80,310	79,541
Molex Inc	34,149	41,527	53,208
Molycorp Inc.	-	12,199	5,539
Monsanto Co	-	142,183	139,159
Morgan Stanley	-	83,325	80,128
Mosaic Company	-	52,429	37,772
Mylan Inc	-	43,542	46,504
Mylan Inc	9,290	-	-
Nabors Industries Ltd	64,947	94,012	114,444
National Oilwell Varco	-	97,182	84,172
Nestle	67,375	92,135	115,420
Netapp Inc	59,603	-	-
Netapp Inc	-	43,403	44,975
Netflix.com Inc	85,904	78,183	60,074

Netlogic Microsystems	13,851	-	-
Newell Rubbermaid	40,338	-	-
Newfield Exploration Company	82,826	-	-
Nextera Energy	32,715	-	-
Nice Systems Ltd	15,505	15,637	23,081
Noble Corp	83,436	116,875	108,036
Nordstrom Inc	40,270	-	-
Northwest Bancshares Inc	-	15,606	15,737
Novartis	37,644	56,644	62,887
Novellus Systems Inc	20,368	13,872	24,113
Nvidia Corp	-	48,918	42,730
Oasis Petroleum	-	9,775	9,192
Occidental Pete Corp	149,278	95,287	92,388
Oil States Intl Inc.	-	18,703	20,696
On Semi Conductor Corp	8,325	14,479	16,768
Oneok Inc	31,560	23,187	80,622
Opentable Inc	15,831	12,573	11,817
Optimer Pharmaceutical	15,013	13,812	13,440
Oracle Corp	24,863	-	-
Oracle Corporation	150,587	198,763	174,959
OSI Pharmaceuticals	-	-	-
Pall Corp	12,884	12,739	20,460
Parexel Intl Corp	9,951	-	-
Parker Hannifin	-	-	-
Partnerre Ltd	17,801	27,696	25,684
Penny J C Co	-	66,625	75,572
Pepsico Inc	78,253	86,079	89,705
Pepsico Incorporated	-	62,119	62,502
Perrigo Company	9,122	-	-
PetroHawk Energy Corp	38,010	-	-
Petsmart Inc	21,205	14,571	21,798
Pfizer Inc	-	187,794	212,505
PG&E Corp	90,356	93,418	83,883
Pharmasset Inc	-	7,301	14,358
Phillips-Van Heusen Corp	19,255	-	-
Plains All American Pipeline	21,009	21,009	42,601
Plains Exploration & Production	22,824	19,065	22,069
Platinum Underwriters	9,156	-	-
Plum Creek Timber Co Inc	66,857	66,857	68,367
PNC Financial	73,608	-	-
Polo Ralph Lauren	26,289	-	-
Potash	65,183	-	-
Potash	61,518	78,035	102,168
PPL Corporation	-	99,064	107,883
Praxair	-	60,971	65,637
Precision Castparts	75,589	106,913	135,293
Priceline.com Inc	38,074	-	-
Procter & Gamble	63,603	89,590	90,259
Procter & Gamble	40,714	-	-
Prudential Financial Inc	90,789	130,659	119,887
PVH Corp	-	12,093	18,116
Qlik Technologies	19,354	17,898	18,755
QualComm Inc	-	94,982	91,896
Quicksilver Resources	7,800	-	-
Ralcorp Holdings	17,708	10,871	13,936

