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 , and ending

Name of foundation: AMELIA PEABODY CHARITABLE FUND TRUST

A Employer identification number: 23-7364949

Number and street (or P O box number if mail is not delivered to street address): 185 DEVONSHIRE STREET — Room/suite: 600

B Telephone number: (617) 451-6178

City or town, state, and ZIP code: BOSTON, MA 02110

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: [X] 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)* ▶$ 150,124,175.

J Accounting method: [X] 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))

	Line		(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	87,200.		N/A	
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	4,040,223.	4,040,223.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,615,028.			STATEMENT 2
	b	Gross sales price for all assets on line 6a 33,894,180.				
	7	Capital gain net income (from Part IV, line 2)		1,613,721.		
	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)				
	11	Other income	6,204.	0.		STATEMENT 3
	12	**Total.** Add lines 1 through 11	5,748,655.	5,653,944.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	300,000.	120,000.		180,000.
	14	Other employee salaries and wages	233,481.	93,392.		140,089.
	15	Pension plans, employee benefits	57,292.	22,917.		34,375.
	16a	Legal fees STMT 4	2,362.	945.		1,417.
	b	Accounting fees STMT 5	48,000.	40,200.		[illegible]7,800.
	c	Other professional fees STMT 6	327,204.	324,044.		[illegible]3,160.
	17	Interest				
	18	Taxes STMT 7	227,723.	107,048.		[illegible],560.
	19	Depreciation and depletion	43,093.	0.		
	20	Occupancy	28,044.	11,218.		[illegible]6,826.
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 8	46,470.	18,388.		28,093.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,313,669.	738,152.		421,320.
	25	Contributions, gifts, grants paid	7,351,404.			7,351,404.
	26	**Total expenses and disbursements.** Add lines 24 and 25	8,665,073.	738,152.		7,772,724.
	27	Subtract line 26 from line 12.				
	a	Excess of revenue over expenses and disbursements	-2,916,418.			
	b	**Net investment income** (if negative, enter -0-)		4,915,792.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	14,820.	63,671.	63,671.
	2 Savings and temporary cash investments	8,617,595.	3,732,562.	3,732,562.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	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 STMT 11	16,051,017.	15,894,908.	17,658,169.
	b Investments - corporate stock STMT 12	75,441,042.	80,163,488.	102,677,869.
	c Investments - corporate bonds STMT 13	15,133,968.	10,431,731.	11,632,528.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 14	9,767,100.	11,800,113.	13,151,223.
	14 Land, buildings, and equipment basis ▶ 1,441,809.			
	Less accumulated depreciation STMT 15▶ 233,656.	1,249,767.	1,208,153.	1,208,153.
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	126,275,309.	123,294,626.	150,124,175.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	124,551,900.	124,551,900.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,723,409.	-1,257,274.	
	30 **Total net assets or fund balances**	126,275,309.	123,294,626.	
	31 **Total liabilities and net assets/fund balances**	126,275,309.	123,294,626.	

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	126,275,309.
2	Enter amount from Part I, line 27a	2	-2,916,418.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	32,587.
4	Add lines 1, 2, and 3	4	123,391,478.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	96,852.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	123,294,626.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE ATTACHED STATEMENT	P		
b	SEE ATTACHED STATEMENT	P		
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	15,042,629.		14,645,104.	397,525.
b	18,850,244.		17,634,048.	1,216,196.
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				397,525.
b				1,216,196.
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	1,613,721.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see 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	7,633,707.	145,920,875.	.052314
2010	6,312,662.	141,697,021.	.044550
2009	5,343,892.	127,858,399.	.041795
2008	9,000,783.	156,255,934.	.057603
2007	6,250,911.	176,936,868.	.035328

2 **Total** of line 1, column (d)	2	.231590
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	.046318
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	145,289,455.
5 Multiply line 4 by line 3	5	6,729,517.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	49,158.
7 Add lines 5 and 6	7	6,778,675.
8 Enter qualifying distributions from Part XII, line 4	8	7,772,724.

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 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 c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			1	49,158.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	49,158.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	49,158.
6 Credits/Payments				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	120,000.		
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	120,000.
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	70,842.
11 Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 70,842. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
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		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	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		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA			
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 16	10	X	

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.APCFUND.ORG

14 The books are in care of ▶ CHERYL GIDEON Telephone no ▶(617) 451-6178
Located at ▶185 DEVONSHIRE STREET, SUITE 600, BOSTON, MA ZIP+4 ▶02110

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

5a During the year did the foundation pay or incur any amount to
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 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? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X
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? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CALEB LORING, III 185 DEVONSHIRE STREET BOSTON, MA 02110	TRUSTEE 7.00	100,000.	0.	0.
ROBERT G. BANNISH 185 DEVONSHIRE STREET BOSTON, MA 02110	TRUSTEE 7.00	100,000.	0.	0.
KATHERINE L. BABSON 185 DEVONSHIRE STREET BOSTON, MA 02110	TRUSTEE 7.00	100,000.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EVAN C. PAGE - 185 DEVONSHIRE STREET, SUITE 600, BOSTON, MA 02110	EXECUTIVE DIRECTOR 40.00	150,000.	27,296.	0.
CHERYL A. GIDEON - 185 DEVONSHIRE STREET, SUITE 600, BOSTON, MA 02110	ADMINISTRATOR 40.00	83,481.	29,933.	0.

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NORTHERN TRUST 50 SOUTH LASALLE STREET, CHICAGO, IL 60603	INVESTMENT ADVISORY	316,344.
Total number of others receiving over $50,000 for professional services ▶		0

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 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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	147,501,985.
b	Average of monthly cash balances		1b	
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	147,501,985.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	147,501,985.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	2,212,530.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	145,289,455.
6	**Minimum investment return.** Enter 5% of line 5		6	7,264,473.

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	7,264,473.
2a	Tax on investment income for 2012 from Part VI, line 5	2a 49,158.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	49,158.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	7,215,315.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	7,215,315.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	7,215,315.

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	7,772,724.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	7,772,724.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	49,158.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	7,723,566.

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				7,215,315.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			2,314,174.	
b Total for prior years ____ , ____ , ____		0.		
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	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 7,772,724.				
a Applied to 2011, but not more than line 2a			2,314,174.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				5,458,550.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				1,756,765.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
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				

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

1 a 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year (a) 2012	Prior 3 years (b) 2011	(c) 2010	(d) 2009	(e) Total
2 a 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 foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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 or e-mail of the person to whom applications should be addressed·

SEE STATEMENT 17

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 GRANTS STATEMENTS ATTACHED				7,351,404.
Total			▶ 3a	7,351,404.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2012)

223611
12-05-12

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
	(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					
4 Dividends and interest from securities			14	4,040,223.	
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	1,613,721.	1,307.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a NONDIV DISTRIBUTION			14	6,204.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		5,660,148.	1,307.

13 Total. Add line 12, columns (b), (d), and (e) 13 5,661,455.

(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)
8	AOL AND KO CLASS ACTION SETTLEMENT

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions·			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
		N/A	

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee: [signature] Date: 7/24/13 Title: TRUSTEE

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
KEITH P. LAGRAVES	Keith P. LaGraves CPA	7-19-13		P00068702

Firm's name ▶ RUSSELL, BRIER & CO. LLP — Firm's EIN ▶ 04-1796830

Firm's address ▶ TEN POST OFFICE SQUARE - 6TH FL BOSTON, MA 02109-4689 — Phone no 617-523-7094

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

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization	Employer identification number
AMELIA PEABODY CHARITABLE FUND TRUST	23-7364949

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year ▶ $ ____________

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

Name of organization	Employer identification number
AMELIA PEABODY CHARITABLE FUND TRUST	23-7364949

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	AMELIA PEABODY ANNUITY TRUST SUSAN B. RICE, TRUSTEE CHOATE LLP TWO INT'L PLACE BOSTON, MA 02110	$ 87,200.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization: AMELIA PEABODY CHARITABLE FUND TRUST

Employer identification number: 23-7364949

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: AMELIA PEABODY CHARITABLE FUND TRUST

Employer identification number: 23-7364949

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of $1,000 or less for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CORPORATE INTEREST	186,583.	0.	186,583.
DIVIDENDS	3,141,804.	0.	3,141,804.
MUNICIPAL INTEREST	47,788.	0.	47,788.
US GOVT INTEREST	664,048.	0.	664,048.
TOTAL TO FM 990-PF, PART I, LN 4	4,040,223.	0.	4,040,223.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 2

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED STATEMENT	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15,042,629.	14,645,104.	0.	0.	397,525.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED STATEMENT	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
18,850,244.	17,634,048.	0.	0.	1,216,196.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PROCEEDS FROM AOL SETTLEMENT	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,263.	0.	0.	0.	1,263.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PROCEEDS FROM COKE SETTLEMENT	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
44.	0.	0.	0.	44.

NET GAIN OR LOSS FROM SALE OF ASSETS	1,615,028.
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	1,615,028.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
NONDIV DISTRIBUTION	6,204.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	6,204.	0.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CASNER & EDWARDS	2,362.	945.		1,417.
TO FM 990-PF, PG 1, LN 16A	2,362.	945.		1,417.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NORTHERN TRUST - CUSTODY FEES	35,000.	35,000.		0.
RUSSELL, BRIER & CO LLP - AUDIT AND RELATED ACCOUNTING	13,000.	5,200.		7,800.
TO FORM 990-PF, PG 1, LN 16B	48,000.	40,200.		7,800.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
COMPLETE NETWORK SOLUTIONS - HARDWARE	3,160.	0.		3,160.
INVESTMENT ADVISORY FEES	316,344.	316,344.		0.
W.B SMITH	7,700.	7,700.		0.
TO FORM 990-PF, PG 1, LN 16C	327,204.	324,044.		3,160.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2012 ESTIMATED EXCISE TAX PAYMENTS	111,030.	0.		0.
FOREIGN TAXES PAID ON FOREIGN DIVIDEND	100,674.	100,674.		0.
PAYROLL TAXES	15,934.	6,374.		9,560.
OTHER TAX EXPENSE	85.	0.		0.
TO FORM 990-PF, PG 1, LN 18	227,723.	107,048.		9,560.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS	10,847.	4,339.		6,508.
INSURANCE	6,328.	2,531.		3,797.
MA FILING FEE	500.	0.		500.
OFFICE EXPENSES AND SUPPLIES	7,868.	3,147.		4,721.
POSTAGE	1,278.	511.		778.
UTILITIES	3,669.	1,468.		2,201.
CONFERENCES	8,457.	3,383.		5,074.
MISCELLANEOUS	7,523.	3,009.		4,514.
TO FORM 990-PF, PG 1, LN 23	46,470.	18,388.		28,093.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
FOREIGN TAXES - 2012 BOOK VS TAX ADJUSTMENT	16,201.
INVESTMENT ADVISORY FEES PAID - 2012 BOOK VS TAX ADJUSTMENT	16,301.
OTHER TAX EXPENSE 2012 - BOOK VS TAX	85.
TOTAL TO FORM 990-PF, PART III, LINE 3	32,587.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
DIVIDENDS & INTEREST - 2012 BOOK VS TAX ADJUSTMENT	42,651.
REALIZED GAINS - 2012 BOOK VS TAX ADJUSTMENT	47,997.
NONDIVIDEND DISTRIBUTION 2012 - BOOK VS TAX	6,204.
TOTAL TO FORM 990-PF, PART III, LINE 5	96,852.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 11

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED - U.S. GOVERNMENT OBLIGATIONS	X		13,852,618.	15,461,309.
SEE SCHEDULE ATTACHED - MUNICIPAL BONDS		X	2,042,290.	2,196,860.
TOTAL U.S. GOVERNMENT OBLIGATIONS			13,852,618.	15,461,309.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			2,042,290.	2,196,860.
TOTAL TO FORM 990-PF, PART II, LINE 10A			15,894,908.	17,658,169.

FORM 990-PF CORPORATE STOCK STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED - CORPORATE STOCKS	80,163,488.	102,677,869.
TOTAL TO FORM 990-PF, PART II, LINE 10B	80,163,488.	102,677,869.

FORM 990-PF CORPORATE BONDS STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED - CORPORATE BONDS	10,431,731.	11,632,528.
TOTAL TO FORM 990-PF, PART II, LINE 10C	10,431,731.	11,632,528.

FORM 990-PF OTHER INVESTMENTS STATEMENT 14

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED - MUTUAL FUNDS	COST	9,800,113.	11,141,879.
SEE SCHEDULE ATTACHED - PARTNERSHIP	COST	2,000,000.	2,009,344.
TOTAL TO FORM 990-PF, PART II, LINE 13		11,800,113.	13,151,223.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 15

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
PRINTER	949.	949.	0.
HOT WATER HEATER	806.	806.	0.
SHREDDER	839.	839.	0.
COPY MACHINE	7,173.	7,173.	0.
DRAWERS - LIBRARY	204.	204.	0.
LEASEHOLD IMPROVEMENTS	1,166.	1,166.	0.
EQUIPMENT	7,250.	7,250.	0.
FURNITURE	18,261.	18,261.	0.
FACSIMILE MACHINE AND INSURANCE	2,244.	2,244.	0.
COMPUTER AND PERIPHERAL EQUIPMENT	4,852.	4,852.	0.
COMPUTER AND PERIPHERAL EQUIPMENT	3,260.	3,260.	0.
PRINTER	1,300.	1,300.	0.
SERVER, SOFTWARE & MANUAL	350.	350.	0.
185 DEVONSHIRE STREET, UNIT 600	1,248,641.	140,070.	1,108,571.
DESK AND CHAIRS	9,147.	7,926.	1,221.
CONFERENCE TABLE	2,318.	1,972.	346.
BOOKCASES	822.	656.	166.
TELEPHONE	4,804.	4,167.	637.
COMPUTER HARDWARE	6,308.	5,469.	839.
185 DEVONSHIRE STREET, UNIT 600	99,755.	11,191.	88,564.
COLOR COPIER	10,356.	9,837.	519.
AIR CONDITIONER	5,733.	2,771.	2,962.
COMPUTER	2,600.	606.	1,994.
FURNITURE (COUCH, LAMPS)	1,192.	40.	1,152.
SERVER BATTERY	200.	40.	160.
APPLE LAPTOP	1,279.	257.	1,022.
TOTAL TO FM 990-PF, PART II, LN 14	1,441,809.	233,656.	1,208,153.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 16
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
AMELIA PEABODY ANNUITY TRUST	SUSAN B RICE, TRUSTEE CHOATE LLP TWO INT'L PLACE BOSTON, MA 02110

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 17
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CHERYL GIDEON, ADMINISTRATOR
185 DEVONSHIRE STREET, SUITE 600
BOSTON, MA 02110

TELEPHONE NUMBER

617 451-6178

FORM AND CONTENT OF APPLICATIONS

SEE ATTACHED APPLICATION PROCESS, GUIDELINES, AND PREPARING PROPOSAL STATEMENTS WITH PROPOSAL CHECKLIST, SUMMARY FORM, SELECTION CRITERIA AND FREQUENTLY ASKED QUESTIONS

ANY SUBMISSION DEADLINES

SEE ATTACHED APPLICATION PROCESS FOR DEADLINES

RESTRICTIONS AND LIMITATIONS ON AWARDS

SEE ATTACHED GUIDELINES AND SELECTION CRITERIA FOR RESTRICTIONS AND LIMITATIONS

990 PF Grant listing

ORGANIZATION	ADDRESS1	ADDRESS2	CITY	ST	ZIP	AMOUNT		PURPOSE
Abby Kelley Foster House	52 High Street		Worcester	MA	01609	$	35,000 00	renovations
Alzheimer's Association (MA Chapter)	480 Pleasant Street		Watertown	MA	02472	$	29,000 00	equipment
Artists for Humanity	100 West Second Street		Boston	MA	02127	$	25,000 00	equipment
Behavioral Health Network	417 Liberty Street		Springfield	MA	01104	$	26,765 00	van
Beth Israel Deaconess Medical Center (Bowdoin Street Health Center)	330 Brookline Avenue	Office of Development	Boston	MA	02115	$	50,000 00	construction
Big Sister Association of Greater Boston	161 Massachusetts Avenue		Boston	MA	02115	$	35,000 00	equipment
Boston Home	2049 Dorchester Avenue		Dorchester	MA	02124	$	50,000 00	renovations
Boston Natural Areas Network	62 Summer Street		Boston	MA	02110	$	200,000 00	Special Environmental Grant
Boston Symphony Orchestra	301 Massachusetts Avenue		Boston	MA	02115	$	250,000 00	renovations
Bottom Line	500 Amory Street, Suite 3		Jamaica Plain	MA	02130	$	12,000 00	equipment
Boys & Girls Club of Marshfield	37 Proprietors Drive		Marshfield	MA	02050	$	75,000 00	construction
Boys & Girls of Stoneham	15 Dale Court		Stoneham	MA	02180	$	50,000 00	renovations
Camp Allen	56 Camp Allen Road		Bedford	NH	03110	$	30,000 00	construction
Children's Friend & Family Service Society of the North Shore	110 Boston Street		Salem	MA	01970	$	50,000 00	equipment
Codman Square Health Center	637 Washington Street		Dorchester	MA	02124	$	25,000 00	renovations
Community Counseling of Bristol County	One Washington Street		Taunton	MA	02780	$	35,000 00	equipment
Community Workshops	174 Portland Street		Boston	MA	02114	$	31,205 00	van
Compassionate Care ALS	PO Box 1052		West Falmouth	MA	02574	$	50,000 00	van
Connecticut River Watershed Council	15 Bank Row		Greenfield	MA	01301	$	35,000 00	renovations
Cooley Dickinson Hospital	30 Locust Street, P O Box 329		Northampton	MA	01061	$	50,000 00	construction
Cooperative Elder Services	9 Meriam Street, Suite 28		Lexington	MA	02420	$	46,000 00	renovations
Crittenton Women's Union	One Washington Mall	2nd Floor	Boston	MA	02108	$	30,000 00	equipment
Dennison Memorial Community Center	755 South First Street		New Bedford	MA	02844	$	28,000 00	renovations
Dismas House of Massachusetts	PO Box 30125		Worcester	MA	01603	$	27,000 00	tractor
East Middlesex Arc	20 Gould Street		Reading	MA	01867	$	33,640 00	equipment
East Quabbin Land Trust	P O Box 5, 120 Ridge Road		Hardwick	MA	01037	$	268,000 00	Special Environmental Grant
EMH Recovery/Edwina Martin House	678 North Main Street		Brockton	MA	02401	$	50,000 00	renovations
Epiphany School	154 Centre Street		Dorchester	MA	02124	$	75,000 00	renovations
Fairbanks Museum & Planetarium	1302 Main Street		St Johnsbury	VT	05819-2224	$	20,000 00	equipment
Family Services - Lawrence	430 North Canal Street		Lawrence	MA	01840	$	29,385 00	equipment
Father Bill's & MainSpring	422 Washington Street		Quincy	MA	02169	$	50,000 00	construction
First Parish Church in Dorchester	10 Parish Street		Dorchester	MA	02122	$	25,000 00	renovations
Friends of Mount Auburn Cemetery	580 Mount Auburn Street		Cambridge	MA	02138	$	150,000 00	construction
Granada House	70-72 Adamson Street		Allston	MA	02134	$	10,000 00	equipment
Greater Worcester Land Trust	4 Ash Street		Worcester	MA	01604	$	15,000 00	land preservation
Habitat for Humanity - Greater Lowell	124 Main Street		Westford	MA	01886	$	10,000 00	construction
Habitat for Humanity - Greater Springfield	104 Memorial Avenue		West Springfield	MA	01089	$	75,000 00	construction
Habitat for Humanity - Merrimack Valley	60 Island Street, 2nd Floor		Lawrence	MA	01840	$	20,000 00	renovations
Habitat for Humanity - South Shore	20 Mathewson Drive		Weymouth	MA	02189	$	30,000 00	construction
Heritage Plantation of Sandwich	67 Grove Street		Sandwich	MA	02563	$	50,000 00	renovations
Home for Little Wanderers	271 Huntington Avenue		Boston	MA	02115	$	100,000 00	construction
Institute of Contemporary Art	100 Northern Avenue		Boston	MA	02110	$	500,000 00	equipment
Interseminarian - Project Place	1145 Washington Street		Boston	MA	02118	$	26,000 00	equipment
Intervale Center	180 Intervale Road		Burlington	VT	05401	$	50,000 00	renovations
Italian Home for Children	1125 Centre Street		Jamaica Plain	MA	02130	$	30,000 00	renovations
Jane Doe	14 Beacon Street, Suite 507		Boston	MA	02108	$	8,200 00	equipment
Joy of Music Program	1 Gorham Street		Worcester	MA	01605	$	50,000 00	renovations
Latham Centers	14 Lots Hollow Road		Orleans	MA	02653	$	20,000 00	renovations
Lazarus House	PO Box 408		Lawrence	MA	01842	$	25,000 00	renovations
Literacy Project	15 Bank Row	Suite C	Greenfield	MA	01301	$	20,000 00	equipment
MAB Community Services	200 Ivy Street		Brookline	MA	02446	$	25,000 00	renovations
Massachusetts 4-H Foundation - Camp Howe	22 Eliot Street		Ashland	MA	01721-2208	$	50,000 00	renovations
Massachusetts Audubon Society	208 South Great Road		Lincoln	MA	01773	$	100,000 00	renovations

