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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
PUTNAM FAMILY FOUNDATION

A Employer identification number
20-4000349

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

Room/suite

B Telephone number (see instructions)
(847) 256-2866

City or town, state, and ZIP code
KENILWOTH, IL 60043

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)* ▶$ 3,038,234

J Accounting method ☐ Cash ☑ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	31,220	31,220		
	4	Dividends and interest from securities	63,800	63,800		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	4,390			
	b	Gross sales price for all assets on line 6a 342,057				
	7	Capital gain net income (from Part IV, line 2)		4,390		
	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	99,410	99,410		
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)	3,681			
	c	Other professional fees (attach schedule)	16,683			
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,319			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	22,683	0		0
	25	Contributions, gifts, grants paid	311,976			311,976
	26	**Total expenses and disbursements.** Add lines 24 and 25	334,659	0		311,976
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-235,249			
	b	**Net investment income** (if negative, enter -0-)		99,410		
	c	**Adjusted net income** (if negative, enter -0-)				

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	64,377	17,752	17,751
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the 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)	250,000	250,000	157,700
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	2,810,756	2,615,796	2,862,783
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	-131,786	154,688	
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,993,347	3,038,236	3,038,234
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	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)		0	
Net Assets or Fund Balances		**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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,993,347	3,038,236	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	2,993,347	3,038,236	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,993,347	3,038,236	

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	2,993,347
2	Enter amount from Part I, line 27a	2	-235,249
3	Other increases not included in line 2 (itemize) ▶	3	280,138
4	Add lines 1, 2, and 3	4	3,038,236
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,038,236

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 Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
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	4,390
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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	153,286	3,166,682	0 048406
2010	126,965	3,048,532	0 041648
2009	194,716	2,866,826	0 067920
2008	179,909	3,757,131	0 047885
2007	142,453	4,526,525	0 031471

2	**Total** of line 1, column (d).	2	0 237330
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	0 047466
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	3,051,593
5	Multiply line 4 by line 3.	5	144,847
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	994
7	Add lines 5 and 6.	7	145,841
8	Enter qualifying distributions from Part XII, line 4.	8	311,976

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	994
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	994
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	994
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	2,706		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	2,706
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	1,712
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 1,712	**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?	1a		No
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)?	1b		No
	*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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶GERALD PUTNAM Telephone no ▶(847) 256-2866

Located at ▶326 ESSEX ROAD KENILWORTH IL ZIP +4 ▶60043

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 2012, 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		No

See 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 page 20 of the 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 2012?	1c		No
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ 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 2012 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 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2012?	4b		No

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

			Yes	No
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)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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?	**6b**		No
	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?	**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
GERALD D PUTNAM 326 ESSEX ROAD KENILWORTH, IL 60043	PRESIDENT, T 5 00	0	0	0
SHARON PUTNAM 326 ESSEX ROAD KENILWORTH, IL 60043	VP, SECRETAR 1 50	0	0	0
RACHEL PUTNAM 326 ESSEX ROAD KENILWORTH, IL 60043	DIRECTOR 1 50	0	0	0

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	
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 N/A	
2	
All other program-related investments See page 24 of the 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	3,014,485
b	Average of monthly cash balances	1b	83,579
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	3,098,064
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	3,098,064
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	46,471
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,051,593
6	**Minimum investment return.** Enter 5% of line 5	6	152,580

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	152,580
2a	Tax on investment income for 2012 from Part VI, line 5	2a	994		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	994
3	Distributable amount before adjustments Subtract line 2c from line 1			3	151,586
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	151,586
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	151,586

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	311,976
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	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	311,976
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	994
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	310,982

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				151,586
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			149,923	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 311,976				
a Applied to 2011, but not more than line 2a			149,923	
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 2012 distributable amount.				151,586
e Remaining amount distributed out of corpus	10,467			
5 Excess distributions carryover applied to 2012 *(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	10,467			
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 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
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 2007 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	10,467			
10 Analysis of line 9				
a Excess from 2008.				
b Excess from 2009.				
c Excess from 2010.				
d Excess from 2011.				
e Excess from 2012. 10,467				

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 2012, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 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 organization 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))

GERALD PUTNAM

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

NONE

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				311,976
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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	31,220	
4 Dividends and interest from securities. . . .			14	63,800	
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			18	4,390	
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). .				99,410	

13 Total. Add line 12, columns (b), (d), and (e). **13** 99,410

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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 with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	**1a(1)**		No
	(2) Other assets	**1a(2)**		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
	(4) Reimbursement arrangements	**1b(4)**		No
	(5) Loans or loan guarantees	**1b(5)**		No
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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 or fiduciary) is based on all information of which preparer has any knowledge

******	2013-07-01	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
KIRK W MRAZEK	KIRK W MRAZEK	2013-07-01		
Firm's name	MRAZEK & ASSOCIATES LLC		Firm's EIN	
Firm's address	9501 W 144TH PLACE - SUITE 104 ORLAND PARK, IL 60462		Phone no (708) 966-2651	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
GS A/C 40061-STMT ATTACHED	P		
GS A/C 40064-STMT ATTACHED	P		
GS A/C 40064-STMT ATTACHED	P		
GS A/C 40064-STMT ATTACHED	P		
GS A/C 81940-STMT ATTACHED	P		
GS A/C 81941-STMT ATTACHED	P		
GS A/C 81941-STMT ATTACHED	P		
GS A/C 81941 -STMT ATTACHED	P		
GS A/C 81941-STMT ATTACHED	P		
GS A/C 81939-STMT ATTACHED	P		
GS A/C 81939-STMT ATTACHED	P		
GS A/C 81939-STMT ATTACHED	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
110,000		110,010	-10
11,665		12,584	-919
10,246		14,112	-3,866
41,191		35,993	5,198
55,205		49,927	5,278
392		307	85
347		349	-2
40,410		33,276	7,134
3,692		3,473	219
12,298		13,672	-1,374
41,281		46,652	-5,371
15,330		17,312	-1,982

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-10
			-919
			-3,866
			5,198
			5,278
			85
			-2
			7,134
			219
			-1,374
			-5,371
			-1,982

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a *Paid during the year*				
NEW TRIER HIGH SCHOOL 385 WINNETKA AVENUE WINNETKA,IL 60093			GENERAL OPERATING FUNDS	1,000
THE UNIVERSITY OF TENNESSEE 1609 MELROSE AVENUE KNOXVILLE,TN 37996			GENERAL OPERATING FUNDS	2,000
TOTAL AWARENESS CORP 1507 E 53RD ST CHICAGO,IL 60606			GENERAL OPERATING FUNDS	9,000
NEW FOUNDATION OF HOPE 8146 S KEDZIE AVE CHICAGO,IL 60652			YOUTH PROGRAMS	9,826
UNIVERSITY OF MIAMI 5501 SAN AMARO DRIVE CORAL GABLES,FL 33146			GENERAL OPERATING FUNDS	130,000
PARENTS AGAINST DRUGS 4300 W WILCOX ST CHICAGO,IL 60624			GENERAL OPERATING FUNDS	900
OSHKOSH AREA COMMUNITY FOUNDATION 230 OHIO STREET OSHKOSH,WI 54902			GENERAL OPERATING FUNDS	3,000
CHILDRENS MEMORIAL HOSPITAL 2300 CHILDRENS PLAZA CHICAGO,IL 60614			RESEARCH	100,000
EVANS SCHOLARS FOUNDATION ONE BRIAR ROAD GOLF,IL 60029			SCHOLARSHIPS	5,000
LINK UNLIMITED 2221 STATE ST CHICAGO,IL 60606			EDUCATION-TUITION	6,000
MARQUETTE COUNTY EMT INC PO BOX 224 MONTELLO,WI 53949			GENERAL OPERATING FUNDS	250
CMTA-MUSCLE DISEASE CLINIC 3020 CHILDRENS WAY SAN DIEGO,CA 92123			RESEARCH	25,000
JOFFREY BALLET 10 E RANDOLPH ST CHICAGO,IL 60601			GENERAL OPERATING FUNDS	20,000
Total . . . . ▶ **3a**				311,976

TY 2012 Accounting Fees Schedule

Name: PUTNAM FAMILY FOUNDATION

EIN: 20-4000349

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUJNTING FEES	3,681			

TY 2012 Compensation Explanation

Name: PUTNAM FAMILY FOUNDATION

EIN: 20-4000349

Person Name	Explanation
GERALD D PUTNAM	
SHARON PUTNAM	
RACHEL PUTNAM	

TY 2012 Investments Corporate Stock Schedule

Name: PUTNAM FAMILY FOUNDATION

EIN: 20-4000349

Name of Stock	End of Year Book Value	End of Year Fair Market Value
	250,000	157,700