Range Resources Corp	38,992	-	-
Range Resources Corp	37,413	41,099	50,171
Range Resources Corp	37,666	37,666	45,836
Raymond James Financial Inc	34,428	34,428	47,059
Red Hat Inc	-	-	-
Rio Tinto	61,235	88,437	101,509
Riverbed Technology	13,854	18,193	12,572
Robert Half Intl Inc	-	15,645	13,462
Rockwell Automation Inc	-	91,080	87,310
Rockwell Collins	77,495	-	-
Rockwood Holdings	16,552	11,543	16,693
Roper Inds Inc	10,639	-	-
Salesforce.com	53,531	60,491	49,411
Sandisk Corp	44,619	75,376	73,569
Savient Pharmaceuticals	13,604	-	-
SBA Communications Corp	11,338	10,683	27,838
Schlumberger	82,413	108,621	126,373
Schlumberger Ltd	59,096	157,959	142,153
Schnitzer Steel Industries Inc.	18,006	31,768	41,434
Schulmberger LTD	54,187	-	-
Seattle Genetics	-	6,190	6,201
Sigma Aldrich Corp	-	62,959	54,340
Signature Bank New York	14,484	17,469	24,956
Simon Property Group	-	40,719	47,192
Sirius XM Radio	13,840	-	-
Sirona Dental Systems	10,245	9,564	14,533
Skyworks Solutions	12,285	9,751	14,290
SL Green Rlty Corp	32,262	32,262	65,974
SLM Corp	64,231	71,126	72,856
SM Energy Co	-	12,527	12,500
Solera Holdings Inc	8,900	8,192	18,395
Solutia Inc	11,580	21,559	16,364
Sotheby's	16,080	11,635	11,640
Southwestern Energy	38,124	-	-
Spirit Aerosystems	-	27,804	23,523
Spirit Aerosystems Hld	61,566	69,807	75,639
Sprint Nextel	57,038	129,149	78,294
SPX Corp	17,601	23,841	21,456
SRA Int'l	10,036	-	-
Starbucks Corp	71,435	70,109	107,709
Starwood Hotels & Resorts	-	43,968	40,727
Starwood Hotels & Resorts	-	103,304	93,350
State Street Corp	50,296	-	-
Stericycle Inc	-	28,038	26,960
Stillwater Mining Co	11,686	-	-
Stone Energy Corp	-	13,953	13,665
STR Holdings Inc	16,287	-	-
Suncor Energy Inc	75,968	102,659	110,995
Suntrust Banks	68,702	84,719	52,994
Superior Energy SVCS Inc	-	25,822	20,050
Synopsys Corp	16,355	-	-
SYX Health Solutions	-	8,378	9,658
Taleo Corp	5,618	5,301	21,125
Talisman Energy Inc	11,129	22,126	22,950
Target	58,111	-	-

Tech Data Corp	54,089	54,089	68,186
Teck Cominco Ltd	14,749	14,749	36,949
Tellabs Inc	42,347	-	-
Tenaris	44,678	90,029	115,258
Tenet Healthcare Corp	-	12,426	9,193
Tetra Tech Inc	15,130	22,569	19,517
Teva Pharmaceutical	87,852	71,148	57,432
Texas Instruments	42,069	-	-
Texas Instruments	29,951	-	-
Texas Instruments	-	43,006	44,102
The Hain Celestial Group	13,504	12,416	23,389
Thermo Fisher Scientific	-	105,241	87,691
Thomas & Betts Corp	-	22,229	22,386
Thoratec Corporation	14,697	11,658	14,062
Time Warner Inc	-	65,519	64,076
Toll Brothers	-	8,353	8,291
Towers Watson & Co	14,252	19,444	23,612
Transocean	105,223	156,301	82,538
Transocean LTD	-	44,891	38,774
Travelers COS Inc	54,249	108,015	123,665
Trican Well Service	2,143	2,143	4,036
Trimble Navigation	19,604	15,608	23,957
Trinity Industries Inc	45,901	43,080	80,260
Tupperware Corp	10,368	9,089	23,395
Tyco International LTD	-	68,807	67,122
Tyson Foods Inc	-	77,384	86,564
UBS	35,870	49,345	39,039
Ultra Petroleum Corp	38,316	38,316	22,519
UMB Financial Corp	54,061	-	-
Unilever	31,874	57,479	72,177
Unilever	30,602	113,796	126,482
Union Pacific	-	86,925	105,940
United Continental Holdings	17,448	-	-
United Health Group	76,825	64,521	82,254
United Natural Foods Inc	-	21,336	21,805
United Rentals Inc	-	21,295	26,152
United Technologies Corp	40,063	56,491	55,110
United Therapeutics Corp	13,276	9,694	10,489
Unitedhealth Group	-	81,306	83,926
Universal Health Svcs	18,487	17,543	16,904
US Bancorp	110,655	112,443	121,995
Vail Resorts Inc	40,890	40,890	66,929
Vale	33,820	64,735	79,901
VCA Antech Inc	15,388	-	-
Verifone Systems	-	15,448	12,396
Verifone Systems Inc	-	45,898	41,558
VF Corp	52,379	52,713	77,083
Visa Inc	53,054	-	-
Vistaprint	8,982	14,126	14,076
Volcano Corp	-	10,777	9,183
WABCO Holdings Inc	-	8,620	8,072
Wal-Mart Stores Inc	-	38,190	43,505
Walter Energy Inc	6,194	-	-
Waste Connections Inc	20,579	15,969	25,452
Waters Corporation	-	88,144	74,050