Massachusetts Audubon Society - Drumlin Farm Wildlife Sanctuary	208 South Great Road		Lincoln	MA	01773	$	392,000 00	Special Environmental Grant
Massachusetts Eye & Ear Infirmary	243 Charles Street		Boston	MA	02114	$	225,000 00	medical research
Massachusetts Horticultural Society	900 Washington Street		Wellesley	MA	02482	$	183,000 00	Special Environmental Grant
Massachusetts Society for the Prevention of Cruelty to Children	99 Summer Street, 6th Floor		Boston	MA	02110	$	15,500 00	furnishing
Medical Foundation	95 Berkeley Street, Suite 208		Boston	MA	02116	$	100,000 00	medical research
Melmark New England	461 River Road		Andover	MA	01810	$	25,000 00	renovations
Minuteman Senior Services	24 Third Avenue		Burlington	MA	01803	$	34,105 00	equipment
Mystic Seaport Museum	P O Box 6000, 75 Greenmanville Avenue		Mystic	CT	06355-0990	$	20,000 00	restoration
National Braille Press	88 Saint Stephen Street		Boston	MA	02115	$	25,000 00	renovations
New England Wildlife Center	500 Columbian Street		South Weymouth	MA	02190	$	75,000 00	equipment
North End Housing Initiative	2383 Main Street		Springfield	MA	01107	$	15,000 00	renovations
Northeast ARC	64 Holten Street		Danvers	MA	01923	$	30,000 00	renovations
Northeast Hospital Corporation (Beverly Hospital)	85 Herrick Street		Beverly	MA	01915	$	75,000 00	construction
Old North Foundation of Boston	193 Salem Street		Boston	MA	02113	$	150,000 00	renovations
OpenDoor/Cape Ann Food Pantry	28 Emerson Avenue		Gloucester	MA	01930	$	30,000 00	equipment
Peabody Essex Museum	East India Square		Salem	MA	01970	$	200,000 00	renovations
Pioneer Institute	85 Devonshire Street, 8th Floor		Boston	MA	02109	$	50,000 00	real estate
Plummer Home for Boys	37 Winter Island Road		Salem	MA	01970	$	15,000 00	equipment
Project Native	342 North Plain Road		Housatonic	MA	01236	$	56,000 00	equipment
Rose Fitzgerald Kennedy Greenway Conservancy, Inc	185 Kneeland Street, 2nd Floor		Boston	MA	02111	$	50,000 00	construction
Roxbury Tenants of Harvard	11 New Whitney Street		Boston	MA	02115	$	75,000 00	construction
Samaritans, The - Boston	41 West Street	4th Floor	Boston	MA	02111	$	20,000 00	equipment
School of the Museum of Fine Arts	230 The Fenway		Boston	MA	02115	$	250,000 00	renovations
Self Esteem Boston	PO Box 301155		Jamaica Plain	MA	02130	$	7,500 00	equipment
ServiceNet	129 King Street		Northampton	MA	01060	$	40,000 00	renovations
South Shore Hospital	55 Fogg Street		South Weymouth	MA	02190-2455	$	75,000 00	construction
Springwell	125 Walnut Street		Watertown	MA	02472	$	35,000 00	equipment
The Food Project	10 Lewis Street		Lincoln	MA	01773	$	250,000 00	Special Environmental Grant
Trustees of Reservations	396 Moose Hill Street		Sharon	MA	02067	$	450,000 00	Special Environmental Grant
Tufts University (School of Veterinary Medicine)	200 Westboro Road		North Grafton	MA	01536	$	230,283 00	equipment
U S S Constitution Museum Fdn	PO Box 291812		Boston	MA	02129-0215	$	100,000 00	renovations
United Teen Equality Center	34 Hurd Street		Lowell	MA	01852	$	42,521 00	van
Upham's Corner Health Center	500 Columbia Road		Dorchester	MA	02125	$	37,000 00	equipment
Urban League of Eastern Massachusetts	88 Warren Street		Roxbury	MA	02119	$	24,500 00	renovations
VNA Care Network Hospice (Worcester)	120 Thomas Street		Worcester	MA	01608	$	50,000 00	renovations
VNA of Middlesex-East & Visiting Nurse Hospice	607 North Avenue, STE 17		Wakefield	MA	01880	$	17,000 00	equipment
Worcester Center for the Performing Arts	2 Southbridge Street		Worcester	MA	01608	$	50,000 00	renovations
Worcester Natural History Society (EcoTarium)	222 Harrington Way		Worcester	MA	01604	$	75,000 00	equipment
YMCA - Greater Holyoke	171 Pine Street		Holyoke	MA	01040	$	30,000 00	renovations
YMCA - Greenfield Community	451 Main Street		Greenfield	MA	01301	$	40,000 00	equipment
YMCA - Hockomock	300 Elmwood Street		North Attleboro	MA	02760	$	75,000 00	renovations
YMCA - Metro North	20 Neptune Blvd		Lynn	MA	01902	$	75,000 00	construction
YMCA - Montachusett Regional - Fitchburg	55 Wallace Avenue		Fitchburg	MA	01420	$	56,800 00	equipment
YMCA - North Shore/Salem	245 Cabot Street		Beverly	MA	01915	$	75,000 00	renovations
YMCA - Northern Berkshire	22 Brickyard Court		North Adams	MA	01247	$	45,000 00	van
YWCA - Greater Lawrence	38 Lawrence Street		Lawrence	MA	01840	$	65,000 00	equipment
YWCA - Southeastern MA - New Bedford	20 South Sixth Street		New Bedford	MA	02740	$	100,000 00	construction
Zumix	260 Sumner Street		East Boston	MA	02128	$	5,000 00	equipment
						$	7,351,404 00	

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	PRINTER	012903	SL	5.00	16	949.			949.	949.		0.
2	HOT WATER HEATER	062002	SL	5.00	16	806.			806.	806.		0.
3	SHREDDER	121001	SL	5.00	16	839.			839.	839.		0.
4	COPY MACHINE	040201	SL	5.00	16	7,173.			7,173.	7,173.		0.
5	DRAWERS - LIBRARY	011101	SL	5.00	16	204.			204.	204.		0.
6	LEASEHOLD IMPROVEMENTS	070100	SL	5.00	16	1,166.			1,166.	1,166.		0.
7	EQUIPMENT	070100	SL	5.00	16	7,250.			7,250.	7,250.		0.
8	FURNITURE	070100	SL	5.00	16	18,261.			18,261.	18,261.		0.
9	FACSIMILE MACHINE AND INSURANCE	070298	SL	5.00	16	2,244.			2,244.	2,244.		0.
10	COMPUTER AND PERIPHERAL EQUIPMEN	010898	SL	5.00	16	4,852.			4,852.	4,852.		0.
11	COMPUTER AND PERIPHERAL EQUIPMEN	060304	SL	5.00	16	3,260.			3,260.	3,260.		0.
12	PRINTER	071206	SL	5.00	16	1,300.			1,300.	1,300.		0.
13	SERVER, SOFTWARE & MANUAL	041006	SL	5.00	16	350.			350.	350.		0.
14	185 DEVONSHIRE STREET, UNIT 600	080108	SL	39.00	16	1248641.			1248641.	108,054.		32,016.
15	DESK AND CHAIRS	090108	SL	5.00	16	9,147.			9,147.	6,097.		1,829.
16	CONFERENCE TABLE	101408	SL	5.00	16	2,318.			2,318.	1,508.		464.
17	BOOKCASES	122208	SL	5.00	16	822.			822.	492.		164.
18	TELEPHONE	081808	SL	5.00	16	4,804.			4,804.	3,203.		964.

228102
05-01-12

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
19	COMPUTER HARDWARE	091208	SL	5.00	16	6,308.			6,308.	4,207.		1,262.
20	185 DEVONSHIRE STREET, UNIT 600	091208	SL	39.00	16	99,755.			99,755.	8,633.		2,558.
21	COLOR COPIER	031708	SL	5.00	16	10,356.			10,356.	7,766.		2,071.
22	AIR CONDITIONER	072710	SL	5.00	16	5,733.			5,733.	1,625.		1,146.
23	COMPUTER	060111	SL	5.00	16	2,600.			2,600.	303.		303.
24	FURNITURE (COUCH, LAMPS)	112811	SL	5.00	16	1,192.			1,192.	20.		20.
25	SERVER BATTERY	071112	SL	5.00	16	200.			200.			40.
26	APPLE LAPTOP	110612	SL	5.00	16	1,279.			1,279.	1.		256.
	* TOTAL 990-PF PG 1 DEPR					1441809.		0.	1441809.	190,563.	0.	43,093.

Form 990 PF page 3 PART IV

2012 Tax Information Statement

Ref: AET

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

Account Number: [redacted]
Recipient's Tax ID Number: [redacted]

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
AMELIA PEABODY CHARITABLE FUND
EVAN C. PAGE
185 DEVONSHIRE STREET
SUITE 600
BOSTON, MA 02110

2012 Proceeds from Broker and Barter Exchange Transactions

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

Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales								
91913Y100	VALERO ENERGY CORP NEW		VLO					
620 0000	01/03/2012	10/28/2011	13,034 68	16,405 62	0 00	-3,370 94	0.00	0 00
412822108	HARLEY DAVIDSON INC		HOG					
155.0000	01/04/2012	Various	6,061 43	6,261 78	0 00	-200 35	0 00	0.00
412822108	HARLEY DAVIDSON INC		HOG					
140.0000	01/05/2012	04/15/2011	5,530.57	5,647 03	0 00	-116 46	0.00	0 00
881575302	TESCO PLC SPONSORED ADR		TSCDY					
2665.0000	01/05/2012	12/13/2011	49,126.74	48,390 00	0.00	736 74	0 00	0 00
337932107	FIRSTENERGY CORP		FE					
690.0000	01/06/2012	Various	29,029.79	30,439 00	0.00	-1,409 21	0.00	0 00
46612J507	JDS UNIPHASE CORP COM PAR $0 001 COM PAR$0 001		JDSU					
665 0000	01/09/2012	Various	7,592 35	7,097 63	0.00	494 72	0.00	0 00
82481R106	SHIRE PHARMACEUTICALS GROUP PLC SPONSORE		SHPG					
186.0000	01/09/2012	Various	18,804 31	18,362 60	0 00	441.71	0.00	0 00
253393102	DICK'S SPORTING GOODS INC		DKS					
300.0000	01/10/2012	05/17/2011	10,832 05	11,876.24	0.00	-1,044 19	0.00	0 00
447011107	HUNTSMAN CORP COM STK		HUN					
435.0000	01/10/2012	11/04/2011	4,458 44	5,513 27	0 00	-1,054 83	0.00	0.00

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

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2012 Tax Information Statement

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CHICAGO, IL 60680

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AMELIA PEABODY CHARITABLE FUND
EVAN C PAGE
185 DEVONSHIRE STREET
SUITE 600
BOSTON, MA 02110

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

Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
046353108	ADR ASTRAZENECA PLC SPONSORED ADR UNITEDKINGDOM		AZN					
820 0000	01/11/2012	12/13/2011	38,368.35	37,719.10	0.00	649 25	0 00	0 00
05565A202	BNP PARIBAS SPONSORED ADR REPSTG 1/4 SH		BNPQY					
1450.0000	01/11/2012	12/13/2011	27,447.96	28,517.87	0 00	-1,069 91	0 00	0 00
775781206	ROLLS ROYCE HOLDINGS PLC SPONSORED ADR ROLLS-RO SPONSORED ADR		RYCEY					
855 0000	01/11/2012	05/03/2011	50,325 61	44,980.52	0 00	5,345 09	0 00	0 00
927320101	ADR VINCI S A ADR		VCISY					
6705 0000	01/11/2012	12/13/2011	74,770.02	71,505.47	0 00	3,264.55	0.00	0 00
521865204	LEAR CORP COM NEW COM NEW		LEA					
60.0000	01/12/2012	08/04/2011	2,499.49	2,628.39	0.00	-128.90	0 00	0 00
942683103	WATSON PHARMACEUTICALS INC		WPI					
195.0000	01/12/2012	Various	12,084.57	12,652.45	0 00	-567 88	0.00	0.00
225401108	CREDIT SUISSE GROUP SPONSORED ADR		CS					
950.0000	01/13/2012	11/11/2011	21,415.82	23,804 91	0 00	-2,389 09	0 00	0.00
405217100	HAIN CELESTIAL GROUP INC		HAIN					
365.0000	01/17/2012	Various	13,075 81	10,238 92	0 00	2,836.89	0 00	0.00
774991533	ROLLS ROYCE C SHARES							
3650.0000	01/18/2012	01/17/2012	1,949 32	3,650.00	0.00	-1,700.68	0 00	0.00

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BOSTON, MA 02110

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Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
N6596X109	NXP SEMICONDUCTORS N V COM STK		NXPI					
2469.0000	01/18/2012	11/11/2011	46,951.57	42,000.66	0.00	4,950 91	0 00	0.00
42222G108	HEALTH NET INC		HNT					
370.0000	01/19/2012	05/26/2011	13,138.55	11,458 47	0.00	1,680 08	0 00	0.00
58502B106	MEDNAX INC COM		MD					
160.0000	01/19/2012	Various	11,224 18	10,857 33	0 00	366 85	0 00	0 00
857477103	STATE STREET CORP		STT					
715 0000	01/19/2012	Various	29,188 59	28,196 57	0 00	992 02	0 00	0 00
942683103	WATSON PHARMACEUTICALS INC		WPI					
445.0000	01/19/2012	Various	26,743.18	27,133.63	0 00	-390 45	0 00	0.00
N6596X109	NXP SEMICONDUCTORS N V COM STK		NXPI					
61.0000	01/19/2012	11/11/2011	1,166.52	1,037.68	0.00	128 84	0 00	0 00
66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098		NVS					
215.0000	01/20/2012	12/20/2011	11,965 38	12,122 76	0 00	-157 38	0 00	0 00
74728G605	ADR QBE INS GROUP LTD SPONSORED		QBIEY					
8885.0000	01/20/2012	12/13/2011	103,774.79	127,033 29	0 00	-23,258 50	0.00	0.00
881575302	TESCO PLC SPONSORED ADR		TSCDY					
2185 0000	01/20/2012	12/13/2011	33,817.01	39,674 36	0 00	-5,857.35	0 00	0 00

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P.O. BOX 803878
CHICAGO, IL 60680

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Recipient's Name and Address:
AMELIA PEABODY CHARITABLE FUND
EVAN C. PAGE
185 DEVONSHIRE STREET
SUITE 600
BOSTON, MA 02110

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Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
167250109	ADR CHICAGO BRDG & IRON CO N V N Y REGISTRY SH NV		CBI					
306 0000	01/23/2012	Various	13,056.78	9,269.98	0.00	3,786.80	0.00	0 00
896818101	TRIUMPH GROUP INC NEW		TGI					
70.0000	01/23/2012	01/24/2011	4,175 66	3,351.21	0 00	824.45	0.00	0.00
941053100	WASTE CONNECTIONS INC		WCN					
350.0000	01/23/2012	Various	11,298.42	12,054.95	0 00	-756 53	0.00	0 00
167250109	ADR CHICAGO BRDG & IRON CO N V N Y REGISTRY SH NV		CBI					
69.0000	01/24/2012	10/05/2011	2,918 75	1,965 82	0.00	952 93	0 00	0 00
67103H107	O REILLY AUTOMOTIVE INC NEW COM USD0.01		ORLY					
350.0000	01/24/2012	Various	28,652 52	22,392.78	0.00	6,259.74	0.00	0 00
337932107	FIRSTENERGY CORP		FE					
480.0000	01/26/2012	05/11/2011	20,214.23	20,436 09	0 00	-221 86	0.00	0 00
80004C101	SANDISK CORP		SNDK					
885.0000	01/26/2012	Various	40,673 62	45,127 82	0 00	-4,454.20	0.00	0.00
857477103	STATE STREET CORP		STT					
770.0000	01/26/2012	Various	29,966 27	29,462.82	0 00	503 45	0.00	0 00
G7127P100	PLATINUM UNDERWRITERS HLDGS INC COM USD0.01		PTP					
225.0000	01/27/2012	03/14/2011	7,576.55	8,262 60	0 00	-686.05	0 00	0.00