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491182002053

TY 2012 Investments - Other Schedule

Name: PUTNAM FAMILY FOUNDATION

EIN: 20-4000349

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
		2,615,796	2,862,783

TY 2012 Other Assets Schedule

Name: PUTNAM FAMILY FOUNDATION

EIN: 20-4000349

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
UNREALIZED GAIN	-131,786	154,688	

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491182002053

TY 2012 Other Increases Schedule

Name: PUTNAM FAMILY FOUNDATION

EIN: 20-4000349

Description	Amount
UNREALIZED GAIN	280,138

TY 2012 Other Professional Fees Schedule

Name: PUTNAM FAMILY FOUNDATION

EIN: 20-4000349

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	16,683			

TY 2012 Taxes Schedule

Name: PUTNAM FAMILY FOUNDATION

EIN: 20-4000349

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ILLINOIS TAX	15			
EXCISE TAX	2,304			

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	0 00	Net Covered Long-Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	0 00	Net NonCovered Long-Term Gains (Losses)	(9 60)		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0.00
Net Regulated Futures Contract Short-Term Gains (Losses)	0.00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**0.00**	**Total Long-Term Gains (Losses)**	**(9.60)**	**Total Ordinary Gains (Losses)**	**0.00**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
FHLMC 5.125000% 07/15/2012 JJ (3134A4QD9)	02/28/2007	07/15/2012	100,000.00	100,000.00	(1,990.00)	100,000.00	0.00
EATON VANCE GROUP EATON VANCE INCM FD OF BOSTON MUTUAL FUND CLASS I SHARES (277907200)	04/19/2011	11/12/2012	1,182.43	7,000.00	0.00	7,047.30	(47.30)
GS LOCAL EMERGING MARKETS DEBT FUND INSTITUTIONAL SHARES (38145N303)	04/22/2010	11/12/2012	314.14	3,000.00	0.00	2,962.30	37.70
Net NonCovered Long-Term Gains (Losses)				**110,000.00**	**(1,990.00)**	**110,009.60**	**(9.60)**

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization. This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	(919 46)	Net Covered Long-Term Gains (Losses)	(3 866 10)	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	0 00	Net NonCovered Long-Term Gains (Losses)	5,198 00		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0.00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**(919.46)**	**Total Long-Term Gains (Losses)**	**1,331.90**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
TECK RESOURCES LIMITED CMN CLASS B (878742204)	07/21/2011	03/22/2012	14.00	489 42	0.00	749 47	(260.05)
TECK RESOURCES LIMITED CMN CLASS B (878742204)	12/01/2011	03/23/2012	7.00	246 29	0.00	259.52	(13.23)
TECK RESOURCES LIMITED CMN CLASS B (878742204)	07/21/2011	03/23/2012	12.00	422.20	0.00	642.40	(220.20)
TECK RESOURCES LIMITED CMN CLASS B (878742204)	09/19/2011	03/23/2012	13.00	457.39	0.00	491.95	(34.56)
TECK RESOURCES LIMITED CMN CLASS B (878742204)	07/25/2011	03/23/2012	27.00	949 96	0.00	1,441.03	(491.07)
LI & FUNG LIMITED UNSPONSORED ADR CMN (501897102)	09/01/2011	03/27/2012	84.00	416 08	0.00	314.79	101.29
LI & FUNG LIMITED UNSPONSORED ADR CMN (501897102)	08/31/2011	03/27/2012	144.00	713.29	0.00	507.57	205.72
NOKIA CORP SPON ADR SPONSORED ADR CMN (654902204)	01/17/2012	04/11/2012	211.00	909.53	0.00	1,181.45	(271.92)
ING GROEP N V. SPONS ADR SPONSORED ADR CMN (456837103)	08/12/2011	04/26/2012	97 00	686.54	0.00	834.65	(148.11)
ING GROEP N.V. SPONS ADR SPONSORED ADR CMN (456837103)	08/12/2011	04/27/2012	40.00	279.80	0.00	344 18	(64 38)
ING GROEP N.V SPONS ADR SPONSORED ADR CMN (456837103)	08/16/2011	04/27/2012	72.00	503.65	0.00	639.48	(135.83)
ING GROEP N.V SPONS ADR SPONSORED ADR CMN (456837103)	08/19/2011	04/27/2012	93.00	650.55	0 00	743 87	(93.32)
ING GROEP N.V. SPONS ADR SPONSORED ADR CMN (456837103)	09/16/2011	04/27/2012	178.00	1,245.13	0.00	1,317.09	(71.96)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	02/28/2012	07/20/2012	13.00	541 79	0.00	580.88	(39.09)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	02/28/2012	07/24/2012	2.00	79.05	0 00	89 37	(10.32)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	02/29/2012	07/24/2012	9.00	355.70	0.00	401.61	(45.91)

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently. You should consult with your own tax advisor to determine your correct basis

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
CANADIAN NATURAL RESOURCES CMN (136385101)	04/11/2012	07/27/2012	16.00	442.27	0 00	506 06	(63.79)
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (874039100)	07/26/2012	10/19/2012	41.00	625.37	0.00	546.04	79.33
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (874039100)	07/26/2012	10/22/2012	41.00	627.51	0.00	546.04	81.47
ESCROW/ASML HOLDING N.V. CMN (N07ESC895)	10/19/2012	12/03/2012	13.00	154.31	0.00	0.00	154.31
ESCROW/ASML HOLDING N.V CMN (N07ESC895)	10/12/2012	12/03/2012	24 00	284 87	0.00	0.00	284 87
MICHELIN COMPAGNIE GENERALE DE UNSPONSORED ADR CMN (59410T106)	03/12/2012	12/07/2012	15.00	274.38	0.00	209 35	65.03
MICHELIN COMPAGNIE GENERALE DE UNSPONSORED ADR CMN (59410T106)	03/12/2012	12/07/2012	17.00	309.52	0 00	237.26	72.26
Net Covered Short-Term Gains (Losses)				**11,664.60**	**0.00**	**12,584.06**	**(919.46)**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	02/18/2011	02/28/2012	12.00	329.85	0.00	566.23	(236.38)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	02/18/2011	02/29/2012	35.00	944.39	0.00	1,651 51	(707.12)
CANADIAN NATURAL RESOURCES CMN (136385101)	04/19/2011	07/27/2012	7 00	193.49	0.00	319.83	(126 34)
CANON INC ADR SPONSORED ADR CMN (138006309)	02/03/2011	07/27/2012	13 00	415 07	0.00	634.22	(219.15)
CANON INC ADR SPONSORED ADR CMN (138006309)	03/16/2011	07/27/2012	15.00	478 93	0 00	673.60	(194 67)
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (826197501)	01/10/2011	08/31/2012	2 00	188.81	0.00	229 98	(41 17)
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (826197501)	01/10/2011	09/04/2012	2.00	187 96	0 00	229 98	(42 02)
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (826197501)	01/11/2011	09/19/2012	1.00	102.99	0.00	118.35	(15.36)
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (826197501)	01/10/2011	09/19/2012	5.00	514.98	0.00	574.96	(59.98)

[4] Basis may have been increased by accruals of market discount and/or original issue discount or decreased by premium amortization This increase or decrease of basis assumes the investor has elected to include market discount in income currently and/or amortize premium currently You should consult with your own tax advisor to determine your correct basis.