Weatherford Intl Ltd	87,186	128,031	117,120
Weathrford Int'l	45,829	-	-
Wellpoint Inc	77,294	-	-
White Mountain Ins Grp	49,568	49,568	86,157
Williams Sonoma Inc	18,675	12,536	19,250
Winn-Dixie Stores Inc	6,700	-	-
Woodward Governor	16,174	12,399	25,622
Wright Express Corp	10,560	8,604	27,357
Wyndham Worldwide	15,027	18,982	26,481
Yara International	2,095	2,582	4,981
YUM Brands	-	72,155	76,182
Total Common Stock	\$12,345,031	\$16,786,682	\$18,118,574
Total Corporate Stock	<u>\$12,345,031</u>	<u>\$16,786,682</u>	<u>\$18,118,574</u>

Description	Beginning of Year	End of Year	
	Book Value	Book Value	Market Value
Clear Channel Communications	185,207	-	-
Total Corporate Bonds	185,207	0	0

Description	Beginning of Year	End of Year	
	Book Value	Book Value	Market Value
Harbor International	2,998,277	3,752,206	4,251,010
Artio International	1,750,804	-	-
Loomis Sayles	1,200,227	1,665,702	1,968,069
Nuveen Inv't Trust Tradewinds	2,109,326	2,139,328	2,011,606
Oppenheimer Dev Mkts	-	1,527,870	1,223,433
Oppenheimer International Growth	-	1,570,801	1,657,644
PIMCO FDS Pac	3,410,051	4,063,996	4,151,804
PIMCO All Asset All Authority	1,905,121	2,682,384	2,515,021
Russell 2000 Index Fund	-	499,950	442,500
Templeton Funds Income TR	941,702	1,918,793	1,761,166
Vanguard Short Term Corp Fund	2,582,001	2,354,977	2,457,212
Vanguard Inter Term Invest Grade	1,292,313	1,400,085	1,576,599
Vanguard Total Bond Index	2,112,145	2,478,790	2,703,720
Total Mutual Funds	20,301,967	26,054,882	26,719,784

The Veale Foundation
 34-6565830
 Form 990-PF
 December 31, 2011

Schedule 5
 Part VIII, Line 1
 Information on Directors
 and Trustees

Name and Address	Title, Hours Per Week	Compensation	Contribution to Benefit Plans	Expense Account Allowance
Tinkham Veale II The Veale Foundation 30195 Chagrin Blvd #310N Pepper Pike, OH 44124	Trustee- Part-Time	\$0	\$0	\$0
Daniel P Harrington The Veale Foundation 30195 Chagrin Blvd #310N Pepper Pike, OH 44124	Trustee- Part-Time	\$0	\$0	\$0
Richard Harr The Veale Foundation 30195 Chagrin Blvd #310N Pepper Pike, OH 44124	Trustee- Part-Time	\$0	\$0	\$0
John Kennedy The Veale Foundation 30195 Chagrin Blvd #310N Pepper Pike, OH 44124	Trustee- Part Time	\$0	\$0	\$0
Jane Kober The Veale Foundation 30195 Chagrin Blvd #310N Pepper Pike, OH 44124	Trustee- Part-Time	\$0	\$0	\$0