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2012 Tax Information Statement

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☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
AMELIA PEABODY CHARITABLE FUND
EVAN C. PAGE
185 DEVONSHIRE STREET
SUITE 600
BOSTON, MA 02110

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G7945M107	SEAGATE TECHNOLOGY PLC COM USD0.00001		STX					
1110 0000	02/01/2012	Various	28,437.76	20,244.84	0 00	8,192 92	0.00	0 00
832248108	SMITHFIELD FOODS INC		SFD					
440 0000	02/02/2012	02/07/2011	9,844 33	10,016 65	0 00	-172 32	0 00	0 00
835707100	ADR SONY FINL HLDGS INC ADR		SNYFY					
85 0000	02/02/2012	12/13/2011	1,420 31	1,306.33	0.00	113.98	0.00	0 00
87262N109	TNT EXPRESS N V ADR		TNTEY					
349.0000	02/02/2012	09/28/2011	2,812 87	2,622 88	0.00	189.99	0.00	0.00
H89231338	UBS AG SHS COM		UBS					
1330.0000	02/02/2012	12/13/2011	18,732.80	15,753 85	0.00	2,978 95	0 00	0.00
125509109	CIGNA CORP		CI					
1095 0000	02/03/2012	Various	47,642.41	52,713.54	0.00	-5,071.13	0 00	0 00
78462F103	MFC SPDR TR UNIT SER 1 STD & POORS UNIT SER 1		SPY					
31500.0000	02/03/2012	11/09/2011	4,220,918 93	3,935,295 00	0.00	285,623.93	0 00	0 00
835707100	ADR SONY FINL HLDGS INC ADR		SNYFY					
1300 0000	02/03/2012	12/13/2011	21,150.86	19,979.18	0 00	1,171 68	0 00	0 00
87262N109	TNT EXPRESS N V ADR		TNTEY					
3446.0000	02/03/2012	09/28/2011	27,567 47	25,898 07	0.00	1,669.40	0.00	0.00

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06738E204	BARCLAYS PLC ADR		BCS					
685.0000	02/07/2012	12/13/2011	10,131.17	7,654.88	0 00	2,476 29	0 00	0 00
36863N208	ADR GEMALTO NV SPONSORED ADR ADR		GTOMY					
315.0000	02/07/2012	12/13/2011	8,779 14	7,678 13	0.00	1,101.01	0.00	0 00
H89231338	UBS AG SHS COM		UBS					
885.0000	02/07/2012	12/13/2011	12,427.26	10,482 82	0 00	1,944 44	0 00	0.00
035710409	ANNALY MTG MGMT INC COM		NLY					
1620.0000	02/08/2012	Various	26,842.07	29,108 87	0 00	-2,266.80	0 00	0 00
04685W103	ATHENAHEALTH INC COM MON STOCK		ATHN					
25 0000	02/08/2012	04/08/2011	1,593 66	1,166 60	0.00	427.06	0 00	0 00
35804H106	FRESH MKT INC COM		TFM					
60.0000	02/08/2012	10/21/2011	2,615 96	2,420.10	0.00	195 86	0 00	0 00
67103H107	O REILLY AUTOMOTIVE INC NEW COM USD0.01		ORLY					
90.0000	02/08/2012	Various	7,536.13	5,228.28	0 00	2,307.85	0.00	0 00
82481R106	SHIRE PHARMACEUTICALS GROUP PLC SPONSORE		SHPG					
72 0000	02/08/2012	Various	7,432.25	6,655.13	0 00	777 12	0 00	0 00
20453E109	#REORG/COMPLETE CSH AND STK MERGER SUPERIOR ENERGY 2850735 2/8/2012							
1015.0000	02/09/2012	Various	36,604 58	38,506 52	0.00	-1,901 94	0 00	0 00

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361448103	GATX CORP		GMT					
325.0000	02/09/2012	Various	14,253 29	12,418.06	0 00	1,835.23	0.00	0 00
437306103	HOME PROPS INC COM		HME					
160.0000	02/09/2012	09/20/2011	9,596.85	9,434.13	0.00	162.72	0 00	0 00
124830100	CBL & ASSOC PPTYS INC COM		CBL					
925.0000	02/13/2012	Various	17,093 93	17,444 69	0.00	-350 76	0.00	0 00
16941M109	CHINA MOBILE HONG KONG LTD SPONSORED ADR		CHL					
395.0000	02/14/2012	09/20/2011	20,174 92	20,456 22	0 00	-281.30	0 00	0 00
73755L107	POTASH CORP. OF SASKATCHEWAN INC		POT					
415.0000	02/14/2012	11/11/2011	18,236 12	19,403 28	0.00	-1,167.16	0 00	0 00
833635105	ADR SOCIEDAD QUIMICA Y MINERA DE CHILE SA SPONSORED ADR REPSTG SER B SHS		SQM					
250.0000	02/14/2012	11/11/2011	14,550.59	14,704.73	0 00	-154 14	0.00	0 00
92857W209	VODAFONE GROUP PLC SPONSORED ADR		VOD					
905.0000	02/14/2012	03/10/2011	24,654.24	26,018.40	0.00	-1,364.16	0.00	0 00
G98290102	XL GROUP PLC ORD USD0.01		XL					
1625.0000	02/14/2012	Various	31,038 21	34,701.84	0 00	-3,663.63	0 00	0 00
485537302	ADR KAO CORP SPONSORED ADR REPSTG 10 SHSCOM		KCRPY					
1620.0000	02/15/2012	11/11/2011	41,385 86	43,010 51	0 00	-1,624 65	0 00	0 00

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012653101	ALBEMARLE CORP		ALB					
260.0000	02/16/2012	11/11/2011	17,131.64	14,041.91	0 00	3,089.73	0 00	0 00
678026105	OIL STS INTL INC COM ISIN US6780261052		OIS					
230 0000	02/16/2012	Various	19,277.97	11,682.08	0 00	7,595 89	0 00	0 00
758205207	ADR REED ELSEVIER P L C SPONSORED ADR NEW		RUK					
740.0000	02/16/2012	11/11/2011	25,551 75	25,966.08	0 00	-414 33	0 00	0.00
959319104	WESTN REFNG INC COM		WNR					
45.0000	02/16/2012	05/17/2011	846.71	697 08	0.00	149.63	0 00	0 00
959319104	WESTN REFNG INC COM		WNR					
315.0000	02/21/2012	05/17/2011	5,895.90	4,879.56	0 00	1,016 34	0 00	0 00
87262N109	TNT EXPRESS N V ADR		TNTEY					
296.0000	02/22/2012	09/28/2011	3,803.52	2,224 56	0.00	1,578 96	0.00	0 00
87262N109	TNT EXPRESS N V ADR		TNTEY					
5549.0000	02/23/2012	Various	71,181.29	12,527.84	0.00	58,653.45	0 00	0.00
167250109	ADR CHICAGO BRDG & IRON CO N V N Y REGISTRY SH NV		CBI					
175.0000	02/27/2012	10/05/2011	8,304 43	4,985.77	0 00	3,318 66	0.00	0 00
62474M108	ADR MTN GROUP LTD SPONSORED ADR		MTNOY					
826 0000	02/28/2012	11/11/2011	14,647 28	14,316.98	0 00	330 30	0.00	0 00

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62474M108	ADR MTN GROUP LTD SPONSORED ADR		MTNOY					
4694.0000	02/29/2012	11/11/2011	84,288.15	81,360.63	0.00	2,927.52	0.00	0 00
892331307	TOYOTA MOTOR CORP SP ADR REP2COM		TM					
330.0000	02/29/2012	12/13/2011	27,459.99	21,879.53	0.00	5,580 46	0.00	0 00
958102105	WESTERN DIGITAL CORP COM		WDC					
290.0000	02/29/2012	Various	11,617.56	10,345.25	0 00	1,272 31	0.00	0.00
959319104	WESTN REFNG INC COM		WNR					
285.0000	02/29/2012	05/17/2011	5,164.02	4,414.84	0.00	749.18	0 00	0 00
285512109	ELECTRONIC ARTS		EA					
2245 0000	03/01/2012	Various	37,272.36	48,870.93	0 00	-11,598 57	0 00	0.00
720279108	PIER 1 IMPORTS INC COM		PIR					
330 0000	03/05/2012	11/10/2011	5,567.40	4,299.51	0.00	1,267.89	0 00	0 00
958102105	WESTERN DIGITAL CORP COM		WDC					
285.0000	03/05/2012	06/28/2011	10,898.23	10,128.55	0.00	769 68	0 00	0 00
30219E103	EXPRESS INC COM		EXPR					
419.0000	03/09/2012	Various	10,787 22	8,586 06	0 00	2,201 16	0 00	0 00
775781206	ROLLS ROYCE HOLDINGS PLC SPONSORED ADR ROLLS-RO SPONSORED ADR		RYCEY					
265.0000	03/09/2012	05/03/2011	17,288 20	13,941.33	0 00	3,346.87	0.00	0 00

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G4412G101	HERBALIFE LTD COM STK		HLF					
48.0000	03/09/2012	09/19/2011	3,360 74	2,761 18	0.00	599.56	0 00	0 00
00738A106	ADTRAN INC		ADTN					
425.0000	03/12/2012	Various	13,465 04	12,575 89	0.00	889 15	0 00	0.00
720279108	PIER 1 IMPORTS INC COM		PIR					
370 0000	03/12/2012	11/10/2011	6,370 75	4,820.66	0.00	1,550 09	0 00	0 00
G81276100	SIGNET JEWELERS LTD ORD USD0.18		SIG					
184 0000	03/12/2012	03/16/2011	8,971.29	7,726.45	0.00	1,244 84	0 00	0 00
127097103	CABOT OIL & GAS CORP CL A		COG					
123.0000	03/14/2012	11/29/2011	4,187 86	5,101.86	0.00	-914.00	0 00	0 00
412822108	HARLEY DAVIDSON INC		HOG					
134 0000	03/14/2012	Various	6,669.12	5,265.80	0.00	1,403.32	0 00	0 00
127097103	CABOT OIL & GAS CORP CL A		COG					
147.0000	03/16/2012	11/29/2011	4,939.66	6,097 34	0 00	-1,157 68	0 00	0 00
G81276100	SIGNET JEWELERS LTD ORD USD0.18		SIG					
71 0000	03/16/2012	03/16/2011	3,505.33	2,981 40	0 00	523 93	0 00	0 00
228227104	CROWN CASTLE INTL CORP COMMON STOCK		CCI					
424 0000	03/19/2012	Various	22,500.83	18,466.28	0 00	4,034 55	0 00	0 00

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91324P102	UNITEDHEALTH GROUP INC		UNH					
5000.0000	03/19/2012	02/03/2012	280,444 94	263,294.00	0.00	17,150.94	0 00	0 00
966837106	WHOLE FOODS MKT INC		WFM					
5000.0000	03/19/2012	10/26/2011	425,172.34	347,651.00	0.00	77,521.34	0 00	0 00
690742101	OWENS CORNING NEW COM STK		OC					
175.0000	03/20/2012	07/05/2011	6,337.29	6,737 30	0 00	-400 01	0 00	0 00
392483103	ADR GREEK ORGANISATION OF FOOTBALL PROGNOSTICS SA ADR		GOFPY					
1313 0000	03/21/2012	12/13/2011	6,234 28	6,059.50	0 00	174.78	0 00	0 00
127387108	CADENCE DESIGN SYS INC		CDNS					
836.0000	03/22/2012	Various	10,040 24	9,160.77	0 00	879.47	0.00	0 00
690742101	OWENS CORNING NEW COM STK		OC					
206.0000	03/23/2012	Various	7,325.80	7,750.76	0 00	-424 96	0.00	0 00
720279108	PIER 1 IMPORTS INC COM		PIR					
292.0000	03/23/2012	Various	5,263 31	3,630 19	0 00	1,633 12	0.00	0 00
86676H302	ADR SUN HUNG KAI PROP LTD NEW		SUHJY					
3770.0000	03/23/2012	11/11/2011	51,909 30	49,726.30	0.00	2,183 00	0 00	0.00
30215C101	EXPERIAN PLC		EXPGY					
2060 0000	04/02/2012	11/11/2011	32,119.62	27,561.98	0 00	4,557 64	0.00	0.00

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868157108	SUPERIOR ENERGY SERVICES INC COM		SPN					
959.1800	04/02/2012	Various	25,378.07	29,499.58	0.00	-4,121 51	0 00	0 00
404280406	ADR HSBC HLDGS PLC SPONSORED ADR NEW		HBC					
141 0000	04/03/2012	12/13/2011	6,288 45	5,386.91	0.00	901.54	0.00	0 00
438128308	HONDA MTR LTD ADR HONDA MTR LTD OF JAPAN		HMC					
187 0000	04/03/2012	01/10/2012	7,181.52	6,114.61	0 00	1,066 91	0 00	0.00
535223200	LINDE AG-SPONSORED ADR		LNEGY					
130.0000	04/03/2012	02/23/2012	2,337.34	2,185.66	0.00	151.68	0 00	0 00
66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098		NVS					
68.0000	04/03/2012	05/17/2011	3,810 75	4,109.72	0.00	-298 97	0.00	0 00
690742101	OWENS CORNING NEW COM STK		OC					
273 0000	04/03/2012	Various	9,491 82	10,023 77	0 00	-531 95	0 00	0 00
783513104	RYANAIR HLDGS PLC SPONSORED ADR		RYAAY					
397 0000	04/03/2012	07/25/2011	14,557 88	10,919 48	0 00	3,638 40	0 00	0 00
010199305	ADR AKZO NOBEL N V SPONSORED ADR		AKZOY					
440.0000	04/04/2012	05/03/2011	8,218.06	11,407 59	0 00	-3,189.53	0 00	0 00
054536107	AXA S A SPONSORED ADR		AXAHY					
799.0000	04/04/2012	05/03/2011	12,590.18	17,893.04	0.00	-5,302 86	0 00	0 00

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172755100	CIRRUS LOGIC INC COM		CRUS					
450.0000	04/04/2012	Various	10,346.03	9,733.38	0 00	612 65	0 00	0.00
25157Y202	DEUTSCHE POST AG SPONSORED ADR		DPSGY					
1274.0000	04/04/2012	05/03/2011	24,001.35	25,168 38	0 00	-1,167 03	0 00	0.00
36863N208	ADR GEMALTO NV SPONSORED ADR ADR		GTOMY					
525 0000	04/04/2012	12/13/2011	17,224 67	12,796.87	0 00	4,427.80	0.00	0.00
392483103	ADR GREEK ORGANISATION OF FOOTBALL PROGNOSTICS SA ADR		GOFPY					
301.0000	04/04/2012	12/13/2011	1,332.17	1,389.11	0.00	-56 94	0 00	0.00
535223200	LINDE AG-SPONSORED ADR		LNEGY					
564.0000	04/04/2012	02/23/2012	9,695.28	9,482 42	0.00	212.86	0 00	0 00
535678106	LINEAR TECHNOLOGY		LLTC					
397.0000	04/04/2012	01/26/2012	12,721.77	13,361.98	0 00	-640 21	0 00	0 00
626188106	ADR MUNICH RE GROUP ADR		MURGY					
1054.0000	04/04/2012	Various	15,618.97	17,252.34	0 00	-1,633.37	0 00	0.00
720279108	PIER 1 IMPORTS INC COM		PIR					
329 0000	04/04/2012	04/20/2011	5,964.16	3,987.94	0.00	1,976.22	0.00	0 00
73753A103	POSTNL N V SPONSORED ADR		PNLYY					
8098 0000	04/04/2012	12/13/2011	47,641.89	23,752.24	0 00	23,889 65	0 00	0.00

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747582104	QUALITY SYS INC COM STK		QSII					
45.0000	04/04/2012	02/08/2012	1,916 65	1,949 90	0.00	-33 25	0 00	0 00
761655406	#REORG/REXAM PLC REVERSE STOCK SPLIT REXAM PLC 2M1XAG1 EFF 01/28/2013		REXMY					
494 0000	04/04/2012	12/13/2011	16,654.80	13,462 04	0.00	3,192 76	0 00	0 00
824551105	ADR SHIN ETSU CHEM CO LTD ADR		SHECY					
4996.0000	04/04/2012	12/13/2011	71,282.34	59,426 92	0.00	11,855 42	0 00	0 00
835707100	ADR SONY FINL HLDGS INC ADR		SNYFY					
329.0000	04/04/2012	12/13/2011	5,864.20	5,056.27	0.00	807.93	0 00	0 00
878546209	ADR TECHNIP SPONSORED ADR TECHNIP-COLEXIP SEC#2856204 EFF 7/14/03		TKPPY					
40 0000	04/04/2012	Various	1,137.20	1,023.09	0 00	114.11	0.00	0.00
892331307	TOYOTA MOTOR CORP SP ADR REP2COM		TM					
50.0000	04/04/2012	12/13/2011	4,159.26	3,315 08	0 00	844.18	0 00	0 00
98982M107	ADR ZURICH FINL SVCS SPONSORED ADR							
402.0000	04/04/2012	12/13/2011	9,874 64	8,633 43	0 00	1,241 21	0 00	0 00
892331307	TOYOTA MOTOR CORP SP ADR REP2COM		TM					
75.0000	04/05/2012	12/13/2011	6,279 44	4,972 62	0.00	1,306 82	0 00	0 00
988415105	ADR YUE YUEN INDL-UNSP ADR ADR		YUEIY					
1279.0000	04/05/2012	05/03/2011	22,815.83	21,805 67	0 00	1,010 16	0 00	0 00

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2012 Tax Information Statement

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

Account Number: [redacted]
Recipient's Tax ID Number:

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address: Ref: AET
AMELIA PEABODY CHARITABLE FUND
EVAN C. PAGE
185 DEVONSHIRE STREET
SUITE 600
BOSTON, MA 02110