[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

Goldman Sachs

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
SIEMENS AKTIENGESELLSCHAFT SPONSORED ADR CMN (826197501)	01/11/2011	10/11/2012	8.00	794.61	0.00	946 82	(152 21)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	04/19/2011	10/11/2012	18.00	270.47	0.00	348.48	(78.01)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	01/21/2011	10/11/2012	36 00	540.95	0.00	696.25	(155.30)
ADIDAS AG ADR CMN (00687A107)	05/03/2011	12/07/2012	13.00	566.13	0.00	485.12	81.01
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	02/18/2011	12/14/2012	40.00	983.39	0.00	1,887 44	(904.05)
SBERBANK SPONSORED ADR CMN TRADEABLE ON LNSE & NASDAQ UK LINE SBNCYQ L-US LINE SBRCY (80585Y308)	09/12/2011	12/14/2012	28.00	338 78	0.00	297.58	41.20
SBERBANK SPONSORED ADR CMN TRADEABLE ON LNSE & NASDAQ UK LINE SBNCYQ.L-US LINE SBRCY (80585Y308)	09/09/2011	12/14/2012	80.00	967 96	0.00	909 60	58 36
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	02/18/2011	12/17/2012	1.00	24.48	0.00	47 19	(22.71)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	07/12/2011	12/17/2012	1.00	24.48	0.00	36 84	(12.36)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	05/26/2011	12/17/2012	8.00	195.84	0.00	340.29	(144 45)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	05/25/2011	12/17/2012	11.00	269.27	0.00	459.78	(190.51)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	03/15/2011	12/17/2012	17.00	416.15	0.00	713.54	(297.39)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	09/16/2011	12/18/2012	4.00	99.36	0.00	104.70	(5.34)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	07/12/2011	12/18/2012	18.00	447.11	0.00	663.13	(216.02)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	07/20/2011	12/18/2012	19.00	471.95	0.00	679 60	(207.65)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	09/16/2011	12/19/2012	19.00	478.82	0.00	497.30	(18.48)
Net Covered Long-Term Gains (Losses)				**10,246.22**	**0.00**	**14,112.32**	**(3,866.10)**
NonCovered Long-Term Gains (Losses)							
CNOOC LIMITED SPONSORED ADR CMN (126132109)	10/05/2009	01/10/2012	2.00	396 14	0.00	269.40	126.74
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	02/28/2007	01/10/2012	4.00	227.57	0.00	221.72	5 85
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	07/18/2007	01/10/2012	9.00	512.02	0.00	481.58	30.44
CNOOC LIMITED SPONSORED ADR CMN (126132109)	10/05/2009	01/11/2012	2.00	390 31	0 00	269 40	120.91
CNOOC LIMITED SPONSORED ADR CMN (126132109)	10/05/2009	01/12/2012	1.00	193.99	0.00	134.70	59.29

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
CARNIVAL CORPORATION CMN (143658300)	02/28/2007	01/17/2012	14 00	413 61	0 00	649 60	(235 99)
CARNIVAL CORPORATION CMN (143658300)	05/30/2007	01/17/2012	17.00	502 25	0 00	855 84	(353 59)
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/08/2010	01/24/2012	18 00	240 01	0 00	247 92	(7 91)
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/08/2010	01/25/2012	15 00	199 17	0 00	206 60	(7 43)
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/09/2010	01/25/2012	26 00	345.22	0 00	357 83	(12 61)
TELEFONICA S A ADR SPONSORED ADR CMN (879382208)	05/21/2010	01/25/2012	33 00	558 23	0 00	645 12	(86 89)
TELEFONICA S A ADR SPONSORED ADR CMN (879382208)	08/01/2008	01/25/2012	60 00	1,014 96	0 00	1,554 78	(539 82)
TELEFONICA S A ADR SPONSORED ADR CMN (879382208)	06/23/2009	01/25/2012	78 00	1 319 44	0 00	1,702 18	(382 74)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	07/18/2007	02/01/2012	11 00	610.26	0 00	588 60	21 66
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	06/22/2007	02/02/2012	9 00	519 47	0 00	330 91	188 56
TURKIYE GARANTI BANKASI AS GDS CMN (900148701)	02/04/2010	02/03/2012	127 00	491 96	0 00	550 48	(58 52)
TURKIYE GARANTI BANKASI AS GDS CMN (900148701)	02/04/2010	02/10/2012	170 00	623 93	0 00	736 87	(112 94)
TOYOTA MOTOR CORPORATION SPON ADR (892331307)	01/28/2008	02/16/2012	11 00	918 41	0 00	1 120 44	(202 03)
SOUTHERN COPPER CORPORATION CMN (84265V105)		02/28/2012	0 00	12.31	0 00	No Cost	12 31 [9]
KOMATSU LTD ADR (NEW) SPONSORED GDS CMN (500458401)	10/21/2008	03/01/2012	30 00	878 97	0 00	337 86	541 11
MITSUBISHI UFJ FINL GROUP INC SPONSORED ADR CMN (606822104)	06/12/2009	03/01/2012	172 00	876.94	0 00	1,154 75	(277 81)
SAP AG (SPON ADR) (803054204)	10/10/2008	03/05/2012	10 00	679 40	0 00	334 95	344 45
HENNES & MAURITZ AB ADR CMN (425883105)	06/10/2008	03/07/2012	66 00	446 93	0 00	365 44	81 49
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 5944 (928662402)	08/02/2010	03/12/2012	33 00	1,212 57	0 00	717 14	495 43
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 5944 (928662402)	08/02/2010	03/13/2012	21 00	760 34	0 00	456 36	303 98
VOLKSWAGEN AG WOLFSBURG SPONSORED ADR PFD USD0 5944 (928662402)	08/25/2010	03/13/2012	22 00	796 55	0 00	433 18	363 37

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[9] Due to incomplete cost basis, gains may be incorrectly stated and should not be used for tax reporting purposes. Please consult with your tax advisor.

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0.5944 (928662402)	10/04/2010	03/13/2012	26.00	941.38	0.00	603.58	337 80
TENCENT HOLDINGS LIMITED UNSPONSORED ADR CMN (88032Q109)	04/23/2010	03/20/2012	23 00	641.13	0.00	477.08	164.05
WAL-MART DE MEXICO SAB DE CV SPONSORED ADR REPSTG SER V SHS (93114W107)	01/28/2009	03/20/2012	4 00	132.02	0.00	45.05	86.97
WAL-MART DE MEXICO SAB DE CV SPONSORED ADR REPSTG SER V SHS (93114W107)	01/23/2009	03/20/2012	16.00	528.08	0.00	172.96	355.12
BG GROUP PLC SPON ADR ADR CMN (055434203)	07/02/2009	03/28/2012	21.00	483.61	0.00	359.37	124 24
SAP AG (SPON ADR) (803054204)	10/16/2008	04/13/2012	1.00	65 55	0 00	34 74	30 81
SAP AG (SPON ADR) (803054204)	10/10/2008	04/13/2012	8.00	524.41	0.00	267.96	256 45
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	02/28/2007	05/24/2012	14.00	542 03	0.00	500.64	41 39
CANADIAN NATIONAL RAILWAY CO CMN (136375102)	09/27/2007	06/06/2012	6.00	485 13	0.00	343 21	141 92
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	10/21/2009	06/29/2012	17.00	248 86	0.00	334 03	(85.17)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	10/21/2009	06/29/2012	40.00	583.62	0.00	785.95	(202 33)
SAP AG (SPON ADR) (803054204)	10/16/2008	07/12/2012	11.00	637.93	0.00	382.18	255.75
NOVO-NORDISK A/S ADR ADR CMN (670100205)	02/28/2007	07/13/2012	6.00	871.64	0.00	254 45	617.19
CANADIAN NATURAL RESOURCES CMN (136385101)	08/20/2009	07/24/2012	13.00	350.59	0.00	379.97	(29.38)
CANON INC ADR SPONSORED ADR CMN (138006309)	06/30/2010	07/25/2012	27.00	915.94	0.00	1,009.08	(93.14)
CANADIAN NATURAL RESOURCES CMN (136385101)	08/20/2009	07/26/2012	9 00	245 91	0.00	263.06	(17.15)
CANADIAN NATURAL RESOURCES CMN (136385101)	09/01/2009	07/26/2012	28.00	765 04	0.00	781.31	(16 27)
CANADIAN NATURAL RESOURCES CMN (136385101)	09/01/2009	07/27/2012	12.00	331.71	0.00	334 85	(3 14)
CANADIAN NATURAL RESOURCES CMN (136385101)	09/30/2010	07/27/2012	14 00	386.99	0.00	482 62	(95.63)
CANON INC ADR SPONSORED ADR CMN (138006309)	07/09/2010	07/27/2012	13.00	415.07	0.00	512 83	(97.76)
CANON INC ADR SPONSORED ADR CMN (138006309)	08/31/2010	07/27/2012	14.00	447 00	0.00	572 84	(125.84)
CANON INC ADR SPONSORED ADR CMN (138006309)	07/02/2010	07/27/2012	15.00	478 93	0.00	559.76	(80.83)