Name	Address	Amount Paid	Purpose
DONATIONS PAID IN 2011			
2010 Donations Paid in 2011			
<u>Education</u>			
Hawken School	12465 County Line Rd, Gates Mills, OH	\$5,000	General Operating Funds
CWRU Center Campaign	10950 Euclid Ave, Cleveland, OH	\$625,000	Capital
Gilmour Academy	34001 Cedar Rd, Gates Mills, OH	\$5,000	General Operating Funds
St Francis of Assisi	6850 Mayfield Rd, Gates Mills, OH	\$5,000	General Operating Funds
Total Education		\$640,000	
2011 Donations Paid in 2011			
<u>Charitable or Civic</u>			
American Cancer Society	1148 Euclid Ave, Cleveland, OH	\$3,000	General Operating Funds
American Foreign Policy Committee (AFPC)	1521 16th St, Washington DC	\$170,000	General Operating Funds
American Foreign Policy Committee (AFPC)	1521 16th St, Washington DC	\$65,000	Endowment
American Heart Association	1690 E 115th, Cleveland, OH	\$3,000	General Operating Funds
American Red Cross	3747 Euclid Ave, Cleveland, OH	\$3,000	General Operating Funds
Breckenridge Village	36855 Ridge Rd, Willoughby, OH	\$20,000	General Operating Funds
Cleveland Botanical Gardens	11030 East Blvd, Cleveland, OH	\$3,000	General Operating Funds
Cleveland Museum of Art	11150 East Blvd, Cleveland, OH	\$3,000	General Operating Funds
Cleveland Museum of Natural History	1 Wade Oval, Cleveland, OH	\$3,000	General Operating Funds
Gates Mills Historical Society	7580 Old Mill Rd, Gates Mills, OH	\$15,000	General Operating Funds
Geauga Humane Society's Rescue Village	PO Box 116, Novelty, OH	\$2,500	General Operating Funds
Hillcrest Hospital	6780 Mayfield Rd, Mayfield Hts, OH	\$10,000	General Operating Funds
The Holden Arboretum	9500 Sperry Rd, Kirtland, OH	\$3,000	General Operating Funds
Hopewell Inn	PO Box 35, Mesopotamia, OH	\$3,000	General Operating Funds
Judson Foundation	2181 Ambleside Dr, Cleveland, OH	\$3,000	General Operating Funds
Julliard School	60 Lincoln Center Plaza, NYC, NY	\$10,000	General Operating Funds
Magee Rehab Hospital	1513 Race Street, Philadelphia, PA	\$10,000	General Operating Funds
Musical Arts Association	11001 Euclid Ave, Cleveland, OH	\$3,000	General Operating Funds
Open Doors Academy	2460 Fairmount Blvd, Suite 202, Cleveland Hts, OH	\$5,000	General Operating Funds
Pencils of Promise	195 Chryste Street, Suite 401A, NYC, NY	\$3,000	General Operating Funds
Phi Kappa Psi Foundation	5395 Emerson Way, Indianapolis, IN	\$10,000	General Operating Funds
Salvation Army	2507 East 22nd, Cleveland, OH	\$3,000	General Operating Funds
Singing Angels	3615 Euclid Ave, Cleveland, OH	\$3,000	General Operating Funds
United Way of Greater Cleveland	1331 Euclid Ave, Cleveland, OH	\$10,000	General Operating Funds
Western Reserve Land Conservancy	PO Box 314, Novelty, OH	\$5,000	General Operating Funds
Western Reserve Public Media	1750 Campus Center Dr, PO Box 5191, Kent, OH	\$10,000	General Operating Funds
Total Charitable or Civic		\$381,500	
<u>Religious</u>			
Church of the Holy Angels	18205 Chillicothe Rd, Chagrin Falls, OH	\$2,500	
City Church	PO Box 202293, Shaker Heights, OH	\$5,000	General Operating Funds
Fairmount Presbyterian Church	2757 Fairmount Blvd, Cleveland Hts, OH	\$3,000	General Operating Funds
Gilmour Academy/Our Lady Chapel	34001 Cedar Rd, Gates Mills, OH	\$5,000	General Operating Funds
New Covenant Christian Church	13201 St Clair Ave, Cleveland, OH	\$15,000	General Operating Funds
New Song Church	4799 Lander Rd, Orange Village, OH	\$5,000	General Operating Funds
St Christophers-by-the-River	PO Box 519, Gates Mills, OH	\$20,000	General Operating Funds
St Francis of Assisi School	6850 Mayfield Rd, Gates Mills, OH	\$5,000	General Operating Funds
Society of Mother Teresa of Immaculate Conception Church	37935 Wnght St, Willoughby, OH	\$5,000	General Operating Funds
Ursuline Sisters of Cleveland	2600 Lander Rd, Pepper Pike, OH	\$10,000	General Operating Funds
Total Religious		\$75,500	
<u>Education</u>			
CWRU	10950 Euclid Ave, Cleveland, OH	\$70,000	General Operating Funds
CWRU Veale Center Campaign	10950 Euclid Ave, Cleveland, OH	\$625,000	Capital
CWRU Wireless Health	10950 Euclid Ave, Cleveland, OH	\$1,000,000	Endowment
Friends of Breakthrough Schools	3636 Perkins Ave, Cleveland, OH	\$5,000	General Operating Funds
Gesu School	2450 Miramar Blvd, University Hts, OH	\$10,000	General Operating Funds
John Carroll University	2700 North Park Blvd, University Hts, OH	\$5,000	General Operating Funds
Kenyon College	1 Kenyon College, Gambier, OH	\$5,000	General Operating Funds
University School	2785 SOM Center Rd, Chagrin Falls, OH	\$100,000	General Operating Funds
Youth Opportunities Unlimited	7100 Euclid Ave, Cleveland, OH	\$5,000	General Operating Funds
Total Education		\$1,825,000	
Total Donations Paid in 2011		\$2,922,000	