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Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
21036P108	CONSTELLATION BRANDS INC CL A		STZ					
1245.0000	04/09/2012	Various	26,386.80	26,483.10	0.00	-96.30	0 00	0 00
G491BT108	INVESCO LTD COM STK USD0.10		IVZ					
106.0000	04/09/2012	01/30/2012	2,680.70	2,409.34	0.00	271.36	0.00	0.00
278715206	EBIX INC FORMERLY EBIX COM INC TO 01/02/2004 COM NEW COM NEW		EBIX					
105.0000	04/10/2012	11/23/2011	2,315 25	2,015.36	0.00	299.89	0.00	0 00
48667L106	ADR KDDI CORP ADR		KDDIY					
6340 0000	04/10/2012	11/11/2011	100,315 59	120,637.52	0 00	-20,321.93	0 00	0 00
73172K104	POLYCOM INC		PLCM					
1565.0000	04/10/2012	Various	22,116 54	27,178.81	0 00	-5,062 27	0 00	0 00
808541106	SCHWEITZER-MAUDUIT INTL INC COM		SWM					
37.0000	04/10/2012	07/26/2011	2,496 38	2,158.54	0 00	337.84	0.00	0 00
G0229R108	ALTERRA CAPITAL HOLDINGS INC COM USD0.01		ALTE					
59.0000	04/10/2012	10/25/2011	1,315 28	1,307.82	0 00	7 46	0 00	0 00
535678106	LINEAR TECHNOLOGY		LLTC					
428 0000	04/11/2012	Various	13,832 64	14,267.04	0 00	-434 40	0 00	0 00
690742101	OWENS CORNING NEW COM STK		OC					
150 0000	04/11/2012	07/20/2011	5,073.13	5,328.15	0 00	-255 02	0 00	0 00

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17133Q502	ADR CHUNGHWA TELECOM CO LTD SPONSORED ADR NEW 2011		CHT					
1473.0000	04/16/2012	Various	44,616.18	46,624 11	0.00	-2,007.93	0.00	0 00
35177Q105	ADR FRANCE TELECOM		FTE					
1623.0000	04/16/2012	12/13/2011	21,456.37	26,045 09	0.00	-4,588.72	0.00	0 00
36160B105	ADR GDF SUEZ S A SPONSORED ADR ADR		GDFZY					
1861.0000	04/16/2012	Various	45,048 03	49,461.76	0.00	-4,413 73	0.00	0 00
827084864	ADR SILICONWARE PRECISION INDS LTD SPONSORED		SPIL					
1034.0000	04/16/2012	Various	6,060.97	4,597.79	0.00	1,463 18	0 00	0 00
879382208	TELEFONICA S A SPONSORED ADR		TEF					
2595.0000	04/16/2012	Various	38,175.46	45,569.55	0 00	-7,394.09	0 00	0.00
109641100	BRINKER INTL INC		EAT					
435 0000	04/17/2012	Various	12,188.91	11,782.00	0 00	406 91	0.00	0 00
124830100	CBL & ASSOC PPTYS INC COM		CBL					
190.0000	04/19/2012	05/09/2011	3,432 94	3,553.36	0 00	-120 42	0 00	0 00
501889208	LKQ CORP COM LKQ CORP		LKQ					
390.0000	04/20/2012	Various	11,908 97	10,079 61	0 00	1,829 36	0 00	0 00
73753A103	POSTNL N V SPONSORED ADR		PNLYY					
.7200	04/23/2012	12/13/2011	2 37	2 00	0.00	0.37	0.00	0 00

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571748102	MARSH & MCLENNAN COS INC		MMC					
210.0000	04/24/2012	06/20/2011	6,726 88	6,266.34	0 00	460 54	0 00	0 00
089302103	BIG LOTS INC		BIG					
1272.0000	04/25/2012	Various	44,800.09	56,631 34	0 00	-11,831 25	0 00	0 00
Y0486S104	AVAGO TECHNOLOGIES LTD		AVGO					
580.0000	04/25/2012	Various	20,028.20	20,609 35	0.00	-581.15	0 00	0.00
172755100	CIRRUS LOGIC INC COM		CRUS					
337 0000	04/26/2012	01/18/2012	9,147 27	6,983 72	0.00	2,163 55	0 00	0 00
472319102	JEFFERIES GROUP INC NEW		JEF					
653 0000	04/27/2012	Various	10,454 69	10,425 17	0.00	29 52	0 00	0 00
580037109	MCDERMOTT INTL INC COM		MDR					
160 0000	04/27/2012	07/21/2011	1,818 69	3,418 96	0 00	-1,600 27	0 00	0 00
78505P100	#REORG/ SXC HEALTH NAME CHANGE CATAMARANCORP 2J1YAT1 EFF 07/11/2012							
415.0000	04/27/2012	08/15/2011	37,965 57	22,796.65	0.00	15,168.92	0 00	0 00
G4412G101	HERBALIFE LTD COM STK		HLF					
246.0000	04/27/2012	Various	17,394 98	14,149.55	0 00	3,245 43	0 00	0 00
G7945M107	SEAGATE TECHNOLOGY PLC COM USD0 00001		STX					
792.0000	04/27/2012	Various	22,788.80	13,231 60	0 00	9,557 20	0 00	0 00

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73755L107	POTASH CORP OF SASKATCHEWAN INC		POT					
1645.0000	04/30/2012	11/11/2011	69,487.35	76,911.81	0.00	-7,424.46	0.00	0.00
337932107	FIRSTENERGY CORP		FE					
156.0000	05/01/2012	05/11/2011	7,403.59	6,641.73	0.00	761.86	0.00	0.00
64110D104	NETAPP INC COM STK		NTAP					
234.0000	05/01/2012	Various	9,429 47	10,205.79	0 00	-776.32	0 00	0.00
410120109	HANCOCK HLDG CO COM		HBHC					
729 0000	05/02/2012	Various	23,566 31	25,115 90	0 00	-1,549 59	0.00	0 00
36863N208	ADR GEMALTO NV SPONSORED ADR ADR		GTOMY					
886 0000	05/03/2012	12/13/2011	33,698.94	21,596 25	0.00	12,102.69	0 00	0.00
393122106	GREEN MTN COFFEE ROASTERS		GMCR					
620.0000	05/04/2012	Various	17,003 04	48,492.67	0.00	-31,489 63	0 00	0.00
78460A106	SNAM SPA UNSP ADR EA REPR 2 ORD SHS		SNMRY					
799 0000	05/07/2012	12/13/2011	7,291.21	6,981 90	0.00	309 31	0 00	0 00
037833100	APPLE COMPUTER INC		AAPL					
500.0000	05/08/2012	05/12/2011	284,948 61	172,004.00	0 00	112,944 62	0 00	0 00
62942M201	ADR NTT DOCOMO INC ADR		DCM					
3560.0000	05/08/2012	11/11/2011	58,461.72	65,074.31	0.00	-6,612.59	0 00	0.00

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68389X105	ORACLE CORPORATION		ORCL					
1000.0000	05/08/2012	05/12/2011	27,669.38	34,945.00	0 00	-7,275.62	0.00	0.00
09057G602	BIO-REFERENCE LABS INC COM PAR $0.01 NEWNEWCOM PAR $0.01 NEW		BRLI					
122.0000	05/09/2012	09/08/2011	2,617.15	2,521.30	0 00	95 85	0.00	0 00
14808P109	CASS INFORMATION SYS INC COM		CASS					
205 0000	05/09/2012	02/08/2012	7,739 47	8,245.02	0 00	-505 55	0 00	0.00
311642102	FARO TECHNOLOGIES INC COM		FARO					
45.0000	05/09/2012	02/08/2012	2,319 67	2,499 86	0 00	-180 19	0 00	0 00
349853101	FORWARD AIR CORPORATION		FWRD					
45.0000	05/09/2012	02/08/2012	1,414 32	1,575.95	0 00	-161.63	0 00	0 00
45773Y105	INNERWORKINGS INC COM		INWK					
175.0000	05/09/2012	02/08/2012	1,896.94	2,034.14	0 00	-137 20	0.00	0 00
577933104	MAXIMUS INC COM		MMS					
30.0000	05/09/2012	02/08/2012	1,396.00	1,347.02	0.00	48 98	0.00	0 00
705573103	PEGASYSTEMS INC COM		PEGA					
96 0000	05/09/2012	07/14/2011	3,088.28	4,489.16	0 00	-1,400 88	0 00	0 00
862685104	#REORG/STRATASYS INC STOCK MERGER STRATASYS LTD 2L1UAJ1 12/3/2012		SSYS					
45.0000	05/09/2012	02/08/2012	2,216 04	1,693.40	0 00	522.64	0 00	0 00

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412822108	HARLEY DAVIDSON INC		HOG					
255.0000	05/11/2012	08/23/2011	12,299.51	8,415.98	0.00	3,883.53	0 00	0 00
G491BT108	INVESCO LTD COM STK USD0.10		IVZ					
424.0000	05/11/2012	Various	9,786 50	9,438.99	0.00	347 51	0 00	0 00
204409601	ADR COMPANHIA ENERGETICA DE MINAS GERAISSPONSORED ADR PAR $0 01 REP NON VTG PFD		CIG					
.2500	05/14/2012	02/09/2012	4 12	4.23	0 00	-0 11	0 00	0 00
23918K108	DAVITA INC		DVA					
213.0000	05/14/2012	Various	17,444 73	16,872.31	0.00	572.42	0.00	0.00
302491303	FMC CORP NEW		FMC					
57 0000	05/14/2012	03/16/2012	5,981.27	5,696.61	0 00	284 66	0.00	0 00
46612J507	JDS UNIPHASE CORP COM PAR $0 001 COM PAR$0.001		JDSU					
1295.0000	05/14/2012	08/23/2011	13,830 28	13,415.16	0 00	415 12	0 00	0.00
362607301	ADR GAFISA S A SPONSORED ADR REPSTG 2 COM SHS		GFA					
3930.0000	05/15/2012	11/11/2011	13,376.61	28,663.46	0 00	-15,286 85	0 00	0 00
46625H100	J P MORGAN CHASE & CO		JPM					
10000.0000	05/15/2012	02/03/2012	369,724 71	383,335 00	0 00	-13,610 29	0 00	0 00
110448107	BRITISH AMERN TOB PLC SPONSORED ADR		BTI					
200 0000	05/16/2012	Various	19,573.82	19,235.52	0 00	338.30	0 00	0.00

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009126202	ADR AIR LIQUIDE ADR		AIQUY					
412.0000	05/17/2012	Various	9,775.94	10,473 94	0.00	-698.00	0.00	0.00
392483103	ADR GREEK ORGANISATION OF FOOTBALL PROGNOSTICS SA ADR		GOFPY					
2572.0000	05/17/2012	12/13/2011	6,994 39	11,869 78	0.00	-4,875.39	0.00	0.00
461202103	INTUIT		INTU					
236.0000	05/17/2012	Various	12,924 63	11,801.75	0 00	1,122 88	0.00	0.00
716473103	ADR PETROFAC LTD ADS .		POFCY					
1307 0000	05/17/2012	06/21/2011	15,614 88	16,081.06	0.00	-466.18	0 00	0 00
771195104	ROCHE HLDG LTD SPONSORED ADR		RHHBY					
426.0000	05/17/2012	Various	17,346 34	17,810 81	0 00	-464.47	0 00	0 00
00081T108	ACCO BRANDS CORP COM		ACCO					
80 8200	05/18/2012	12/16/2011	802 28	779 55	0 00	22.73	0 00	0.00
032654105	ANALOG DEVICES INC		ADI					
565.0000	05/21/2012	01/23/2012	19,946 77	22,342.81	0 00	-2,396.04	0 00	0 00
615369105	MOODYS CORP		MCO					
324.0000	05/21/2012	Various	11,654 86	12,650.11	0.00	-995.25	0.00	0.00
29248L104	ADR ENAGAS S A ADR		ENGGY					
1911 0000	05/22/2012	12/13/2011	15,864.56	17,825 62	0 00	-1,961.06	0 00	0.00

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392483103	ADR GREEK ORGANISATION OF FOOTBALL PROGNOSTICS SA ADR		GOFPY					
7164.0000	05/22/2012	12/13/2011	17,790.68	33,061.86	0 00	-15,271 18	0 00	0.00
437306103	HOME PROPS INC COM		HME					
145 0000	05/22/2012	Various	8,688.23	8,235.72	0.00	452.51	0 00	0 00
69351T106	PPL CORP		PPL					
512.0000	05/22/2012	Various	13,977 28	15,194 97	0 00	-1,217.69	0 00	0.00
G7945M107	SEAGATE TECHNOLOGY PLC COM USD0.00001		STX					
481.0000	05/22/2012	Various	12,640 48	7,703 39	0 00	4,937 09	0 00	0.00
23918K108	DAVITA INC		DVA					
22.0000	05/23/2012	Various	1,766.47	1,665 20	0.00	101.27	0.00	0.00
30219E103	EXPRESS INC COM		EXPR					
1607.0000	05/23/2012	Various	28,723.51	33,004 93	0.00	-4,281.42	0 00	0.00
55345K103	MRC GLOBAL INC COM		MRC					
105 0000	05/23/2012	05/10/2012	2,147 41	2,177 36	0 00	-29.95	0 00	0.00
009126202	ADR AIR LIQUIDE ADR		AIQUY					
.9000	05/25/2012	12/13/2011	20 07	19 51	0 00	0.56	0 00	0.00
20440W105	ADR COMPANHIA SIDERURGICA NACIONAL SPONSORED ADR REPSTG ORD SHS		SID					
7595 0000	05/25/2012	Various	49,270.70	62,018 49	0 00	-12,747.79	0 00	0.00

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25243Q205	ADR DIAGEO PLC SPONSORED ADR NEW		DEO					
40.0000	05/25/2012	02/09/2012	3,780 07	3,717.12	0 00	62 95	0 00	0 00
827084864	ADR SILICONWARE PRECISION INDS LTD SPONSORED		SPIL					
5216.0000	05/25/2012	12/13/2011	25,164 55	22,337 52	0 00	2,827 03	0 00	0 00
881575302	TESCO PLC SPONSORED ADR		TSCDY					
1915 0000	05/25/2012	12/13/2011	27,811 32	34,771 80	0 00	-6,960.48	0.00	0.00
46625H100	J P MORGAN CHASE & CO		JPM					
15000 0000	05/29/2012	02/03/2012	501,057.76	575,002 50	0.00	-73,944 74	0.00	0.00
654802206	ADR NITTO DENKO CORP ADR		NDEKY					
1727 0000	05/29/2012	Various	68,163.86	67,043.84	0.00	1,120.02	0 00	0.00
G7945M107	SEAGATE TECHNOLOGY PLC COM USD0.00001		STX					
892 0000	05/30/2012	Various	22,009 71	13,921 35	0 00	8,088 36	0.00	0.00
172755100	CIRRUS LOGIC INC COM		CRUS					
203.0000	05/31/2012	01/18/2012	5,670 21	4,206 81	0 00	1,463 40	0 00	0 00
670100205	NOVO NORDISK A S ADR		NVO					
390.0000	06/01/2012	11/11/2011	51,036.89	43,365.19	0 00	7,671.70	0 00	0 00
69351T106	PPL CORP		PPL					
429.0000	06/01/2012	01/05/2012	11,754.42	12,342 84	0.00	-588 42	0.00	0 00

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01988P108	ALLSCRIPTS HEALTHCARE SOLUTIONS INC		MDRX					
85.0000	06/04/2012	02/08/2012	897 62	1,791.16	0.00	-893.54	0 00	0 00
055434203	BG PLC ADR FIN INST N		BRGYY					
997 0000	06/06/2012	11/11/2011	19,102 10	21,890 13	0 00	-2,788 03	0 00	0 00
444903108	HUMAN GENOME SCIENCES INC							
100.0000	06/06/2012	02/03/2012	1,332.54	1,025.03	0.00	307.51	0 00	0.00
670849108	ADR OGX PETROLEO E GAS PARTICIPACOES S ASPONSORED ADR ADR		OGXPY					
3925.0000	06/06/2012	11/11/2011	19,281 12	31,986.01	0.00	-12,704 89	0 00	0.00
696429307	PALL CORP		PLL					
99 0000	06/06/2012	03/02/2012	5,431.93	6,248.20	0 00	-816 27	0.00	0 00
811065101	SCRIPPS NETWORKS INTERACTIVE INC CL A COM STK		SNI					
70.0000	06/06/2012	12/14/2011	3,826.72	2,900.11	0.00	926.61	0 00	0 00
M22465104	CHECK POINT SOFTWARE TECH ORD		CHKP					
108 0000	06/06/2012	08/15/2011	5,715.63	6,125 42	0.00	-409 79	0 00	0 00
109641100	BRINKER INTL INC		EAT					
324 0000	06/07/2012	Various	10,199 90	8,240 35	0 00	1,959 55	0 00	0 00
125896100	CMS ENERGY CORP		CMS					
520 0000	06/07/2012	Various	12,175 63	11,374.82	0 00	800.81	0 00	0.00

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CHICAGO, IL 60680

Account Number: [redacted]
Recipient's Tax ID Number:

☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address: Ref. AET
AMELIA PEABODY CHARITABLE FUND
EVAN C. PAGE
185 DEVONSHIRE STREET
SUITE 600
BOSTON, MA 02110

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Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
670849108	ADR OGX PETROLEO E GAS PARTICIPACOES S ASPONSORED ADR ADR		OGXPY					
15 0000	06/07/2012	11/11/2011	74.24	122.24	0 00	-48.00	0 00	0 00
864323100	ADR SUBSEA 7 S A SPONSORED ADR		SUBCY					
876 0000	06/07/2012	11/11/2011	17,183.73	17,717.36	0.00	-533.63	0.00	0.00
444903108	HUMAN GENOME SCIENCES INC							
539.0000	06/08/2012	02/03/2012	7,157 76	5,524.90	0.00	1,632.86	0 00	0 00
670849108	ADR OGX PETROLEO E GAS PARTICIPACOES S ASPONSORED ADR ADR		OGXPY					
3210 0000	06/08/2012	11/11/2011	15,318.07	26,159.25	0.00	-10,841 18	0.00	0.00
66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098		NVS					
38.1200	06/11/2012	01/31/2012	1,996 50	2,075 40	0.00	-78 90	0 00	0.00
172908105	CINTAS CORP		CTAS					
884.0000	06/12/2012	Various	32,069 04	33,198 16	0 00	-1,129.12	0 00	0 00
920355104	VALSPAR CORP		VAL					
285.0000	06/13/2012	Various	13,971.48	13,206 81	0 00	764 67	0 00	0 00
779376102	ROVI CORP COM		ROVI					
275.0000	06/14/2012	Various	5,846 88	12,899 89	0.00	-7,053 01	0 00	0 00
055622104	BP AMOCO P L C SPONSORED ADR		BP					
925 0000	06/15/2012	Various	36,744 42	41,025.82	0 00	-4,281.40	0 00	0 00