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
CANON INC ADR SPONSORED ADR CMN (138006309)	06/30/2010	07/27/2012	31 00	989.80	0.00	1,158 58	(168.78)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)		08/14/2012	0.00	5.35	0.00	No Cost	5.35 [8]
LVMH MOET HENNESSY LOUIS VUITTON S.A. ADR CMN (502441306)	11/20/2008	09/04/2012	22.00	714.31	0.00	216.93	497.38
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/22/2010	09/07/2012	8.00	123.31	0.00	108.20	15.11
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/09/2010	09/07/2012	34 00	524.08	0.00	467.93	56.15
CANADIAN NATIONAL RAILWAY CO CMN (136375102)	09/27/2007	09/07/2012	8 00	734.48	0.00	457.62	276.86
NOVO-NORDISK A/S ADR ADR CMN (670100205)	02/28/2007	09/19/2012	6 00	935.38	0.00	254.45	680.93
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	12/17/2008	09/19/2012	62.00	730.36	0.00	483.89	246.47
SAP AG (SPON ADR) (803054204)	10/29/2009	09/19/2012	3 00	217.90	0.00	140.30	77.60
SAP AG (SPON ADR) (803054204)	10/16/2008	09/19/2012	6.00	435.81	0 00	208.46	227.35
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	10/21/2009	10/08/2012	47.00	715.01	0 00	923 49	(208.48)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	10/21/2009	10/09/2012	20.00	300.90	0.00	392.97	(92.07)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	04/21/2010	10/09/2012	27.00	406.22	0.00	549.84	(143.62)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	12/01/2010	10/10/2012	20.00	301.76	0.00	390 25	(88.49)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	04/21/2010	10/10/2012	23.00	347.02	0.00	468 38	(121.36)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	11/22/2010	10/10/2012	49.00	739 31	0.00	1,008.10	(268.79)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	12/01/2010	10/11/2012	10.00	150.27	0.00	195.13	(44.86)
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	02/23/2009	10/24/2012	3.00	36 57	0.00	24.11	12 46
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	12/17/2008	10/24/2012	53.00	646.12	0.00	413.65	232 47
SAP AG (SPON ADR) (803054204)	10/29/2009	10/24/2012	9 00	642 64	0 00	420.90	221 74
BG GROUP PLC SPON ADR ADR CMN (055434203)	07/02/2009	11/01/2012	14.00	248.20	0.00	239.58	8 62
BG GROUP PLC SPON ADR ADR CMN (055434203)	07/13/2009	11/01/2012	19.00	336.85	0 00	305.74	31.11

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[8] Due to incomplete cost basis, gains may be incorrectly stated and should not be used for tax reporting purposes Please consult with your tax advisor

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/22/2010	11/28/2012	19.00	333.18	0.00	256 97	76.21
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	02/23/2009	11/28/2012	37.00	460.31	0.00	297.37	162.94
TURKIYE GARANTI BANKASI AS GDS CMN (900148701)	02/04/2010	11/28/2012	85.00	387.94	0.00	368.43	19.51
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/22/2010	11/29/2012	8.00	141.55	0.00	108.20	33 35
ASSA ABLOY AB UNSPONSORED ADR (SWEDEN) (045387107)	11/23/2010	11/29/2012	9.00	159.23	0.00	119.31	39.92
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	02/28/2007	12/06/2012	16.00	669.34	0.00	572 16	97.18
WAL-MART DE MEXICO SAB DE CV SPONSORED ADR REPSTG SER V SHS (93114W107)	01/28/2009	12/06/2012	19.00	628.20	0.00	213.98	414 22
LVMH MOET HENNESSY LOUIS VUITTON S.A. ADR CMN (502441306)	11/20/2008	12/07/2012	6.00	213 77	0.00	59 16	154 61
LVMH MOET HENNESSY LOUIS VUITTON S.A. ADR CMN (502441306)	01/16/2009	12/07/2012	12.00	427 54	0.00	132.52	295 02
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	09/10/2009	12/07/2012	10.00	126.52	0.00	97.60	28.92
RECKITT BENCKISER GROUP PLC SLOUGH UNSPONSORED ADR (UK) (756255105)	02/23/2009	12/07/2012	44 00	556.70	0.00	353.64	203.06
CNOOC LIMITED SPONSORED ADR CMN (126132109)	10/05/2009	12/17/2012	2.00	427.07	0.00	269.40	157.67
CNOOC LIMITED SPONSORED ADR CMN (126132109)	10/05/2009	12/18/2012	1.00	214.58	0.00	134.70	79.88
Net NonCovered Long-Term Gains (Losses)				**41,191.11**	**0.00**	**35,993.11**	**5,198.00**

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	0 00	Net Covered Long-Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	0 00	Net NonCovered Long-Term Gains (Losses)	5,277 86		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0.00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0.00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0.00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**0.00**	**Total Long-Term Gains (Losses)**	**5,277.86**	**Total Ordinary Gains (Losses)**	**0.00**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
SPDR S&P 500 ETF TRUST (78462F103)	04/19/2011	09/19/2012	280.00	41,131 07	0.00	36,653.65	4,477 42
DJ WILSHIRE REIT ETF CMN ETF (78464A607)	04/19/2011	11/12/2012	28.00	1,974.51	0.00	1,821.12	153.39
SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF (78463X863)	04/19/2011	11/12/2012	25.00	1,005 22	0.00	979 85	25 37
SPDR S&P 500 ETF TRUST (78462F103)	04/19/2011	11/12/2012	80.00	11,094.15	0.00	10,472.47	621.68
Net NonCovered Long-Term Gains (Losses)				**55,204.95**	**0.00**	**49,927.09**	**5,277.86**

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	84 88	Net Covered Long-Term Gains (Losses)	7,133 62	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	(1 65)	Net NonCovered Long-Term Gains (Losses)	218 76		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0.00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0.00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**83.23**	**Total Long-Term Gains (Losses)**	**7,352.38**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
KRATON PERFORMNC POLMERS INC. CMN (50077C106)	06/08/2012	09/19/2012	16.00	391.67	0 00	306.79	84.88
Net Covered Short-Term Gains (Losses)				**391.67**	**0.00**	**306.79**	**84.88**
NonCovered Short-Term Gains (Losses)							
UDR INC CMN (902653104)	08/26/2011	06/28/2012	14.00	347.39	0.00	349.04	(1.65)
Net NonCovered Short-Term Gains (Losses)				**347.39**	**0.00**	**349.04**	**(1.65)**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
CABELA'S INCORPORATED CMN CLASS A (126804301)	04/19/2011	05/02/2012	50.00	1,850.27	0 00	1,267.41	582.86
STURM, RUGER & COMPANY INC. CMN (864159108)	04/19/2011	05/02/2012	31.00	1,751.53	0 00	639 53	1,112.00
TREDEGAR CORPORATION CMN (894650100)	04/19/2011	05/02/2012	16.00	273.22	0.00	341 36	(68 14)
CABELA'S INCORPORATED CMN CLASS A (126804301)	04/19/2011	05/03/2012	12.00	444.19	0 00	304.18	140 01
STURM, RUGER & COMPANY INC. CMN (864159108)	04/19/2011	05/03/2012	8.00	441.23	0 00	165.04	276.19
TREDEGAR CORPORATION CMN (894650100)	04/19/2011	05/03/2012	16.00	272.51	0.00	341.36	(68 85)

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds[5]	Total accretion (Amortization)	Cost Basis[4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
CABELA'S INCORPORATED CMN CLASS A (126804301)	04/19/2011	05/04/2012	12.00	440 24	0.00	304.18	136.06
STURM, RUGER & COMPANY INC. CMN (864159108)	04/19/2011	05/04/2012	9.00	478.23	0.00	185.67	292.56
TREDEGAR CORPORATION CMN (894650100)	04/19/2011	05/04/2012	15.00	236.86	0.00	320.03	(83.17)
HASBRO, INC. CMN (418056107)	04/19/2011	06/08/2012	6.00	207.75	0.00	266.94	(59 19)
KNOLL INC CMN (498904200)	04/19/2011	06/08/2012	17.00	223.18	0.00	333.71	(110.53)
OWENS & MINOR INC (NEW) CMN (690732102)	04/19/2011	06/08/2012	10.00	287.35	0.00	328.30	(40 95)
SERVICE CORP INTERNATL CMN (817565104)	04/19/2011	06/08/2012	26.00	295.30	0.00	296.75	(1.45)
HASBRO, INC. CMN (418056107)	04/19/2011	06/11/2012	7.00	239.11	0.00	311.43	(72.32)
KNOLL INC CMN (498904200)	04/19/2011	06/11/2012	17.00	221 30	0.00	333.71	(112.41)
OWENS & MINOR INC (NEW) CMN (690732102)	04/19/2011	06/11/2012	11.00	317.37	0.00	361.13	(43.76)
HASBRO, INC. CMN (418056107)	04/19/2011	06/12/2012	7.00	237.92	0.00	311.43	(73.51)
KNOLL INC CMN (498904200)	04/19/2011	06/12/2012	18.00	230.20	0 00	353.34	(123.14)
OWENS & MINOR INC (NEW) CMN (690732102)	04/19/2011	06/12/2012	11.00	316.87	0.00	361.13	(44.26)
HASBRO, INC. CMN (418056107)	04/19/2011	06/13/2012	6.00	204.56	0.00	266.94	(62.38)
KNOLL INC CMN (498904200)	04/19/2011	06/13/2012	17.00	211.17	0.00	333.71	(122 54)
OWENS & MINOR INC (NEW) CMN (690732102)	04/19/2011	06/13/2012	11.00	317.62	0 00	361.13	(43.51)
HASBRO, INC. CMN (418056107)	04/19/2011	06/27/2012	7.00	228 30	0.00	311.43	(83 13)
KNOLL INC CMN (498904200)	04/19/2011	06/27/2012	17 00	210 15	0 00	333.71	(123 56)
OWENS & MINOR INC (NEW) CMN (690732102)	04/19/2011	06/27/2012	11.00	326.97	0.00	361 13	(34.16)
HASBRO, INC CMN (418056107)	04/19/2011	06/28/2012	7.00	225 82	0 00	311 43	(85 61)
KNOLL INC CMN (498904200)	04/19/2011	06/28/2012	17.00	210 78	0.00	333.71	(122 93)
OWENS & MINOR INC (NEW) CMN (690732102)	04/19/2011	06/28/2012	10.00	293.41	0.00	328.30	(34.89)
OLD DOMINION FGHT LINES INC CMN (679580100)	04/19/2011	09/10/2012	0.50	14.89	0 00	0.00	14 89
ADVENT SOFTWARE INC CMN (007974108)	04/19/2011	09/19/2012	22.00	558.34	0.00	596.96	(38.62)
ALBEMARLE CORP CMN (012653101)	04/19/2011	09/19/2012	47.00	2,554.39	0 00	2,694.04	(139.65)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
ALEXANDER & BALDWIN, INC. CMN (014491104)	04/19/2011	09/19/2012	18.00	531.52	0 00	485.23	46 29
ALLEGHANY CORP (DELAWARE) CMN (017175100)	04/19/2011	09/19/2012	2.00	704.88	0.00	665.58	39.30
AMERICAN EAGLE OUTFITTERS INC (NEW) (02553E106)	08/26/2011	09/19/2012	49.00	1,171.07	0.00	502.33	668 74
ATWOOD OCEANICS INC CMN (050095108)	04/19/2011	09/19/2012	14.00	652.52	0.00	587.72	64.80
CABELA'S INCORPORATED CMN CLASS A (126804301)	04/19/2011	09/19/2012	69.00	3,769.38	0.00	1,749.03	2,020 35
CORRECTIONS CORP OF AMERICA CMN (22025Y407)	04/19/2011	09/19/2012	38.00	1,301.85	0.00	930.62	371.23
EATON VANCE CORP (NON-VTG) CMN (278265103)	04/19/2011	09/19/2012	55.00	1,618.06	0 00	1,778.08	(160.02)
ENERGIZER HOLDINGS, INC. CMN (29266R108)	04/19/2011	09/19/2012	8.00	611.98	0 00	556.16	55 82
KAMAN CORP CMN (483548103)	07/11/2011	09/19/2012	17.00	621 16	0.00	614.98	6 18
MARTIN MARIETTA MATERIALS,INC CMN (573284106)	04/19/2011	09/19/2012	6.00	536 63	0 00	516.25	20 38
MATSON, INC CMN (57686G105)	04/19/2011	09/19/2012	18.00	394.73	0.00	447 01	(52 28)
MBIA INC CMN (55262C100)	04/19/2011	09/19/2012	72.00	815 02	0.00	718.86	96.16
MICREL INC CMN (594793101)	04/19/2011	09/19/2012	54.00	574 00	0.00	672.30	(98.30)
MONTPELIER RE HOLDINGS LTD. CMN (G62185106)	04/19/2011	09/19/2012	38.00	859.92	0.00	658.92	201.00
NEWMARKET CORP CMN (651587107)	04/19/2011	09/19/2012	16.00	3,978.95	0.00	2,428.48	1,550 47
NU SKIN ENTERPRISES INC CMN CLASS A (67018T105)	05/06/2011	09/19/2012	31.00	1,304.14	0.00	1,114.32	189.82
OLD DOMINION FGHT LINES INC CMN (679580100)	04/19/2011	09/19/2012	16.00	489 42	0.00	363.96	125.46
PRICESMART INC CMN (741511109)	04/19/2011	09/19/2012	18.00	1,384 16	0 00	697 27	686 89
SERVICE CORP INTERNATL CMN (817565104)	04/19/2011	09/19/2012	55.00	758.43	0.00	627 73	130 70
STURM, RUGER & COMPANY INC. CMN (864159108)	04/19/2011	09/19/2012	8.00	399.19	0.00	165.04	234 15
TEJON RANCH CO CMN (879080109)	04/19/2011	09/19/2012	22.00	674 50	0.00	748.41	(73.91)
TENET HEALTHCARE CORPORATION CMN (88033G100)	04/19/2011	09/19/2012	82.00	507.56	0.00	545.79	(38.23)
TREDEGAR CORPORATION CMN (894650100)	04/19/2011	09/19/2012	45.00	839.68	0.00	960.08	(120 40)
VALUECLICK INC ORD CMN (92046N102)	04/19/2011	09/19/2012	43.00	718.08	0.00	646.25	71.83
WHITE MTNS INS GROUP LTD CMN (G9618E107)	04/19/2011	09/19/2012	2.00	1,058 75	0.00	736.62	322.13

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
TENET HEALTHCARE CORP CMN (88033G407)	04/19/2011	10/11/2012	0.50	13 15	0.00	0.00	13 15
Net Covered Long-Term Gains (Losses)				**40,409.76**	**0.00**	**33,276.14**	**7,133.62**
NonCovered Long-Term Gains (Losses)							
UDR INC CMN (902653104)	04/19/2011	06/08/2012	25.00	645 72	0.00	599 50	46.22
UDR INC CMN (902653104)	04/19/2011	06/11/2012	25.00	643 41	0.00	599 50	43.91
UDR INC CMN (902653104)	04/19/2011	06/12/2012	24.00	612 60	0.00	575 52	37 08
UDR INC CMN (902653104)	04/19/2011	06/13/2012	25.00	640.12	0.00	599.50	40 62
UDR INC CMN (902653104)	04/19/2011	06/27/2012	25.00	623.02	0.00	599 50	23 52
UDR INC CMN (902653104)	04/19/2011	06/28/2012	10.00	248.13	0.00	239.80	8 33
FIRST INDUSTRIAL REALTY TRUST CMN (32054K103)	04/19/2011	09/19/2012	21.00	278.66	0.00	259.58	19 08
Net NonCovered Long-Term Gains (Losses)				**3,691.66**	**0.00**	**3,472.90**	**218.76**

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	(1 343 65)	Net Covered Long-Term Gains (Losses)	(5 371 03)	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	0 00	Net NonCovered Long-Term Gains (Losses)	(1,981.43)		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	*0 00*	*Net Regulated Futures Contract Long-Term Gains (Losses)*	0 00		
Total Short-Term Gains (Losses)	**(1,343.65)**	**Total Long-Term Gains (Losses)**	**(7,352.46)**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
CNOOC LIMITED SPONSORED ADR CMN (126132109)	04/21/2011	01/10/2012	7 00	1,366.16	0.00	1,785.42	(419 26)
INFOSYS LTD SPONSORED ADR CMN SRS 16840480 (456788108)	04/21/2011	01/12/2012	6.00	311.04	0 00	391 20	(80.16)
INFOSYS LTD SPONSORED ADR CMN SRS 16840480 (456788108)	04/21/2011	01/20/2012	44.00	2,295.08	0.00	2,868 80	(573.72)
HUTCHISON WHAMPOA (ADR) ADR CMN (448415208)	04/21/2011	02/09/2012	8.00	157.60	0.00	189.18	(31.58)
HUTCHISON WHAMPOA (ADR) ADR CMN (448415208)	04/21/2011	02/10/2012	44.00	860.28	0.00	1,040.50	(180.22)
KONINKLIJKE AHOLD N.V. SPONSORED ADR CMN (500467402)	04/21/2011	02/29/2012	14.00	193.36	0.00	198.24	(4.88)
FOMENTO ECONOMICO MEXICANO SAB DE C.V. NEW SPONS ADR REPSTG UNIT 1 SER B SH FOMENTO ECONOMICO MEXICANO (344419106)	04/21/2011	03/01/2012	9.00	679.28	0.00	571.99	107.29
KONINKLIJKE AHOLD N.V. SPONSORED ADR CMN (500467402)	04/21/2011	03/01/2012	49.00	665 65	0.00	693.84	(28 19)
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	04/21/2011	03/15/2012	36.00	941.31	0.00	1,017 36	(76.05)
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	04/21/2011	03/28/2012	39.00	1,084 37	0.00	1,102 14	(17.77)
CIELO S A SPONSORED ADR CMN (171778202)	09/22/2011	04/23/2012	0.80	24 70	0.00	0.00	24 70
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	11/28/2011	07/26/2012	15 00	672.86	0.00	633.44	39 42
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	11/02/2011	07/26/2012	28.00	1,256 01	0.00	1,213.03	42 98
BRITISH SKY BROADCASTING GROUP PLC AMERICAN DEPOSITARY SHARES (1 ADS = 4 ORDS) (111013108)	02/03/2012	11/09/2012	4.00	192.59	0.00	177.40	15.19