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832248108	SMITHFIELD FOODS INC		SFD					
520.0000	06/15/2012	08/05/2011	9,841 56	10,349.04	0.00	-507.48	0 00	0 00
707887105	PENN WEST PETROLEUM LTD COM STK		PWE					
2390.0000	06/19/2012	11/11/2011	32,252.55	43,496 09	0 00	-11,243 54	0.00	0 00
811065101	SCRIPPS NETWORKS INTERACTIVE INC CL A COM STK		SNI					
171.0000	06/19/2012	12/14/2011	9,708.32	7,084.55	0.00	2,623 77	0.00	0 00
847560109	SPECTRA ENERGY CORP COM STK		SE					
245.0000	06/19/2012	11/03/2011	6,836.61	7,070.54	0 00	-233.93	0.00	0 00
847560109	SPECTRA ENERGY CORP COM STK		SE					
196.0000	06/19/2012	Various	5,479 96	5,484 40	0.00	-4.44	0 00	0.00
920355104	VALSPAR CORP		VAL					
257.0000	06/19/2012	02/10/2012	12,333.74	11,412.34	0 00	921.40	0 00	0 00
M22465104	CHECK POINT SOFTWARE TECH ORD		CHKP					
42.0000	06/19/2012	08/15/2011	2,043 55	2,382 11	0 00	-338.56	0.00	0.00
109641100	BRINKER INTL INC		EAT					
293.0000	06/20/2012	12/02/2011	9,258.99	7,068 80	0 00	2,190.19	0.00	0 00
172755100	CIRRUS LOGIC INC COM		CRUS					
700.0000	06/20/2012	Various	21,089.48	14,204 04	0 00	6,885 44	0 00	0 00

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25243Q205	ADR DIAGEO PLC SPONSORED ADR NEW		DEO					
770.0000	06/20/2012	11/11/2011	77,388 81	65,710.88	0 00	11,677.93	0 00	0 00
07317Q105	BAYTEX ENERGY CORP COM		BTE					
1470.0000	06/21/2012	11/11/2011	57,097 78	78,689 10	0 00	-21,591 32	0 00	0 00
65473P105	NISOURCE INC		NI					
532.0000	06/21/2012	Various	13,196 42	12,621.74	0.00	574.68	0 00	0 00
811065101	SCRIPPS NETWORKS INTERACTIVE INC CL A COM STK		SNI					
159.0000	06/21/2012	12/14/2011	8,814 44	6,587.39	0 00	2,227 05	0.00	0 00
109641100	BRINKER INTL INC		EAT					
288.0000	06/22/2012	12/02/2011	8,870.40	6,948.17	0 00	1,922.23	0 00	0.00
847560109	SPECTRA ENERGY CORP COM STK		SE					
459 0000	06/22/2012	10/19/2011	12,799 84	12,686.40	0.00	113 44	0 00	0 00
167250109	ADR CHICAGO BRDG & IRON CO N V N Y REGISTRY SH NV		CBI					
60 0000	06/25/2012	10/05/2011	2,092 88	1,709.41	0 00	383 47	0 00	0 00
212015101	CONTINENTAL RES INC COM		CLR					
56.0000	06/25/2012	08/10/2011	3,520.49	2,935 25	0 00	585 24	0.00	0 00
413086109	HARMAN INTERNATIONAL INDUSTRIES		HAR					
190.0000	06/25/2012	01/18/2012	7,043 09	8,070 49	0 00	-1,027 40	0 00	0.00

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74022D308	PRECISION DRILLING CORPORATION COM STK		PDS					
2239.0000	06/25/2012	11/11/2011	13,620.63	26,469 24	0.00	-12,848.61	0.00	0.00
74022D308	PRECISION DRILLING CORPORATION COM STK		PDS					
397.0000	06/26/2012	Various	2,337.77	4,452.09	0 00	-2,114.32	0.00	0.00
74022D308	PRECISION DRILLING CORPORATION COM STK		PDS					
3656.0000	06/27/2012	Various	22,063.09	36,855 85	0.00	-14,792.76	0 00	0 00
78442P106	SLM CORPORATION SECURITIES		SLM					
760.0000	06/27/2012	06/28/2011	11,484.80	12,893 30	0 00	-1,408 50	0 00	0 00
055262505	BASF AG SPONSORED ADR 00		BASFY					
227.0000	06/28/2012	03/13/2012	14,632.82	19,660.40	0.00	-5,027.58	0 00	0 00
225401108	CREDIT SUISSE GROUP SPONSORED ADR		CS					
904 0000	06/28/2012	11/11/2011	15,389.62	22,652 25	0.00	-7,262.63	0 00	0 00
553530106	MSC INDL DIRECT INC CL A		MSM					
227.0000	06/28/2012	Various	14,750.52	17,075 89	0.00	-2,325.37	0 00	0.00
571748102	MARSH & MCLENNAN COS INC		MMC					
130.0000	06/28/2012	08/25/2011	4,048.72	3,703 08	0 00	345.64	0.00	0.00
594901100	MICROS SYS INC		MCRS					
209 0000	06/28/2012	Various	10,070 48	10,693 13	0 00	-622 65	0 00	0 00

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73753A103	POSTNL N V SPONSORED ADR		PNLYY					
8460.0000	06/28/2012	05/22/2012	31,882 48	30,714.87	0.00	1,167.61	0 00	0.00
78442P106	SLM CORPORATION SECURITIES		SLM					
500.0000	06/28/2012	06/28/2011	7,526.97	8,482.44	0.00	-955.47	0 00	0 00
80687P106	ADR SCHNEIDER ELEC SA ADR		SBGSY					
301.0000	06/28/2012	11/11/2011	3,018.95	3,440.70	0 00	-421.75	0.00	0 00
N7902X106	SENSATA TECHNOLOGIES HLDG BV		ST					
665.0000	06/28/2012	01/12/2012	17,571.64	18,325 86	0.00	-754 22	0.00	0 00
80687P106	ADR SCHNEIDER ELEC SA ADR		SBGSY					
1103 0000	06/29/2012	11/11/2011	11,726.84	12,608.28	0.00	-881 44	0.00	0 00
16753TAH4	CHICAGO ILL HSG AUTH CAP PROG REV 5.375%07-01-2013 BEO							
250000.0000	07/02/2012	09/29/2011	250,000 00	250,000 00	0 00	0.00	0 00	0 00
14888B103	#REORG/ CATALYST CASH & STOCK MERGER SXCHEALTH SOLUTN 2034285 EFF 07/03/2012							
303.0000	07/03/2012	Various	19,661.43	17,229 92	0 00	2,431.51	0 00	0.00
535223200	LINDE AG-SPONSORED ADR		LNEGY					
1652 0000	07/03/2012	02/23/2012	25,158.55	27,774.75	0.00	-2,616.20	0 00	0 00
018804104	ALLIANT TECHSYSTEMS INC		ATK					
540 0000	07/05/2012	Various	27,162.91	31,020.04	0 00	-3,857.13	0 00	0 00

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096761101	BOB EVANS FARMS INC		BOBE					
36.0000	07/05/2012	04/10/2012	1,447.94	1,319.63	0.00	128 31	0.00	0.00
254067101	DILLARDS INC CL A		DDS					
510 0000	07/05/2012	12/15/2011	32,465 62	22,796.74	0.00	9,668.88	0 00	0 00
05964H105	BANCO SANTANDER S A.		SAN					
1565.0000	07/06/2012	12/13/2011	9,401 39	11,537.96	0.00	-2,136 57	0 00	0.00
36863N208	ADR GEMALTO NV SPONSORED ADR ADR		GTOMY					
826.0000	07/06/2012	12/13/2011	28,864.51	20,133 75	0.00	8,730 76	0 00	0 00
552676108	M D C HLDGS INC		MDC					
261.0000	07/06/2012	06/01/2012	8,437.45	7,092.17	0 00	1,345 28	0 00	0 00
G491BT108	INVESCO LTD COM STK USD0.10		IVZ					
515.0000	07/06/2012	10/25/2011	11,238 34	9,800.13	0 00	1,438 21	0.00	0 00
05845R306	ADR BALFOUR BEATTY PLC SPONSORED ADR REPSTG 2 SHS		BAFYY					
.7500	07/10/2012	07/09/2012	6 40	7.38	0 00	-0 98	0.00	0 00
583334107	MEADWESTVACO CORP		MWV					
68.0000	07/10/2012	12/16/2011	1,916 83	1,739.07	0.00	177.76	0.00	0 00
278715206	EBIX INC FORMERLY EBIX COM INC TO 01/02/2004 COM NEW COM NEW		EBIX					
100.0000	07/11/2012	02/08/2012	1,987.77	2,609 65	0 00	-621.88	0 00	0 00

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27875T101	ECHO GLOBAL LOGISTICS INC COM		ECHO					
105.0000	07/11/2012	02/08/2012	1,992 66	1,875.34	0 00	117 32	0 00	0.00
501889208	LKQ CORP COM LKQ CORP		LKQ					
30.0000	07/11/2012	02/08/2012	1,023 01	958.41	0.00	64 60	0 00	0 00
73640Q105	PORTFOLIO RECOVERY ASSOCS INC COM		PRAA					
25 0000	07/11/2012	02/08/2012	2,216.74	1,771.83	0.00	444 91	0 00	0.00
854502101	STANLEY BLACK & DECKER INC COM		SWK					
377 0000	07/11/2012	Various	22,578 54	28,928.98	0 00	-6,350 44	0 00	0 00
46120E602	INTUITIVE SURGICAL INC COM NEW STK		ISRG					
78.0000	07/12/2012	Various	41,570.92	31,046 63	0.00	10,524 29	0 00	0.00
018581108	ALLIANCE DATA SYSTEMS CORP		ADS					
28.0000	07/13/2012	07/12/2012	3,703.61	3,681.44	0 00	22 17	0 00	0.00
105105100	ADR BRAMBLES LTD ADR		BMBLY					
.0000	07/13/2012	Various	54 86	0.00	0 00	54.86	0 00	0 00
512807108	LAM RESEARCH CORP		LRCX					
994.0000	07/13/2012	Various	33,642.96	42,829 74	0 00	-9,186.78	0 00	0.00
594901100	MICROS SYS INC		MCRS					
273.0000	07/13/2012	07/14/2011	13,272 79	13,879 62	0 00	-606 83	0 00	0.00

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009126202	ADR AIR LIQUIDE ADR		AIQUY					
423 0000	07/16/2012	12/13/2011	9,089 16	9,169 49	0 00	-80.33	0.00	0 00
57586EXF3	MASSACHUSETTS ST HEALTH & EDL FACS AUTH REV 5.125% 07-15-2037 BEO							
250000.0000	07/16/2012	08/23/2011	250,000 00	250,000.00	0 00	0 00	0.00	0 00
020002101	ALLSTATE CORP		ALL					
1022.0000	07/17/2012	Various	34,712 27	31,681.50	0 00	3,030.77	0.00	0 00
774991533	ROLLS ROYCE C SHARES							
2515.0000	07/17/2012	07/16/2012	2,067.67	2,515 00	0 00	-447.33	0.00	0.00
055622104	BP AMOCO P L C SPONSORED ADR		BP					
153.0000	07/19/2012	05/21/2012	6,401.47	5,772 69	0 00	628 78	0.00	0 00
436106108	HOLLYFRONTIER CORP COM		HFC					
127.0000	07/19/2012	Various	4,602.02	4,484 91	0 00	117.11	0 00	0 00
444903108	HUMAN GENOME SCIENCES INC							
1446.0000	07/20/2012	Various	20,518.27	14,079.99	0 00	6,438 28	0.00	0.00
56585A102	MARATHON PETE CORP COM		MPC					
198.0000	07/20/2012	Various	8,956.43	8,138 66	0 00	817.77	0 00	0 00
767204100	RIO TINTO PLC		RIO					
1600.0000	07/20/2012	11/11/2011	72,966 04	88,855 20	0 00	-15,889 16	0 00	0 00

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148887102	CATAMARAN CORP		CTRX					
.3400	07/23/2012	03/14/2012	31 18	32.48	0 00	-1.30	0 00	0 00
031100100	AMETEK INC NEW		AME					
559.0000	07/25/2012	07/13/2012	17,697.58	18,608 49	0 00	-910 91	0 00	0 00
156782104	CERNER CORP		CERN					
90.0000	07/25/2012	08/15/2011	6,802.34	5,355 94	0 00	1,446.40	0 00	0 00
544147101	LORILLARD INC COM STK		LO					
140.0000	07/25/2012	09/30/2011	18,263.20	15,697.12	0 00	2,566 08	0 00	0.00
56585A102	MARATHON PETE CORP COM		MPC					
166.0000	07/25/2012	Various	7,348.01	6,720 88	0 00	627.13	0 00	0.00
85590A401	STARWOOD HOTELS & RESORTS		HOT					
45 0000	07/25/2012	10/24/2011	2,247 74	2,247 53	0 00	0 21	0 00	0.00
126132109	CNOOC LTD SPND ADR 00		CEO					
58.0000	07/26/2012	06/19/2012	11,262 85	11,514 68	0 00	-251 83	0 00	0.00
67018T105	NU SKIN ENTERPRISES INC CL A		NUS					
338.0000	07/27/2012	Various	17,093 35	14,549.43	0 00	2,543 92	0 00	0 00
900148701	ADR TURKIYE GARANTI BANKASI A S SPONSORED ADR REPSTG 2000 SHS		TKGBY					
10510.0000	07/27/2012	11/11/2011	40,232.42	38,889 10	0 00	1,343 32	0.00	0 00

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36863N208	ADR GEMALTO NV SPONSORED ADR ADR		GTOMY					
312.0000	07/31/2012	12/13/2011	12,040 01	7,605.00	0.00	4,435.01	0 00	0.00
009126202	ADR AIR LIQUIDE ADR		AIQUY					
449.0000	08/02/2012	12/13/2011	9,802 45	9,733 09	0 00	69.36	0 00	0.00
887389104	TIMKEN CO		TKR					
493 0000	08/03/2012	Various	18,569 41	22,490.44	0.00	-3,921 03	0 00	0 00
02503X105	AMERICAN CAP AGY CORP COM REIT FUND		AGNC					
398.0000	08/07/2012	Various	13,122 72	11,853 17	0.00	1,269 55	0 00	0 00
02503X105	AMERICAN CAP AGY CORP COM REIT FUND		AGNC					
423.0000	08/07/2012	04/10/2012	13,879.79	12,622.28	0.00	1,257 51	0.00	0 00
12637N105	ADR CSL LTD ADR		CMXHY					
1356.0000	08/07/2012	11/11/2011	28,448.90	21,708.34	0 00	6,740 56	0 00	0 00
88706M103	TIM HORTONS INC COM		THI					
577.0000	08/10/2012	Various	29,487 08	29,234.51	0.00	252.57	0 00	0 00
115637209	BROWN FORMAN CORP 00		BF/B					
.5000	08/13/2012	06/28/2012	30 53	31.43	0.00	-0.90	0.00	0.00
76122Q105	RESOURCES CONNECTION INC COM		RECN					
115.0000	08/13/2012	02/08/2012	1,375.71	1,530 53	0 00	-154 82	0 00	0 00

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185 DEVONSHIRE STREET
SUITE 600
BOSTON, MA 02110

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139594105	CAPELLA ED CO COM		CPLA					
25.0000	08/14/2012	02/08/2012	774.32	1,121 47	0.00	-347.15	0.00	0.00
225401108	CREDIT SUISSE GROUP SPONSORED ADR		CS					
0000	08/14/2012	Various	57.66	0.00	0 00	57 66	0.00	0 00
878546209	ADR TECHNIP SPONSORED ADR TECHNIP-COLEXIP SEC#2856204 EFF 7/14/03		TKPPY					
57.0000	08/14/2012	05/22/2012	1,503.05	1,380.32	0.00	122 73	0.00	0 00
878546209	ADR TECHNIP SPONSORED ADR TECHNIP-COLEXIP SEC#2856204 EFF 7/14/03		TKPPY					
381.0000	08/15/2012	05/22/2012	10,108 16	9,226 37	0.00	881 79	0 00	0 00
36863N208	ADR GEMALTO NV SPONSORED ADR ADR		GTOMY					
471.0000	08/16/2012	12/13/2011	16,661 40	11,480 63	0.00	5,180.77	0 00	0 00
835707100	ADR SONY FINL HLDGS INC ADR		SNYFY					
1655.0000	08/16/2012	12/13/2011	27,576 46	25,435.03	0.00	2,141.43	0 00	0 00
044209104	ASHLAND INC NEW COM		ASH					
87.0000	08/17/2012	Various	6,458.06	5,913.08	0.00	544 98	0 00	0 00
05382A104	ADR AVIVA PLC ADR		AV					
194 0000	08/17/2012	04/04/2012	2,001.23	2,021 87	0.00	-20 64	0 00	0.00
110448107	BRITISH AMERN TOB PLC SPONSORED ADR		BTI					
44.0000	08/17/2012	01/10/2012	4,606 13	4,127 75	0 00	478 38	0 00	0 00