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
NIDEC CORP SPONSORED ADR (654090109)	08/10/2012	12/21/2012	3.00	42.95	0.00	62.45	(19.50)
NIDEC CORP SPONSORED ADR (654090109)	08/13/2012	12/21/2012	29 00	415.15	0.00	609.78	(194.63)
AVAGO TECHNOLOGIES LTD CMN (Y0486S104)	11/06/2012	12/31/2012	4.00	126.75	0.00	140.31	(13.56)
AVAGO TECHNOLOGIES LTD CMN (Y0486S104) Disallowed Loss							13.56
BAIDU, INC. SPONSORED ADR CMN (056752108)	07/11/2012	12/31/2012	2.00	200.89	0.00	217.90	(17.01)
BAIDU, INC. SPONSORED ADR CMN (056752108) Disallowed Loss							17.01
DEUTSCHE BOERSE AG UNPOSNORED ADR CMN (251542106)	11/23/2012	12/31/2012	28 00	170.79	0 00	150 23	20.56
GALAXY ENTMT GROUP LTD SPONSORED ADR CMN (36318L104)	04/19/2012	12/31/2012	5.00	199.84	0.00	153 23	46 61
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	05/17/2012	12/31/2012	8.00	155.67	0.00	145 32	10 35
POTASH CORP OF SASKATCHEWAN INC (73755L107)	03/16/2012	12/31/2012	7 00	285.45	0.00	310.24	(24 79)
Net Covered Short-Term Disallowed Losses							**30.57**
Net Covered Short-Term Gains (Losses)				**12,297.78**	**0.00**	**13,672.00**	**(1,343.65)**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
FOMENTO ECONOMICO MEXICANO SAB DE C V. NEW SPONS ADR REPSTG UNIT 1 SER B SH FOMENTO ECONOMICO MEXICANO (344419106)	04/21/2011	04/23/2012	12.00	967.17	0.00	762.65	204.52
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	04/21/2011	05/02/2012	15.00	819.42	0.00	867.45	(48.03)
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	04/21/2011	05/18/2012	47.00	1,225 61	0.00	1,328.22	(102.61)
BNP PARIBAS SPONSORED ADR CMN (05565A202)	04/21/2011	05/21/2012	96.00	1,603.16	0.00	3,610 56	(2,007.40)
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (874039100)	04/21/2011	06/04/2012	58.00	753.35	0.00	726.61	26.74
CGI GROUP INC CMN CLASS A (39945C109)	05/09/2011	06/07/2012	14.00	320.75	0 00	296.89	23 86

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
CGI GROUP INC CMN CLASS A (39945C109)	05/09/2011	06/08/2012	9.00	203.86	0.00	190.86	13 00
CGI GROUP INC CMN CLASS A (39945C109)	05/09/2011	06/11/2012	7.00	159.00	0.00	148 44	10 56
CGI GROUP INC CMN CLASS A (39945C109)	05/09/2011	06/12/2012	6.00	135.94	0.00	127.24	8 70
CGI GROUP INC CMN CLASS A (39945C109)	05/09/2011	06/13/2012	1.00	22.75	0.00	21.21	1.54
CGI GROUP INC CMN CLASS A (39945C109)	05/10/2011	06/13/2012	9.00	204.70	0.00	193.92	10.78
CGI GROUP INC CMN CLASS A (39945C109)	05/10/2011	06/14/2012	2.00	45 23	0.00	43.09	2.14
DANONE SPONSORED ADR CMN (23636T100)	04/21/2011	06/20/2012	5.00	60.55	0 00	71.40	(10 85)
BHP BILLITON LIMITED SPONSORED ADR CMN (088606108)	04/21/2011	06/21/2012	8.00	520 49	0.00	817 36	(296 87)
DANONE SPONSORED ADR CMN (23636T100)	04/21/2011	06/21/2012	73.00	864.58	0 00	1,042.44	(177.86)
DANONE SPONSORED ADR CMN (23636T100)	04/21/2011	07/02/2012	10 00	123.82	0.00	142.80	(18 98)
DANONE SPONSORED ADR CMN (23636T100)	04/21/2011	07/03/2012	61 00	753 35	0.00	871.08	(117 73)
TRANSCANADA CORP CMN (89353D107)	04/21/2011	07/17/2012	13 00	561.16	0.00	545 87	15.29
BUNZL PLC SPONSORED ADR CMN (120738406)	04/21/2011	07/18/2012	11.00	933.56	0.00	673.86	259.70
INTERNATIONAL POWER PLC SPONSORED ADR CMN (46018M104)	04/21/2011	07/25/2012	39.00	2,537.24	0.00	2,100.15	437.09
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	04/21/2011	07/30/2012	3.00	87.11	0.00	78.87	8.24
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	04/21/2011	07/31/2012	12.00	348.11	0.00	315 48	32.63
AMERICA MOVIL SAB DE CV SPONSORED ADR CMN SERIES L (02364W105)	04/21/2011	08/01/2012	28.00	748.25	0.00	795.90	(47.65)
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	04/21/2011	08/01/2012	11.00	316 96	0.00	289.19	27 77
FOMENTO ECONOMICO MEXICANO SAB DE C V. NEW SPONS ADR REPSTG UNIT 1 SER B SH FOMENTO ECONOMICO MEXICANO (344419106)	04/21/2011	08/06/2012	7.00	604.28	0.00	444 88	159 40
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	04/21/2011	08/07/2012	22.00	335 54	0.00	432.74	(97.20)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	04/21/2011	08/08/2012	30.00	460 41	0.00	590.10	(129.69)
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (874039100)	04/21/2011	08/09/2012	43.00	619.44	0.00	538 70	80.74

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	04/21/2011	08/09/2012	15 00	230.91	0.00	295 05	(64 14)
DANONE SPONSORED ADR CMN (23636T100)	04/21/2011	08/14/2012	16.00	191.19	0.00	228 48	(37.29)
DANONE SPONSORED ADR CMN (23636T100)	04/21/2011	08/15/2012	144.00	1,723.27	0.00	2,056.32	(333.05)
VIMPELCOM LIMITED SPONSORED ADR CMN (92719A106)	04/21/2011	08/17/2012	125.00	1,324.71	0.00	1,795.00	(470.29)
KONINKLIJKE AHOLD N.V SPONSORED ADR CMN (500467402)	04/21/2011	08/30/2012	13.00	160.86	0.00	184.08	(23.22)
KONINKLIJKE AHOLD N.V. SPONSORED ADR CMN (500467402)	04/21/2011	08/31/2012	54.00	667.17	0.00	764.64	(97.47)
SWEDBANK A B ADR CMN (870195104)	04/21/2011	09/05/2012	34 00	571 66	0.00	652.46	(80.80)
KONINKLIJKE AHOLD N V. SPONSORED ADR CMN (500467402)	04/21/2011	10/17/2012	61.00	760 86	0.00	863 76	(102 90)
FOMENTO ECONOMICO MEXICANO SAB DE C.V. NEW SPONS ADR REPSTG UNIT 1 SER B SH FOMENTO ECONOMICO MEXICANO (344419106)	04/21/2011	10/18/2012	7.00	673.90	0.00	444.88	229 02
CANON INC ADR SPONSORED ADR CMN (138006309)	04/21/2011	11/01/2012	2.00	64 99	0.00	86 40	(21 41)
WORLEYPARSONS LIMITED UNSPONOSRED ADR CMN (98161Q101)	05/18/2011	11/01/2012	16.00	406 39	0.00	494.45	(88 06)
DENSO CORP ADR ADR CMN (24872B100)	04/21/2011	11/06/2012	42.00	652.55	0.00	693 00	(40.45)
AMERICA MOVIL SAB DE CV SPONSORED ADR CMN SERIES L (02364W105)	04/21/2011	11/09/2012	7.00	165.82	0.00	198 98	(33.16)
BANCO BRADESCO S.A. ADR CMN (059460303)	04/21/2011	11/09/2012	11.00	172.03	0 00	228.80	(56.77)
BRAMBLES LIMITED UNSPONSORED ADR CMN (105105100)	06/16/2011	11/09/2012	12.00	175.79	0.00	182.12	(6.33)
BRITISH AMERICAN TOBACCO PLC SPONS ADR (110448107)	04/21/2011	11/09/2012	3.00	304 55	0 00	258.39	46 16
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	04/21/2011	11/09/2012	6 00	164 99	0.00	157.74	7 25
COMPASS GROUP PLC SPONSORED ADR CMN (20449X203)	04/21/2011	11/09/2012	16 00	176.63	0.00	154.08	22.55
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	04/21/2011	11/09/2012	4.00	267.11	0.00	298 80	(31.69)
IMPERIAL TOBACCO GROUP PLC SPON ADR (453142101)	04/21/2011	11/09/2012	3 00	232 49	0.00	202.98	29.51
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	04/21/2011	11/09/2012	7 00	271.80	0.00	244.25	27.55
SUNCOR ENERGY INC. CMN (867224107)	07/11/2011	11/09/2012	5.00	166.24	0.00	198.08	(31.84)

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[5] Sale Proceeds may have been adjusted by an option premium due to an option assignment

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (874039100)	04/21/2011	11/09/2012	9.00	147 32	0.00	112 75	34.57
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	04/21/2011	11/09/2012	6.00	241.61	0.00	276.42	(34.81)
TRANSCANADA CORP CMN (89353D107)	04/21/2011	11/09/2012	4.00	177.87	0.00	167.96	9.91
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 5944 (928662402)	07/12/2011	11/09/2012	5.00	196.14	0.00	198.98	(2.84)
WORLEYPARSONS LIMITED UNSPONOSRED ADR CMN (98161Q101)	05/18/2011	11/09/2012	6.00	155.09	0.00	185 42	(30.33)
YAMADA DENKI CO., LTD. CMN (J95534103)	06/16/2011	11/27/2012	20.00	706.63	0.00	1,627.27	(920.64)
YAMADA DENKI CO., LTD. CMN (J95534103)	06/16/2011	11/28/2012	13.00	456 53	0.00	1,057.73	(601.20)
NIDEC CORP SPONSORED ADR (654090109)	04/21/2011	12/20/2012	15.00	213.35	0.00	313 52	(100 17)
CANON INC ADR SPONSORED ADR CMN (138006309)	04/21/2011	12/21/2012	7.00	274 55	0.00	302.42	(27 87)
CANON INC ADR SPONSORED ADR CMN (138006309)	04/29/2011	12/21/2012	17 00	666 75	0.00	796 58	(129.83)
DENSO CORP ADR ADR CMN (24872B100)	04/21/2011	12/21/2012	18 00	305.09	0.00	297.00	8.09
NIDEC CORP SPONSORED ADR (654090109)	04/21/2011	12/21/2012	105.00	1,503.14	0.00	2,194.61	(691.47)
DENSO CORP ADR ADR CMN (24872B100)	04/21/2011	12/24/2012	27.00	454 30	0.00	445.50	8.80
ABB LTD SPONSORED ADR CMN (000375204)	04/21/2011	12/31/2012	12.00	249.47	0.00	302.40	(52.93)
ADIDAS AG ADR CMN (00687A107)	04/21/2011	12/31/2012	8.00	357.19	0.00	285.52	71.67
AMADEUS IT HLDG S A ADR CMN (02263T104)	12/08/2011	12/31/2012	9.00	230.84	0.00	150 94	79 90
AMERICA MOVIL SAB DE CV SPONSORED ADR CMN SERIES L (02364W105)	04/21/2011	12/31/2012	6 00	138.89	0.00	170 55	(31 66)
BANCO BRADESCO S.A. ADR CMN (059460303)	04/21/2011	12/31/2012	13.00	224.63	0.00	270 40	(45 77)
BHP BILLITON LIMITED SPONSORED ADR CMN (088606108)	04/21/2011	12/31/2012	4.00	312.63	0 00	408 68	(96.05)
BRAMBLES LIMITED UNSPONSORED ADR CMN (105105100)	06/16/2011	12/31/2012	12.00	188.03	0 00	182.12	5.91
BRITISH AMERICAN TOBACCO PLC SPONS ADR (110448107)	04/21/2011	12/31/2012	2 00	202.85	0.00	172.26	30.59
BUNZL PLC SPONSORED ADR CMN (120738406)	04/21/2011	12/31/2012	4.00	328.23	0.00	245.04	83.19

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
CENOVUS ENERGY INC. CMN (15135U109)	04/21/2011	12/31/2012	5.00	167.94	0.00	186.60	(18.66)
CENTRICA PLC SPONSORED ADR CMN (15639K300)	04/21/2011	12/31/2012	10.00	217.99	0.00	218.70	(0.71)
CGI GROUP INC CMN CLASS A (39945C109)	05/10/2011	12/31/2012	8.00	185.03	0.00	172.37	12.66
CHEUNG KONG HLDGS LTD (ADR) ADR CMN (166744201)	04/21/2011	12/31/2012	18.00	279.53	0.00	291.96	(12.43)
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	08/11/2011	12/31/2012	3.00	175.49	0.00	144.05	31 44
CNOOC LIMITED SPONSORED ADR CMN (126132109)	04/21/2011	12/31/2012	2.00	437.77	0.00	510.12	(72 35)
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	04/21/2011	12/31/2012	5 00	140.44	0.00	131.45	8.99
COCA-COLA HELLENIC BOTTLING CO SPONSORED ADR CMN (1912EP104)	04/21/2011	12/31/2012	6 00	140.63	0.00	159.98	(19.35)
COMPASS GROUP PLC SPONSORED ADR CMN (20449X203)	04/21/2011	12/31/2012	24.00	285.35	0.00	231 12	54.23
FOMENTO ECONOMICO MEXICANO SAB DE C.V NEW SPONS ADR REPSTG UNIT 1 SER B SH FOMENTO ECONOMICO MEXICANO (344419106)	04/21/2011	12/31/2012	3.00	301.25	0.00	190.66	110.59
GAZPROM ADR SPONSORED ADR CMN (368287207)	04/21/2011	12/31/2012	16 00	154.39	0 00	269.44	(115.05)
HUTCHISON WHAMPOA (ADR) ADR CMN (448415208)	04/21/2011	12/31/2012	11.00	231.65	0.00	260.12	(28.47)
IMPERIAL TOBACCO GROUP PLC SPON ADR (453142101)	04/21/2011	12/31/2012	3.00	232.37	0.00	202.98	29.39
INDUSTRIAL & COMMERCIAL BANK O ADR CMN (455807107)	04/21/2011	12/31/2012	22.00	316.13	0.00	379.28	(63.15)
JULIUS BAER GROUP LTD. ADR CMN (48137C108)	04/21/2011	12/31/2012	31.00	218.85	0.00	279.93	(61.08)
KEPPEL CORP LTD (ADR) SPONSORED ADR CMN (492051305)	04/21/2011	12/31/2012	16.00	290.07	0.00	336.96	(46.89)
KOMATSU LTD ADR (NEW) SPONSORED GDS CMN (500458401)	04/21/2011	12/31/2012	7.00	179.19	0.00	232.12	(52.93)
L'OREAL CO (ADR) ADR CMN (502117203)	09/12/2011	12/31/2012	6.00	168.66	0.00	116.95	51 71
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	04/21/2011	12/31/2012	3.00	189 83	0.00	173.49	16.34
PUBLICIS GROUPE S.A. SPONSORED ADR CMN (74463M106)	04/21/2011	12/31/2012	21.00	315 83	0 00	287.91	27.92
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	04/21/2011	12/31/2012	6.00	251 51	0.00	209.36	42.15
SCHNEIDER ELECTRIC SA UNSPONSORED ADR (FRANCE) (80687P106)	08/24/2011	12/31/2012	15.00	222.14	0.00	193.69	28.45
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	04/21/2011	12/31/2012	3.00	275 63	0.00	277.89	(2.26)