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THE NORTHERN TRUST COMPANY
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126132109	CNOOC LTD SPND ADR 00		CEO					
7.0000	08/17/2012	05/17/2012	1,399.47	1,270.62	0.00	128.85	0 00	0.00
29248L104	ADR ENAGAS S A ADR		ENGGY					
214.0000	08/17/2012	12/13/2011	1,962.32	1,996.17	0.00	-33.85	0.00	0.00
37636P108	ADR GIVAUDAN SA ADR		GVDNY					
230 0000	08/17/2012	02/07/2012	4,303 27	4,475.64	0.00	-172.37	0.00	0.00
404280406	ADR HSBC HLDGS PLC SPONSORED ADR NEW		HBC					
86.0000	08/17/2012	12/13/2011	3,838 52	3,285 63	0 00	552 89	0 00	0 00
438128308	HONDA MTR LTD ADR HONDA MTR LTD OF JAPAN		HMC					
73.0000	08/17/2012	01/10/2012	2,427.54	2,386.98	0.00	40.56	0 00	0.00
48667L106	ADR KDDI CORP ADR		KDDIY					
73.0000	08/17/2012	10/26/2011	1,281.84	1,350.52	0.00	-68 68	0 00	0.00
66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098		NVS					
31.0000	08/17/2012	01/31/2012	1,865 84	1,687.76	0 00	178.08	0.00	0 00
758204200	ADR REED ELSEVIER N V SPONSORED ADR NEW STK NEW		ENL					
171 0000	08/17/2012	04/04/2012	4,263 72	4,334.78	0 00	-71 06	0 00	0.00
761655406	#REORG/REXAM PLC REVERSE STOCK SPLIT REXAM PLC 2M1XAG1 EFF 01/28/2013		REXMY					
94 0000	08/17/2012	12/13/2011	3,245 74	2,561.60	0 00	684.14	0 00	0 00

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771195104	ROCHE HLDG LTD SPONSORED ADR		RHHBY					
28 0000	08/17/2012	12/13/2011	1,260.52	1,160.43	0 00	100 09	0 00	0 00
78460A106	SNAM SPA UNSP ADR EA REPR 2 ORD SHS		SNMRY					
237.0000	08/17/2012	12/13/2011	1,910 29	2,070 98	0 00	-160 69	0 00	0 00
82930C106	ADR SINGAPORE AIRLS LTD ADR		SINGY					
175.0000	08/17/2012	04/04/2012	3,029.17	2,993 95	0 00	35.22	0.00	0 00
892331307	TOYOTA MOTOR CORP SP ADR REP2COM		TM					
65.0000	08/17/2012	12/13/2011	5,354.13	4,309 60	0 00	1,044 53	0.00	0 00
989825104	ADR ZURICH INS GROUP LTD SPONSORED		ZURVY					
152.0000	08/17/2012	12/13/2011	3,583.93	3,264.38	0.00	319.55	0.00	0 00
H89231338	UBS AG SHS COM		UBS					
241 0000	08/17/2012	12/13/2011	2,645 26	2,854.64	0.00	-209.38	0.00	0.00
044209104	ASHLAND INC NEW COM		ASH					
125 0000	08/21/2012	Various	9,216 36	8,452.72	0.00	763.64	0.00	0.00
253651103	DIEBOLD INC COM		DBD					
682 0000	08/21/2012	Various	22,941.57	27,176.97	0 00	-4,235 40	0 00	0 00
767204100	RIO TINTO PLC		RIO					
531.0000	08/21/2012	Various	25,653 93	27,324.61	0.00	-1,670.68	0 00	0 00

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88706M103	TIM HORTONS INC COM		THI					
537.0000	08/21/2012	Various	27,558.56	26,208.23	0 00	1,350 33	0.00	0 00
010199305	ADR AKZO NOBEL N V SPONSORED ADR		AKZOY					
467 0000	08/22/2012	11/11/2011	8,662.65	7,916.94	0.00	745 71	0 00	0.00
013904305	ADR ALCATEL ALSTHOM SPONSORED ADR ISIN #US0139043055		ALU					
1982.0000	08/22/2012	11/11/2011	2,300.84	4,042.09	0 00	-1,741.25	0 00	0 00
041232109	ADR ARKEMA SPONSORED ADR		ARKAY					
61.0000	08/22/2012	05/02/2012	5,342 86	5,449 47	0 00	-106 61	0 00	0 00
052800109	AUTOLIV INC		ALV					
2.0000	08/22/2012	07/30/2012	121 90	113.92	0 00	7.98	0 00	0.00
055262505	BASF AG SPONSORED ADR 00		BASFY					
15.0000	08/22/2012	03/13/2012	1,176 27	1,299 15	0 00	-122.88	0 00	0 00
055434203	BG PLC ADR FIN INST N		BRGYY					
157.0000	08/22/2012	11/11/2011	3,238.83	3,447.09	0.00	-208.26	0.00	0.00
064149107	BANK N S HALIFAX COM STK		BNS					
41.0000	08/22/2012	08/03/2012	2,186.89	2,127 45	0 00	59 44	0 00	0 00
105105100	ADR BRAMBLES LTD ADR		BMBLY					
256 0000	08/22/2012	05/02/2012	3,537 84	3,958 22	0 00	-420 38	0 00	0 00

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108441205	BRIDGESTONE CORP ADR-EACH CNV INTO 10 ORD Y50		BRDCY					
41.0000	08/22/2012	02/29/2012	1,952 37	2,009.37	0.00	-57.00	0.00	0 00
120738406	ADR BUNZL PLC SPONSORED ADR NEW TO SEC # 2014278 EFF 6/6/05		BZLFY					
76 0000	08/22/2012	11/11/2011	6,608 81	5,015 24	0 00	1,593.57	0 00	0 00
126132109	CNOOC LTD SPND ADR 00		CEO					
5 0000	08/22/2012	06/19/2012	960.37	992 64	0 00	-32 27	0 00	0 00
12637N105	ADR CSL LTD ADR		CMXHY					
224.0000	08/22/2012	11/11/2011	4,936 85	3,586 04	0.00	1,350 81	0 00	0 00
12776P200	ADR CAIRN ENERGY PLC ADR NEW ADR UNSP ADR EA REPR 2 ORD SHS		CRNCY					
367.0000	08/22/2012	07/30/2012	3,405 68	3,360 51	0 00	45.17	0.00	0.00
15135U109	CENOVUS ENERGY INC COM		CVE					
179 0000	08/22/2012	11/11/2011	5,964.94	5,980 43	0.00	-15 49	0.00	0 00
16941M109	CHINA MOBILE HONG KONG LTD SPONSORED ADR		CHL					
54.0000	08/22/2012	09/20/2011	2,871.65	2,796 55	0 00	75.10	0 00	0 00
192446102	COGNIZANT TECHNOLOGY SOLUTION CL A		CTSH					
36 0000	08/22/2012	05/07/2012	2,328.42	2,121 30	0 00	207 12	0 00	0.00
220874101	CORUS ENTMT INC CL B NON VTG		CJREF					
216.0000	08/22/2012	11/11/2011	5,019 72	4,110.48	0 00	909 24	0 00	0.00

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225401108	CREDIT SUISSE GROUP SPONSORED ADR		CS					
82.0000	08/22/2012	11/11/2011	1,568.61	2,051.56	0.00	-482.95	0.00	0.00
251542106	ADR DEUTSCHE BOERSE ADR		DBOEY					
509.0000	08/22/2012	02/20/2012	2,616 19	3,466.24	0.00	-850 05	0 00	0.00
251566105	DEUTSCHE TELEKOM AG SPONSORED ADR		DTEGY					
61 0000	08/22/2012	11/11/2011	724.05	789 95	0.00	-65 90	0 00	0.00
279158109	ADR ECOPETROL S A SPONSORED ADS		EC					
27.0000	08/22/2012	06/22/2012	1,605.65	1,552.76	0.00	52 89	0 00	0.00
294821608	ERICSSON L M TEL CO ADR CL B		ERIC					
166.0000	08/22/2012	11/11/2011	1,618.46	1,722 40	0 00	-103 94	0.00	0 00
30215C101	EXPERIAN PLC		EXPGY					
469 0000	08/22/2012	11/11/2011	7,442 86	6,275.03	0 00	1,167.83	0 00	0 00
307305102	FANUC CORPORATION		FANUY					
68.0000	08/22/2012	02/15/2012	1,889.68	1,990.22	0.00	-100.54	0.00	0 00
358029106	FRESENIUS MED CARE AG & CO.KGAA EACH REPR 1/3 NPV		FMS					
138 0000	08/22/2012	11/11/2011	9,800.37	9,675.53	0.00	124 84	0 00	0 00
37636P108	ADR GIVAUDAN SA ADR		GVDNY					
426 0000	08/22/2012	11/11/2011	7,889.34	7,621.14	0 00	268 20	0 00	0 00

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380956409	GOLDCORP INC NEW COMMON		GG					
176 0000	08/22/2012	11/11/2011	7,060 96	9,419.43	0.00	-2,358 47	0.00	0.00
450936109	ADR ICAP PLC SPONSORED ADR REPSTG 2 ORD SH ADR		IAPLY					
331.0000	08/22/2012	04/03/2012	3,455 56	4,259 47	0.00	-803 91	0.00	0 00
45672B107	ADR INFORMA PLC		IFPJY					
372.0000	08/22/2012	11/11/2011	4,690 81	4,568 16	0.00	122.65	0.00	0 00
48206M102	ADR JUPITER TELECOMMUNICATION CO LTD ADR		JUPIY					
17.0000	08/22/2012	11/11/2011	1,129 96	1,180 31	0 00	-50 35	0 00	0 00
500467402	ADR KONINKLIJKE AHOLD NV SPONSORED ADR 2007		AHONY					
554 0000	08/22/2012	11/11/2011	7,168.59	7,124.44	0 00	44 15	0.00	0 00
502117203	ADR L OREAL CO ADR		LRLCY					
166.0000	08/22/2012	11/11/2011	4,144.93	3,590.58	0.00	554 35	0.00	0 00
535223200	LINDE AG-SPONSORED ADR		LNEGY					
792.0000	08/22/2012	11/11/2011	12,275 73	12,046.32	0.00	229 41	0 00	0.00
644535106	NEW GOLD INC CDA COM		NGD					
766 0000	08/22/2012	11/11/2011	8,479 43	9,139 30	0 00	-659.87	0.00	0.00
65557A206	ADR NORDEA BK AB SWEDEN		NRBAY					
789 0000	08/22/2012	11/11/2011	7,463.77	6,753.45	0.00	710 32	0.00	0 00

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670100205	NOVO NORDISK A S ADR		NVO					
12.0000	08/22/2012	11/11/2011	1,870.63	1,334.31	0.00	536.32	0.00	0.00
714264207	ADR PERNOD RICARD S A ADR .		PDRDY					
221.0000	08/22/2012	06/20/2012	4,766 86	4,471.78	0 00	295.08	0 00	0 00
716473103	ADR PETROFAC LTD ADS .		POFCY					
213.0000	08/22/2012	11/11/2011	2,509 08	2,479.96	0.00	29.12	0 00	0.00
758205207	ADR REED ELSEVIER P L C SPONSORED ADR NEW		RUK					
168.0000	08/22/2012	11/11/2011	6,123 07	5,895.00	0 00	228.07	0 00	0 00
771195104	ROCHE HLDG LTD SPONSORED ADR		RHHBY					
271.0000	08/22/2012	11/11/2011	12,221.82	10,587 97	0.00	1,633 85	0 00	0 00
78663S102	ADR SAGE GROUP PLC UNSPONSORED ADR ADR		SGPYY					
214 0000	08/22/2012	11/11/2011	4,059.48	3,876.97	0.00	182 51	0 00	0.00
803054204	SAP AKTIENGESELLSCHAFT SPONSORED ADR		SAP					
114.0000	08/22/2012	11/11/2011	7,422.47	6,979.30	0.00	443.17	0 00	0 00
80585Y308	ADR SBERBANK RUSSIA SPONSORED ADR		SBRCY					
272.0000	08/22/2012	07/27/2012	3,187.76	3,016.37	0 00	171.39	0 00	0 00
80687P106	ADR SCHNEIDER ELEC SA ADR		SBGSY					
301 0000	08/22/2012	11/11/2011	3,777 47	3,440 70	0 00	336 77	0 00	0 00

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818800104	SGS SA HLDG SA ADR ADR		SGSOY					
452.0000	08/22/2012	11/11/2011	8,917.76	7,521 28	0 00	1,396.48	0 00	0 00
824596100	SHINHAN FINANCIAL GROUP LTD SPONSORED ADR		SHG					
117.0000	08/22/2012	11/11/2011	7,695 09	8,451.80	0 00	-756.71	0 00	0 00
828336107	SILVER WHEATON CORP COM		SLW					
257.0000	08/22/2012	11/11/2011	8,734 95	9,348 99	0 00	-614 04	0 00	0.00
833635105	ADR SOCIEDAD QUIMICA Y MINERA DE CHILE SA SPONSORED ADR REPSTG SER B SHS		SQM					
48.0000	08/22/2012	11/11/2011	2,932.73	2,823.31	0 00	109 42	0 00	0 00
833792104	SODEXO		SDXAY					
150.0000	08/22/2012	11/11/2011	11,818.23	10,902 00	0 00	916.23	0.00	0.00
83404D109	ADR SOFTBANK CORP ADR		SFTBY					
320 0000	08/22/2012	05/09/2012	6,438.25	4,781 31	0.00	1,656 94	0.00	0 00
864323100	ADR SUBSEA 7 S A SPONSORED ADR		SUBCY					
104.0000	08/22/2012	11/11/2011	2,447 06	2,103.43	0 00	343.63	0 00	0 00
881575302	TESCO PLC SPONSORED ADR		TSCDY					
342 0000	08/22/2012	11/11/2011	5,536 87	6,709 80	0.00	-1,172.93	0 00	0 00
892331307	TOYOTA MOTOR CORP SP ADR REP2COM		TM					
75.0000	08/22/2012	02/24/2012	6,189 76	6,342.13	0 00	-152.37	0 00	0 00

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899415202	ADR TULLOW OIL PLC ADR ADR		TUWOY					
624.0000	08/22/2012	11/11/2011	6,726.57	6,882.72	0.00	-156 15	0.00	0.00
904784709	UNILEVER N V		UN					
220.0000	08/22/2012	11/11/2011	7,570.07	7,462.71	0 00	107.36	0 00	0.00
911271302	ADR UNITED OVERSEAS BK LTD SPONSORED ADRISIN #US9112713022		UOVEY					
113 0000	08/22/2012	04/18/2012	3,618.17	3,366 63	0.00	251.54	0 00	0.00
G1151C101	ACCENTURE PLC SHS CL A NEW		ACN					
47 0000	08/22/2012	11/11/2011	2,907.39	2,762.70	0 00	144.69	0 00	0 00
G96666105	WILLIS GROUP HOLDINGS COM USD0 000115 (NEW)		WSH					
168.0000	08/22/2012	11/11/2011	6,162.10	6,235 07	0.00	-72 97	0 00	0 00
06738E204	BARCLAYS PLC ADR		BCS					
1611.0000	08/24/2012	12/13/2011	18,755.50	18,002.92	0.00	752 58	0 00	0 00
14149Y108	CARDINAL HEALTH INC		CAH					
150.0000	08/24/2012	12/08/2011	5,938.38	6,242 02	0.00	-303.64	0 00	0.00
92046N102	VALUECLICK INC		VCLK					
796 0000	08/24/2012	Various	13,033 81	15,984 21	0.00	-2,950.40	0 00	0.00
48206M102	ADR JUPITER TELECOMMUNICATION CO LTD ADR		JUPIY					
6700	08/27/2012	11/11/2011	6.30	6.98	0.00	-0 68	0.00	0 00

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2012 Tax Information Statement

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

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☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address: Ref: AET
AMELIA PEABODY CHARITABLE FUND
EVAN C. PAGE
185 DEVONSHIRE STREET
SUITE 600
BOSTON, MA 02110

Sales are listed at Gross Proceeds less commissions and option premiums

Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Y0486S104	AVAGO TECHNOLOGIES LTD		AVGO					
227 0000	08/28/2012	Various	8,220 84	8,053 84	0 00	167 00	0 00	0.00
232820100	CYTEC INDUSTRIES INC		CYT					
122.0000	08/29/2012	04/20/2012	8,211 16	7,676 24	0 00	534.92	0 00	0 00
81211K100	SEALED AIR CORP NEW		SEE					
1150.0000	08/29/2012	02/22/2012	16,455.20	22,968 60	0 00	-6,513 40	0 00	0 00
A14998560	VERIPOS INC SHS							
3374.0000	08/29/2012	08/28/2012	646.46	646 46	0.00	0 00	0 00	0 00
00846U101	AGILENT TECHNOLOGIES INC		A					
1318.0000	08/30/2012	Various	48,846 86	55,689.44	0.00	-6,842 58	0 00	0 00
911163103	UNITED NAT FOODS INC COM		UNFI					
60 0000	08/30/2012	02/08/2012	3,433 21	2,839.17	0.00	594 04	0 00	0.00
29248L104	ADR ENAGAS S A ADR		ENGGY					
1139 0000	08/31/2012	12/13/2011	10,491.77	10,624 48	0 00	-132.71	0 00	0 00
29248L104	ADR ENAGAS S A ADR		ENGGY					
415.0000	09/04/2012	12/13/2011	3,774 57	3,871.08	0 00	-96 51	0 00	0 00
05964H105	BANCO SANTANDER S.A.		SAN					
6995 0000	09/05/2012	12/13/2011	49,675 97	51,570 64	0.00	-1,894 67	0 00	0 00

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253651103	DIEBOLD INC COM		DBD					
697.0000	09/05/2012	Various	23,153.13	26,433.58	0.00	-3,280.45	0.00	0 00
720279108	PIER 1 IMPORTS INC COM		PIR					
363.0000	09/05/2012	05/15/2012	6,868 14	5,980.35	0.00	887 79	0 00	0 00
253868103	DIGITAL RLTY TR INC COM		DLR					
284 0000	09/11/2012	Various	20,755 97	21,180 84	0.00	-424 87	0 00	0 00
73753A103	POSTNL N V SPONSORED ADR		PNLYY					
6300	09/11/2012	08/08/2012	2.02	2 29	0 00	-0 27	0 00	0 00
232820100	CYTEC INDUSTRIES INC		CYT					
180.0000	09/12/2012	Various	11,879.26	11,040.07	0 00	839.19	0.00	0 00
552676108	M D C HLDGS INC		MDC					
430 0000	09/12/2012	08/03/2012	15,836.20	13,699 54	0 00	2,136 66	0 00	0 00
127387108	CADENCE DESIGN SYS INC		CDNS					
807 0000	09/17/2012	Various	10,908 00	9,519.01	0.00	1,388 99	0.00	0.00
758205207	ADR REED ELSEVIER P L C SPONSORED ADR NEW		RUK					
625 0000	09/18/2012	11/11/2011	24,160 04	21,930 81	0.00	2,229 23	0 00	0 00
78663S102	ADR SAGE GROUP PLC UNSPONSORED ADR ADR		SGPYY					
737 0000	09/18/2012	11/11/2011	15,033 23	13,352 01	0 00	1,681 22	0 00	0 00