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
SMITH & NEPHEW PLC ADR CMN (83175M205)	04/21/2011	12/31/2012	4.00	220.99	0.00	220.24	0 75
SUNCOR ENERGY INC CMN (867224107)	07/11/2011	12/31/2012	5.00	165.04	0.00	198.08	(33 04)
SWEDBANK A B ADR CMN (870195104)	04/21/2011	12/31/2012	13.00	252.97	0.00	249 47	3.50
SYNGENTA AG SPONSORED ADR CMN (87160A100)	04/21/2011	12/31/2012	5.00	403 49	0.00	350.43	53 06
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (874039100)	04/21/2011	12/31/2012	9.00	154.16	0.00	112.75	41.41
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	04/21/2011	12/31/2012	6.00	223.19	0.00	276.42	(53.23)
TRANSCANADA CORP CMN (89353D107)	04/21/2011	12/31/2012	3 00	141.86	0.00	125 97	15 89
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 5944 (928662402)	07/12/2011	12/31/2012	4.00	182 79	0.00	159.18	23.61
VOLVO AKTIEBOLAGET ADR B ADR CMN CLASS B (928856400)	04/21/2011	12/31/2012	15.00	202.64	0.00	277.50	(74.86)
WPP PLC ADR CMN (92933H101)	04/21/2011	12/31/2012	5.00	363.54	0.00	310.26	53 28
Net Covered Long-Term Gains (Losses)				**41,281.17**	**0.00**	**46,652.20**	**(5,371.03)**
NonCovered Long-Term Gains (Losses)							
CAP GEMINI ADR CMN (139098107)	02/06/2008	01/03/2012	6.00	98.51	0.00	160.53	(62 02)
CAP GEMINI ADR CMN (139098107)	02/01/2008	01/03/2012	8.00	131.35	0.00	224.82	(93.47)
CAP GEMINI ADR CMN (139098107)	01/30/2008	01/03/2012	14.00	229.85	0.00	377.36	(147.51)
CAP GEMINI ADR CMN (139098107)	01/31/2008	01/03/2012	17.00	279.11	0.00	451.19	(172.08)
NOVO-NORDISK A/S ADR ADR CMN (670100205)	02/28/2007	01/17/2012	7.00	830.13	0.00	297.64	532.49
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	08/22/2006	01/25/2012	15.00	229.82	0.00	318.75	(88.93)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	02/28/2007	01/25/2012	29.00	444.31	0.00	748.20	(303.89)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	02/28/2007	01/26/2012	11.00	168.05	0.00	283.80	(115.75)
ERICSSON AMERICAN ADR CMN CLASS B (294821608)	11/24/2006	02/06/2012	1.00	9.37	0.00	20.09	(10.72)
ERICSSON AMERICAN ADR CMN CLASS B (294821608)	02/28/2007	02/06/2012	59.00	552.78	0.00	1,053.27	(500.49)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	02/28/2007	02/16/2012	18.00	273.98	0.00	464.40	(190.42)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	10/29/2007	02/16/2012	51.00	776 29	0.00	1,479.00	(702.71)
NOVO-NORDISK A/S ADR ADR CMN (670100205)	02/28/2007	05/03/2012	4.00	596.16	0.00	170.08	426.08
FANUC CORP UNSPONSORED ADR CMN (307305102)	09/17/2008	05/07/2012	28.00	794.82	0.00	329.68	465.14
BRAMBLES LIMITED UNSPONSORED ADR CMN (105105100)		07/12/2012	0.00	2.99	0.00	No Cost	2.99 [8]
CANON INC ADR SPONSORED ADR CMN (138006309)	02/28/2007	07/18/2012	2.00	73.74	0.00	108.66	(34.92)
CANON INC ADR SPONSORED ADR CMN (138006309)	02/22/2010	07/18/2012	2.00	73.74	0.00	84.28	(10 54)
CANON INC ADR SPONSORED ADR CMN (138006309)	10/29/2007	07/18/2012	17.00	626.80	0.00	870.91	(244.11)
TOTAL SA SPONSORED ADR CMN (89151E109)	02/28/2007	07/31/2012	22.00	1,016.91	0.00	1,507.00	(490.09)
TOTAL SA SPONSORED ADR CMN (89151E109)	10/29/2007	07/31/2012	23 00	1,063.14	0.00	1,861.11	(797 97)
NOVO-NORDISK A/S ADR ADR CMN (670100205)	02/28/2007	08/13/2012	1.00	155 31	0.00	42 52	112.79
NOVO-NORDISK A/S ADR ADR CMN (670100205)	10/29/2007	08/13/2012	3.00	465.92	0.00	177.83	288.09
KINGFISHER PLC SPONSORED ADR CMN (495724403)	08/22/2006	09/04/2012	25.00	215.76	0.00	222.50	(6.74)
KINGFISHER PLC SPONSORED ADR CMN (495724403)	02/28/2007	09/04/2012	114 00	983.86	0.00	1,151.40	(167.54)
CANON INC ADR SPONSORED ADR CMN (138006309)	02/23/2010	10/10/2012	3.00	89.82	0.00	125.81	(35.99)
CANON INC ADR SPONSORED ADR CMN (138006309)	02/22/2010	10/10/2012	20.00	598 76	0.00	842.79	(244.03)
CANON INC ADR SPONSORED ADR CMN (138006309)	02/23/2010	11/01/2012	18.00	584.99	0.00	754.83	(169.84)
JULIUS BAER GROUP LTD. ADR CMN (48137C108)		11/07/2012	0.00	65.71	0.00	No Cost	65.71 [8]
BG GROUP PLC SPON ADR ADR CMN (055434203)	04/29/2009	11/09/2012	10.00	167 69	0.00	158.20	9.49
GRUPO TELEVISA, S.A. GDS REP 5 CPO'S REP 1 L SHARE, 1 A SHARE AND 1 D SHARE (40049J206)	02/28/2007	11/09/2012	8.00	181.51	0.00	221.14	(39 63)
KINGFISHER PLC SPONSORED ADR CMN (495724403)	02/28/2007	11/09/2012	1.00	8.99	0.00	10.10	(1.11)
KINGFISHER PLC SPONSORED ADR CMN (495724403)	10/29/2007	11/09/2012	14.00	125.85	0.00	105.70	20.15
ROCHE HOLDING AG ADR B SHS(NOM CHF 100) VAL 224 184 (771195104)	02/28/2007	11/09/2012	4 00	189.75	0 00	179.80	9.95

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[8] Due to incomplete cost basis, gains may be incorrectly stated and should not be used for tax reporting purposes Please consult with your tax advisor

REALIZED GAINS AND LOSSES (Continued)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
SAP AG (SPON ADR) (803054204)	10/29/2007	11/09/2012	3.00	212.54	0.00	161 09	51.45
BG GROUP PLC SPON ADR ADR CMN (055434203)	04/29/2009	12/31/2012	11.00	182.04	0.00	174.02	8.02
ERICSSON AMERICAN ADR CMN CLASS B (294821608)	02/28/2007	12/31/2012	18.00	181 79	0.00	321.34	(139.55)
FANUC CORP UNSPONSORED ADR CMN (307305102)	10/06/2008	12/31/2012	1.00	31.00	0.00	11.40	19 60
FANUC CORP UNSPONSORED ADR CMN (307305102)	09/17/2008	12/31/2012	8.00	248.00	0.00	94.20	153 80
GRUPO TELEVISA, S.A. GDS REP 5 CPO'S REP 1 L SHARE, 1 A SHARE AND 1 D SHARE (40049J206)	02/28/2007	12/31/2012	9.00	239.12	0.00	248.79	(9.67)
KINGFISHER PLC SPONSORED ADR CMN (495724403)	10/29/2007	12/31/2012	14.00	129.63	0.00	105.70	23.93
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	05/22/2009	12/31/2012	5.00	326.19	0.00	184.65	141.54
NOVO-NORDISK A/S ADR ADR CMN (670100205)	10/29/2007	12/31/2012	2.00	325 45	0.00	118.55	206.90
ROCHE HOLDING AG ADR B SHS(NOM CHF 100) VAL 224.184 (771195104)	02/28/2007	12/31/2012	5 00	252.79	0.00	224.75	28 04
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES B (780259107)	08/22/2006	12/31/2012	4.00	282.75	0.00	294.84	(12 09)
SAP AG (SPON ADR) (803054204)	10/29/2007	12/31/2012	4.00	321 71	0.00	214.79	106.92
TOYOTA MOTOR CORPORATION SPON ADR (892331307)	12/14/2010	12/31/2012	2.00	186.19	0.00	156.03	30.16
UNILEVER N.V. NY SHS (NEW) ADR CMN (904784709)	12/17/2008	12/31/2012	8 00	305.11	0.00	197.97	107.14
Net NonCovered Long-Term Gains (Losses)				**15,330.08**	**0.00**	**17,311.51**	**(1,981.43)**

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