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881575302	TESCO PLC SPONSORED ADR		TSCDY					
1148.0000	09/18/2012	11/11/2011	19,233.95	22,522.96	0.00	-3,289.01	0 00	0.00
892331307	TOYOTA MOTOR CORP SP ADR REP2COM		TM					
327.0000	09/18/2012	Various	26,575 15	27,436.65	0.00	-861.50	0 00	0 00
36863N208	ADR GEMALTO NV SPONSORED ADR ADR		GTOMY					
515 0000	09/21/2012	12/13/2011	23,225 16	12,553 12	0.00	10,672.04	0 00	0 00
69351T106	PPL CORP		PPL					
449 0000	09/21/2012	Various	12,881.52	12,782.25	0.00	99 27	0 00	0 00
833792104	SODEXO		SDXAY					
218.0000	09/21/2012	11/11/2011	17,639.04	15,844 24	0 00	1,794 80	0 00	0 00
83404D109	ADR SOFTBANK CORP ADR		SFTBY					
1117.0000	09/21/2012	05/09/2012	22,524 45	16,689 76	0 00	5,834.69	0 00	0.00
835707100	ADR SONY FINL HLDGS INC ADR		SNYFY					
301.0000	09/21/2012	12/13/2011	5,298.97	4,625.95	0 00	673 02	0 00	0 00
125269100	CF INDS HLDGS INC COM		CF					
30.0000	09/24/2012	07/25/2012	6,487.80	5,893.95	0.00	593 85	0 00	0 00
552676108	M D C HLDGS INC		MDC					
66.0000	09/24/2012	08/03/2012	2,634 88	2,102.72	0 00	532.16	0 00	0 00

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835707100	ADR SONY FINL HLDGS INC ADR		SNYFY					
1607.0000	09/24/2012	12/13/2011	27,277.75	24,697.34	0.00	2,580 41	0 00	0 00
108441205	BRIDGESTONE CORP ADR-EACH CNV INTO 10 ORD Y50		BRDCY					
1194.0000	09/25/2012	Various	55,553 53	55,960 09	0.00	-406 56	0 00	0.00
758205207	ADR REED ELSEVIER P L C SPONSORED ADR NEW		RUK					
8.0000	09/25/2012	11/11/2011	313 52	280 71	0 00	32 81	0.00	0 00
758205207	ADR REED ELSEVIER P L C SPONSORED ADR NEW		RUK					
388.0000	09/26/2012	11/11/2011	15,083 39	13,614 65	0.00	1,468.74	0 00	0.00
92342Y109	VERIFONE SYSTEMS INC COM		PAY					
4.0000	09/26/2012	09/07/2012	112.84	129 52	0 00	-16 68	0 00	0.00
678026105	OIL STS INTL INC COM ISIN US6780261052		OIS					
77.0000	09/27/2012	Various	6,107.28	5,191.96	0.00	915.32	0 00	0 00
Y0486S104	AVAGO TECHNOLOGIES LTD		AVGO					
195.0000	09/27/2012	Various	6,801 45	6,097.71	0.00	703.74	0 00	0.00
232820100	CYTEC INDUSTRIES INC		CYT					
181.0000	09/28/2012	Various	11,672 23	10,701 13	0.00	971.10	0 00	0 00
438128308	HONDA MTR LTD ADR HONDA MTR LTD OF JAPAN		HMC					
479 0000	09/28/2012	12/13/2011	14,762.44	14,663 20	0.00	99.24	0.00	0.00

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438128308	HONDA MTR LTD ADR HONDA MTR LTD OF JAPAN		HMC					
1885.0000	09/28/2012	Various	59,435 54	58,166.46	0 00	1,269 08	0.00	0 00
553530106	MSC INDL DIRECT INC CL A		MSM					
23 0000	10/01/2012	01/09/2012	1,532.32	1,680 72	0.00	-148 40	0 00	0.00
125269100	CF INDS HLDGS INC COM		CF					
21 0000	10/02/2012	07/24/2012	4,640.07	4,063 83	0 00	576 24	0 00	0.00
253393102	DICK'S SPORTING GOODS INC		DKS					
228 0000	10/02/2012	Various	11,787.42	11,007 54	0 00	779.88	0 00	0.00
868157108	SUPERIOR ENERGY SERVICES INC COM		SPN					
770 0000	10/03/2012	Various	14,645.14	20,315.55	0 00	-5,670 41	0 00	0.00
412822108	HARLEY DAVIDSON INC		HOG					
300.0000	10/04/2012	Various	12,455.85	15,300.84	0.00	-2,844 99	0 00	0.00
758204200	ADR REED ELSEVIER N V SPONSORED ADR NEW STK NEW		ENL					
58 0000	10/04/2012	Various	1,586 52	1,350.90	0 00	235.62	0.00	0 00
941053100	WASTE CONNECTIONS INC		WCN					
279.0000	10/04/2012	Various	8,247.03	9,362 56	0 00	-1,115.53	0 00	0.00
466313103	JABIL CIRCUIT INC		JBL					
1091 0000	10/05/2012	Various	19,665 13	27,475 90	0 00	-7,810 77	0 00	0.00

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758204200	ADR REED ELSEVIER N V SPONSORED ADR NEW STK NEW		ENL					
552.0000	10/05/2012	12/13/2011	15,213.66	12,495.35	0.00	2,718 31	0 00	0 00
962166104	WEYERHAEUSER CO		WY					
615 0000	10/05/2012	Various	16,526.02	13,746.09	0 00	2,779.93	0 00	0 00
962166104	WEYERHAEUSER CO		WY					
149 0000	10/08/2012	07/02/2012	3,919.72	3,300.04	0 00	619.68	0 00	0.00
018581108	ALLIANCE DATA SYSTEMS CORP		ADS					
3.0000	10/09/2012	09/07/2012	426.96	423.60	0 00	3.36	0 00	0 00
466313103	JABIL CIRCUIT INC		JBL					
978.0000	10/09/2012	Various	17,124 41	22,192.27	0.00	-5,067.86	0 00	0 00
583334107	MEADWESTVACO CORP		MWV					
177.0000	10/09/2012	12/16/2011	5,340.15	4,526.70	0 00	813.45	0 00	0 00
670100205	NOVO NORDISK A S ADR		NVO					
142.0000	10/09/2012	11/11/2011	22,890.20	15,789.38	0.00	7,100.82	0 00	0.00
835707100	ADR SONY FINL HLDGS INC ADR		SNYFY					
1472.0000	10/09/2012	12/13/2011	25,407.60	22,622.58	0.00	2,785 02	0.00	0 00
962166104	WEYERHAEUSER CO		WY					
219.0000	10/09/2012	07/02/2012	5,753.65	4,850.39	0 00	903.26	0.00	0.00

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09247X101	BLACKROCK INC CL A		BLK					
2900.0000	10/11/2012	05/29/2012	539,493.47	502,519 83	0.00	36,973 64	0.00	0.00
256746108	DOLLAR TREE INC COM STK		DLTR					
71.0000	10/11/2012	Various	3,089.01	3,671.26	0.00	-582.25	0 00	0.00
044209104	ASHLAND INC NEW COM		ASH					
128 0000	10/12/2012	Various	8,783.22	8,227 77	0 00	555 45	0 00	0.00
720279108	PIER 1 IMPORTS INC COM		PIR					
259.0000	10/12/2012	Various	4,881 04	4,247 81	0 00	633 23	0 00	0 00
044209104	ASHLAND INC NEW COM		ASH					
107 0000	10/17/2012	Various	7,447.56	6,317.96	0.00	1,129 60	0.00	0.00
075896100	BED BATH & BEYOND INC		BBBY					
206 0000	10/18/2012	Various	12,559.56	14,588 35	0.00	-2,028.79	0 00	0 00
120738406	ADR BUNZL PLC SPONSORED ADR NEW TO SEC # 2014278 EFF 6/6/05		BZLFY					
190.0000	10/18/2012	11/11/2011	16,675 20	12,538 10	0.00	4,137.10	0.00	0 00
67103H107	O REILLY AUTOMOTIVE INC NEW COM USD0 01		ORLY					
6 0000	10/18/2012	09/07/2012	481.11	500 52	0 00	-19 41	0 00	0 00
891906109	TOTAL SYSTEMS SERVICE		TSS					
798 0000	10/18/2012	Various	18,710 68	17,999 32	0 00	711 36	0 00	0 00

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G87210103	UTI WORLDWIDE INC ORD NPV		UTIW					
70 0000	10/18/2012	09/07/2012	957.56	989.10	0.00	-31.54	0 00	0.00
06738E204	BARCLAYS PLC ADR		BCS					
1338.0000	10/19/2012	12/13/2011	19,918 10	14,952 15	0 00	4,965 95	0.00	0 00
147528103	CASEYS GEN STORES INC		CASY					
374 0000	10/19/2012	Various	18,331 59	22,815 42	0 00	-4,483 83	0.00	0.00
64110D104	NETAPP INC COM STK		NTAP					
1120.0000	10/23/2012	Various	32,283.18	37,692 37	0 00	-5,409.19	0.00	0 00
009126202	ADR AIR LIQUIDE ADR		AIQUY					
573.0000	10/24/2012	12/13/2011	13,381 01	12,421.08	0.00	959 93	0 00	0 00
64110D104	NETAPP INC COM STK		NTAP					
151 0000	10/24/2012	Various	4,267.10	6,447.53	0.00	-2,180 43	0 00	0.00
009126202	ADR AIR LIQUIDE ADR		AIQUY					
320 0000	10/26/2012	12/13/2011	7,552 14	6,936 73	0 00	615 41	0 00	0.00
42805T105	HERTZ GLOBAL HLDGS INC COM		HTZ					
363.0000	10/26/2012	12/05/2011	4,861 62	4,388 67	0 00	472 95	0 00	0 00
009126202	ADR AIR LIQUIDE ADR		AIQUY					
1057.0000	10/31/2012	12/13/2011	24,804 04	22,912.87	0.00	1,891.17	0.00	0 00

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235825205	DANA HLDG CORP COM		DAN					
1235.0000	10/31/2012	Various	16,216.30	19,419.87	0.00	-3,203.57	0.00	0.00
880770102	TERADYNE INC		TER					
2089.0000	10/31/2012	Various	30,158.21	34,160 51	0 00	-4,002 30	0 00	0.00
78663S102	ADR SAGE GROUP PLC UNSPONSORED ADR ADR		SGPYY					
2559.0000	11/01/2012	11/11/2011	50,781.96	46,360 64	0 00	4,421 32	0.00	0 00
45256B101	IMPAX LABORATORIES INC COM		IPXL					
1517.0000	11/05/2012	Various	29,983 14	40,603.41	0 00	-10,620.27	0 00	0 00
200340107	COMERICA INC		CMA					
1450.0000	11/07/2012	Various	41,896 81	44,266 12	0.00	-2,369 31	0 00	0 00
94946T106	WELLCARE HLTH PLANS INC COM PLANS INC CU REMAINS SAME EFF 7/6/04		WCG					
547 0000	11/08/2012	07/24/2012	25,754.97	36,224.96	0.00	-10,469 99	0.00	0.00
009126202	ADR AIR LIQUIDE ADR		AIQUY					
1472 0000	11/09/2012	Various	33,806.53	32,128.68	0.00	1,677 85	0 00	0.00
06738E204	BARCLAYS PLC ADR		BCS					
1708 0000	11/09/2012	Various	24,828.97	21,429.42	0 00	3,399 55	0 00	0.00
678026105	OIL STS INTL INC COM ISIN US6780261052		OIS					
232 0000	11/09/2012	Various	15,329 73	15,310.12	0.00	19 61	0 00	0 00

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73753A103	POSTNL N V SPONSORED ADR		PNLYY					
16464.0000	11/09/2012	Various	50,391.85	56,967.93	0.00	-6,576 08	0.00	0.00
052769106	AUTODESK, INC		ADSK					
87.0000	11/12/2012	Various	2,697.88	3,543.23	0.00	-845 35	0.00	0 00
30215C101	EXPERIAN PLC		EXPGY					
1418.0000	11/12/2012	11/06/2012	23,557.67	24,162.72	0 00	-605 05	0 00	0 00
35177Q105	ADR FRANCE TELECOM		FTE					
2465.0000	11/12/2012	Various	25,781.83	38,229.91	0 00	-12,448 08	0.00	0 00
438128308	HONDA MTR LTD ADR HONDA MTR LTD OF JAPAN		HMC					
336.0000	11/12/2012	Various	9,935 50	10,346.57	0 00	-411.07	0.00	0.00
472319102	JEFFERIES GROUP INC NEW		JEF					
603.0000	11/12/2012	Various	9,779.11	9,555.48	0.00	223 63	0.00	0 00
438128308	HONDA MTR LTD ADR HONDA MTR LTD OF JAPAN		HMC					
1884.0000	11/13/2012	12/13/2011	55,729.92	57,673.19	0.00	-1,943.27	0.00	0 00
580037109	MCDERMOTT INTL INC COM		MDR					
28.0000	11/13/2012	09/07/2012	284 07	329 56	0 00	-45 49	0.00	0 00
09063H107	BIOMED RLTY TR INC COM		BMR					
577.0000	11/14/2012	Various	10,724 46	10,990.63	0.00	-266.17	0.00	0 00

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278715206	EBIX INC FORMERLY EBIX COM INC TO 01/02/2004 COM NEW COM NEW		EBIX					
1211 0000	11/14/2012	Various	19,436.23	23,999.78	0.00	-4,563 55	0 00	0 00
98310W108	WYNDHAM WORLDWIDE CORP COM STK		WYN					
312.0000	11/20/2012	Various	15,469 34	16,953.86	0.00	-1,484.52	0.00	0.00
693506107	PPG INDS INC COM		PPG					
137.0000	11/27/2012	Various	16,817.38	15,160.79	0 00	1,656.59	0.00	0 00
12709P103	CABOT MICROELECTRONICS CORP COM		CCMP					
45.0000	11/28/2012	02/08/2012	1,421.01	2,342.92	0 00	-921 91	0.00	0 00
44984A105	IPC THE HOSPITALIST CO INC STK		IPCM					
262 0000	11/28/2012	07/11/2012	9,910 68	11,256 88	0 00	-1,346 20	0 00	0 00
80908T101	SCIQUEST INC NEW COM		SQI					
198 0000	11/28/2012	08/13/2012	3,069 82	3,216.19	0.00	-146.37	0.00	0 00
17133Q502	ADR CHUNGHWA TELECOM CO LTD SPONSORED ADR NEW 2011		CHT					
68.0000	11/29/2012	11/06/2012	2,179 71	2,160.36	0 00	19 35	0 00	0 00
20440W105	ADR COMPANHIA SIDERURGICA NACIONAL SPONSORED ADR REPSTG ORD SHS		SID					
9559.0000	11/29/2012	Various	49,303.25	75,472 38	0 00	-26,169 13	0 00	0 00
436106108	HOLLYFRONTIER CORP COM		HFC					
442 0000	11/29/2012	Various	20,011.03	16,007.33	0 00	4,003 70	0.00	0 00

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AMELIA PEABODY CHARITABLE FUND
EVAN C. PAGE
185 DEVONSHIRE STREET
SUITE 600
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654802206	ADR NITTO DENKO CORP ADR		NDEKY					
6300.0000	11/29/2012	Various	161,276.39	124,083 72	0.00	37,192.67	0.00	0.00
74728G605	ADR QBE INS GROUP LTD SPONSORED		QBIEY					
2651.0000	11/29/2012	Various	30,035 15	37,798 51	0 00	-7,763 36	0.00	0 00
780259107	ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG B SHS		RDS/B					
179.0000	11/29/2012	12/13/2011	12,369 85	13,271 60	0 00	-901 75	0 00	0.00
85771P102	STATOIL ASA SPONSORED ADR		STO					
673 0000	11/29/2012	01/20/2012	16,407.44	16,784.08	0 00	-376 64	0.00	0 00
67018T105	NU SKIN ENTERPRISES INC CL A		NUS					
236.0000	11/30/2012	Various	10,705 50	10,109.78	0 00	595 72	0 00	0 00
23918K108	DAVITA INC		DVA					
4 0000	12/03/2012	09/07/2012	425.55	401.44	0 00	24.11	0.00	0 00
278058102	EATON CORP		ETN					
313.0000	12/03/2012	Various	16,168.02	14,625.78	0.00	1,542 24	0.00	0 00
60871R209	MOLSON COORS BREWING CO CL B		TAP					
732.0000	12/03/2012	Various	30,356.33	32,413 18	0 00	-2,056.85	0 00	0 00
62855J104	MYRIAD GENETICS INC		MYGN					
369.0000	12/05/2012	Various	10,225 20	10,072 57	0 00	152 63	0.00	0 00

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726505100	PLAINS EXPLORATION & PRODUCTION CO COM		PXP					
243.0000	12/05/2012	08/24/2012	10,879 02	10,009 17	0.00	869 85	0.00	0 00
726505100	PLAINS EXPLORATION & PRODUCTION CO COM		PXP					
872.0000	12/05/2012	Various	38,842.02	34,686.15	0 00	4,155 87	0.00	0 00
200340107	COMERICA INC		CMA					
502.0000	12/06/2012	01/23/2012	14,504 99	14,822 91	0 00	-317.92	0 00	0 00
204409601	ADR COMPANHIA ENERGETICA DE MINAS GERAISSPONSORED ADR PAR $0.01 REP NON VTG PFD		CIG					
1667.0000	12/07/2012	Various	20,173.42	23,998 20	0 00	-3,824 78	0 00	0 00
232820100	CYTEC INDUSTRIES INC		CYT					
76.0000	12/07/2012	02/15/2012	5,276 39	4,305.84	0 00	970 55	0 00	0 00
803054204	SAP AKTIENGESELLSCHAFT SPONSORED ADR		SAP					
300.0000	12/07/2012	11/06/2012	23,647.57	22,175.01	0 00	1,472.56	0.00	0 00
833034101	SNAP ON INC		SNA					
69.0000	12/10/2012	04/26/2012	5,440.83	4,329.36	0 00	1,111.47	0 00	0 00
25157Y202	DEUTSCHE POST AG SPONSORED ADR		DPSGY					
406 0000	12/11/2012	11/06/2012	8,664 53	8,099.70	0.00	564 83	0.00	0 00
891906109	TOTAL SYSTEMS SERVICE		TSS					
285.0000	12/11/2012	01/05/2012	6,362 00	5,578.51	0 00	783 49	0 00	0 00

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466313103	JABIL CIRCUIT INC		JBL					
887.0000	12/12/2012	Various	16,600 72	19,945.56	0.00	-3,344 84	0 00	0 00
582839106	MEAD JOHNSON NUTRITION COM USD0 01		MJN					
653 0000	12/12/2012	Various	43,384.68	53,053 92	0.00	-9,669 24	0 00	0 00
803054204	SAP AKTIENGESELLSCHAFT SPONSORED ADR		SAP					
254.0000	12/12/2012	Various	20,301.08	16,476 44	0 00	3,824.64	0.00	0 00
200340107	COMERICA INC		CMA					
941.0000	12/14/2012	Various	27,108.20	27,288 99	0 00	-180.79	0.00	0 00
720279108	PIER 1 IMPORTS INC COM		PIR					
348.0000	12/17/2012	07/17/2012	6,865 92	5,703.72	0 00	1,162.20	0 00	0.00
013904305	ADR ALCATEL ALSTHOM SPONSORED ADR ISIN #US0139043055		ALU					
4058.0000	12/18/2012	01/09/2012	5,569 48	6,491.58	0 00	-922 10	0 00	0 00
110448107	BRITISH AMERN TOB PLC SPONSORED ADR		BTI					
196.0000	12/18/2012	Various	20,240 39	19,772.33	0.00	468 06	0 00	0 00
726505100	PLAINS EXPLORATION & PRODUCTION CO COM		PXP					
357.0000	12/18/2012	07/13/2012	16,478.76	13,879 48	0 00	2,599 28	0 00	0 00
758204200	ADR REED ELSEVIER N V SPONSORED ADR NEW STK NEW		ENL					
339.0000	12/18/2012	11/06/2012	9,859 13	9,312.33	0 00	546.80	0 00	0 00

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05845R306	ADR BALFOUR BEATTY PLC SPONSORED ADR REPSTG 2 SHS		BAFYY					
893.0000	12/19/2012	11/06/2012	7,794 74	9,126 46	0 00	-1,331 72	0.00	0 00
125269100	CF INDS HLDGS INC COM		CF					
297.0000	12/19/2012	Various	61,590 28	50,291.14	0 00	11,299.14	0 00	0.00
29248L104	ADR ENAGAS S A ADR		ENGGY					
835.0000	12/19/2012	11/06/2012	9,065 39	8,400.10	0 00	665 29	0.00	0 00
303726103	FAIRCHILD SEMICONDUCTOR INTL INC		FCS					
315.0000	12/19/2012	Various	4,575 78	4,513.11	0.00	62.67	0.00	0 00
66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098		NVS					
119.0000	12/19/2012	11/06/2012	7,655.38	7,198.87	0 00	456.51	0 00	0.00
67018T105	NU SKIN ENTERPRISES INC CL A		NUS					
428.0000	12/19/2012	Various	17,774 37	18,087 32	0 00	-312 95	0 00	0 00
771195104	ROCHE HLDG LTD SPONSORED ADR		RHHBY					
250 0000	12/19/2012	11/06/2012	12,898 82	12,177 50	0 00	721.32	0 00	0 00
80105N105	SANOFI-AVENTIS SPONSORED ADR		SNY					
308.0000	12/19/2012	11/06/2012	14,516 05	13,807.43	0 00	708.62	0 00	0 00
82930C106	ADR SINGAPORE AIRLS LTD ADR		SINGY					
265.0000	12/19/2012	11/06/2012	4,731.92	4,576.55	0 00	155 37	0 00	0 00

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989825104	ADR ZURICH INS GROUP LTD SPONSORED		ZURVY					
71.0000	12/19/2012	11/06/2012	1,900.65	1,764.35	0 00	136.30	0 00	0.00
307305102	FANUC CORPORATION		FANUY					
466 0000	12/20/2012	Various	13,998.32	12,866.10	0.00	1,132.22	0 00	0 00
380956409	GOLDCORP INC NEW COMMON		GG					
848.0000	12/20/2012	Various	29,880 65	38,262.15	0.00	-8,381.50	0 00	0 00
911363109	UNITED RENTALS INC		URI					
266 0000	12/20/2012	05/01/2012	11,867 56	12,090 52	0 00	-222.96	0 00	0.00
726505100	PLAINS EXPLORATION & PRODUCTION CO COM		PXP					
597.0000	12/24/2012	Various	27,491 25	22,326 71	0 00	5,164 54	0 00	0.00
G4412G101	HERBALIFE LTD COM STK		HLF					
71.0000	12/24/2012	05/02/2012	1,816.98	3,799 61	0 00	-1,982.63	0.00	0 00
232820100	CYTEC INDUSTRIES INC		CYT					
253.0000	12/31/2012	02/15/2012	17,377.07	14,333.92	0.00	3,043.15	0 00	0 00
Total Short Term Sales			15,042,629 31	14,645,103.83	0 00	397,525.49	0 00	0 00
Long Term 15% Sales								
447011107	HUNTSMAN CORP COM STK		HUN					
540.0000	01/05/2012	Various	5,275 71	7,258.54	0 00	-1,982.83	0 00	0 00

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421933102	HEALTH MANAGEMENT ASSOC INC CLASS A		HMA					
7475.0000	01/10/2012	Various	44,624.90	54,286 52	0 00	-9,661 62	0 00	0 00
447011107	HUNTSMAN CORP COM STK		HUN					
980 0000	01/10/2012	Various	10,044.30	13,003 06	0 00	-2,958 76	0.00	0 00
630402105	NAPCO SECURITY TECHNOLOGIES INC		NSSC					
453.0000	01/10/2012	Various	1,042 36	788.67	0 00	253 69	0.00	0 00
886547108	TIFFANY & CO NEW		TIF					
340.0000	01/10/2012	11/03/2010	20,325.07	18,320 66	0.00	2,004 41	0 00	0.00
630402105	NAPCO SECURITY TECHNOLOGIES INC		NSSC					
1017.0000	01/11/2012	10/05/2009	2,363.05	1,506.99	0.00	856 06	0 00	0.00
521865204	LEAR CORP COM NEW COM NEW		LEA					
1315 0000	01/12/2012	Various	54,780.40	47,861.27	0.00	6,919.13	0 00	0.00
871503108	SYMANTEC CORP		SYMC					
685.0000	01/13/2012	Various	10,920.47	11,359.57	0.00	-439.10	0 00	0.00
405217100	HAIN CELESTIAL GROUP INC		HAIN					
335.0000	01/17/2012	Various	12,001 09	8,372 82	0.00	3,628 27	0 00	0 00
011659109	ALASKA AIR GROUP INC COM		ALK					
145.0000	01/18/2012	Various	10,656 67	8,359 31	0.00	2,297 36	0 00	0 00

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42222G108	HEALTH NET INC		HNT					
120.0000	01/19/2012	06/14/2010	4,261.15	3,243 81	0.00	1,017.34	0.00	0.00
66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098		NVS					
470.0000	01/20/2012	10/05/2009	26,156 87	23,421 75	0.00	2,735 12	0.00	0 00
316773100	FIFTH THIRD BANCORP		FITB					
745.0000	01/23/2012	03/12/2010	10,049.85	9,833 03	0 00	216 82	0.00	0 00
316773100	FIFTH THIRD BANCORP		FITB					
620.0000	01/23/2012	01/20/2011	8,363.64	8,924 28	0.00	-560.64	0.00	0 00
896818101	TRIUMPH GROUP INC NEW		TGI					
245 0000	01/23/2012	01/07/2011	14,614.82	11,622.37	0.00	2,992.45	0.00	0 00
871503108	SYMANTEC CORP		SYMC					
360 0000	01/24/2012	10/28/2010	6,047.92	5,925.49	0 00	122 43	0.00	0 00
855244109	STARBUCKS CORP		SBUX					
800.0000	01/26/2012	10/05/2009	38,639.18	16,071.60	0.00	22,567.58	0 00	0 00
855244109	STARBUCKS CORP		SBUX					
750 0000	01/26/2012	Various	35,463 65	15,792 60	0 00	19,671 05	0 00	0 00
046265104	ASTORIA FINL CORP		AF					
2885.0000	01/27/2012	Various	24,027 24	34,036.24	0 00	-10,009.00	0 00	0.00

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714290103	PERRIGO CO		PRGO					
37.0000	01/27/2012	02/01/2010	3,542.75	1,643 28	0 00	1,899.47	0.00	0.00
G7127P100	PLATINUM UNDERWRITERS HLDGS INC COM USD0.01		PTP					
880 0000	01/27/2012	Various	29,632.72	32,340 30	0 00	-2,707.58	0 00	0.00
42222G108	HEALTH NET INC		HNT					
285.0000	01/31/2012	Various	10,741.51	7,514.44	0.00	3,227 07	0 00	0.00
831865209	SMITH A O CORP COM		AOS					
340 0000	01/31/2012	09/09/2010	14,344.68	12,172.77	0 00	2,171 91	0 00	0.00
024835100	AMERN CAMPUS CMNTYS INC COM		ACC					
400 0000	02/02/2012	10/05/2009	17,269.90	9,793.64	0 00	7,476 26	0 00	0.00
024835100	AMERN CAMPUS CMNTYS INC COM		ACC					
375 0000	02/02/2012	01/25/2011	16,190 53	11,484.57	0 00	4,705 96	0 00	0.00
714290103	PERRIGO CO		PRGO					
155.0000	02/03/2012	02/01/2010	14,449.34	6,884 02	0 00	7,565 32	0 00	0 00
88076W103	TERADATA CORP DEL COM STK		TDC					
180.0000	02/03/2012	Various	10,188.00	7,945.85	0.00	2,242.15	0 00	0 00
073685109	BEACON ROOFING SUPPLY INC COM		BECN					
100.0000	02/08/2012	10/05/2009	2,350 38	1,552 55	0.00	797 83	0.00	0 00

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163072101	CHEESECAKE FACTORY INC		CAKE					
70.0000	02/08/2012	08/12/2010	2,150.37	1,598.10	0.00	552.27	0.00	0.00
16359R103	CHEMED CORP NEW COM		CHE					
35.0000	02/08/2012	08/12/2010	2,032.66	1,809 63	0.00	223.03	0.00	0.00
206708109	CONCUR TECHNOLOGIES INC		CNQR					
40.0000	02/08/2012	08/12/2010	2,242.74	1,774 00	0 00	468 74	0.00	0 00
22160N109	COSTAR GROUP INC COM		CSGP					
10 0000	02/08/2012	08/12/2010	576.02	426.44	0.00	149 58	0 00	0.00
242309102	DEALERTRACK TECHNOLOGY COM		TRAK					
55.0000	02/08/2012	10/05/2009	1,627.21	1,018.05	0.00	609.16	0 00	0 00
371901109	GENTEX CORP COM		GNTX					
160.0000	02/08/2012	10/05/2009	4,180.76	2,257.94	0.00	1,922 82	0 00	0 00
44984A105	IPC THE HOSPITALIST CO INC STK		IPCM					
70.0000	02/08/2012	10/05/2009	2,287.23	2,242.30	0.00	44.93	0.00	0 00
58502B106	MEDNAX INC COM		MD					
50.0000	02/08/2012	10/05/2009	3,618 09	2,656.65	0.00	961 44	0 00	0.00
636518102	NATIONAL INSTRS CORP		NATI					
100.0000	02/08/2012	08/12/2010	2,714 26	1,996.67	0 00	717 59	0 00	0 00

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640491106	NEOGEN CORP COM		NEOG					
130.0000	02/08/2012	08/12/2010	4,342.73	3,631.02	0 00	711.71	0 00	0.00
67103H107	O REILLY AUTOMOTIVE INC NEW COM USD0 01		ORLY					
105.0000	02/08/2012	02/02/2011	8,792.15	5,925 51	0 00	2,866 64	0 00	0.00
739276103	POWER INTEGRATIONS INC		POWI					
45 0000	02/08/2012	10/05/2009	1,717.93	1,459 65	0 00	258.28	0.00	0 00
775711104	ROLLINS INC		ROL					
170.0000	02/08/2012	08/12/2010	3,613.72	2,379 24	0.00	1,234 48	0 00	0 00
816850101	SEMTECH CORP		SMTC					
205.0000	02/08/2012	08/12/2010	5,954.46	3,363.54	0.00	2,590 92	0 00	0 00
82481R106	SHIRE PHARMACEUTICALS GROUP PLC SPONSORE		SHPG					
136.0000	02/08/2012	Various	14,038.70	9,825 42	0 00	4,213 28	0 00	0 00
878377100	TECHNE CORP		TECH					
30.0000	02/08/2012	10/05/2009	2,009.47	1,894.25	0 00	115.22	0 00	0 00
26613Q106	DUPONT FABROS TECH INC REIT		DFT					
465 0000	02/10/2012	Various	10,796 16	11,142 28	0 00	-346 12	0 00	0 00
G98290102	XL GROUP PLC ORD USD0 01		XL					
30.0000	02/14/2012	10/15/2009	573 01	554.41	0 00	18 60	0 00	0 00

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THE NORTHERN TRUST COMPANY
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Account Number:
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Recipient's Name and Address: Ref: AET
AMELIA PEABODY CHARITABLE FUND
EVAN C. PAGE
185 DEVONSHIRE STREET
SUITE 600
BOSTON, MA 02110

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9128277L0	U S TREASURY NTS DTD 02/15/2002 4 875% 0							
1000000.0000	02/15/2012	Various	1,000,000 00	1,038,417.97	0 00	-38,417 97	0.00	0.00
959319104	WESTN REFNG INC COM		WNR					
355 0000	02/15/2012	02/07/2011	6,561.50	5,510.84	0.00	1,050 66	0.00	0 00
959319104	WESTN REFNG INC COM		WNR					
250.0000	02/16/2012	02/07/2011	4,703.92	3,880 88	0.00	823 04	0 00	0 00
831865209	SMITH A O CORP COM		AOS					
280 0000	02/17/2012	Various	13,038 73	9,572 88	0.00	3,465.85	0.00	0.00
891092108	TORO CO		TTC					
255 0000	02/17/2012	Various	15,443.70	11,643 39	0 00	3,800 31	0 00	0.00
353514102	FRANKLIN ELEC INC COM		FELE					
207 0000	02/24/2012	Various	10,764.83	7,052.13	0.00	3,712.70	0.00	0.00
611740101	MONSTER BEVERAGE CORP COM		MNST					
500.0000	02/24/2012	Various	27,877.66	11,940.71	0.00	15,936.94	0 00	0 00
008916108	AGRIUM INC		AGU					
235 0000	02/27/2012	Various	19,707.31	19,927.34	0 00	-220 03	0 00	0 00
353514102	FRANKLIN ELEC INC COM		FELE					
108 0000	02/27/2012	07/26/2010	5,487 47	3,406 08	0.00	2,081 39	0.00	0 00

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868157108	SUPERIOR ENERGY SERVICES INC COM		SPN					
.1800	02/28/2012	12/16/2010	4 86	6.01	0 00	-1.15	0 00	0.00
G98290102	XL GROUP PLC ORD USD0.01		XL					
685.0000	02/28/2012	Various	13,960.78	12,599 57	0 00	1,361 21	0 00	0 00
030420103	AMERICAN WTR WKS CO INC NEW COM		AWK					
510.0000	02/29/2012	Various	17,336.15	11,639 96	0 00	5,696 19	0 00	0.00
959319104	WESTN REFNG INC COM		WNR					
425 0000	02/29/2012	02/10/2011	7,700 73	6,475.14	0 00	1,225 59	0.00	0 00
67018T105	NU SKIN ENTERPRISES INC CL A		NUS					
215.0000	03/01/2012	10/29/2009	12,395.60	5,059.85	0.00	7,335 75	0 00	0 00
831865209	SMITH A O CORP COM		AOS					
542.0000	03/01/2012	07/02/2010	24,654.77	17,437.22	0 00	7,217 55	0 00	0 00
63934E108	NAVISTAR INTL CORP NEW		NAV					
325.0000	03/02/2012	02/18/2010	13,127.23	13,197 86	0.00	-70.63	0.00	0.00
33610F109	1ST POTOMAC RLTY TR COM		FPO					
930 0000	03/05/2012	Various	11,373.68	13,841 24	0.00	-2,467.56	0 00	0 00
838518108	SOUTH JERSEY INDUSTRIES INC		SJI					
710 0000	03/06/2012	10/05/2009	36,517 82	25,469 12	0 00	11,048 70	0 00	0.00

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G98290102	XL GROUP PLC ORD USD0.01		XL					
390.0000	03/07/2012	Various	7,944.16	7,028.41	0 00	915.75	0.00	0 00
346563109	FORRESTER RESH INC COM		FORR					
77.0000	03/09/2012	08/12/2010	2,525 84	2,375.74	0 00	150.10	0 00	0 00
00738A106	ADTRAN INC		ADTN					
800 0000	03/12/2012	Various	25,345.94	19,717.11	0 00	5,628 83	0.00	0 00
254709108	DISCOVER FINL SVCS COM STK		DFS					
435.0000	03/12/2012	10/05/2009	13,278.12	6,990.45	0 00	6,287.67	0.00	0 00
346563109	FORRESTER RESH INC COM		FORR					
44.0000	03/12/2012	08/12/2010	1,427.84	1,357.56	0 00	70.28	0.00	0.00
G81276100	SIGNET JEWELERS LTD ORD USD0.18		SIG					
5 0000	03/12/2012	02/25/2011	243.78	217.60	0 00	26.18	0.00	0.00
346563109	FORRESTER RESH INC COM		FORR					
503.0000	03/13/2012	Various	16,354.96	14,592 31	0.00	1,762.65	0.00	0 00
452327109	ILLUMINA INC		ILMN					
345 0000	03/14/2012	Various	17,349.73	11,583 14	0 00	5,766 59	0 00	0.00
292764107	ENERNOC INC COM		ENOC					
1020.0000	03/15/2012	Various	7,395.57	33,252 22	0.00	-25,856 65	0 00	0.00

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67018T105	NU SKIN ENTERPRISES INC CL A		NUS					
103 0000	03/15/2012	10/29/2009	6,081.52	2,424 02	0.00	3,657.50	0 00	0 00
127097103	CABOT OIL & GAS CORP CL A		COG					
137 0000	03/16/2012	05/03/2010	4,603.63	2,516 05	0.00	2,087 58	0 00	0 00
868157108	SUPERIOR ENERGY SERVICES INC COM		SPN					
328.0000	03/16/2012	12/16/2010	9,381.93	10,943 65	0.00	-1,561.72	0.00	0 00
G81276100	SIGNET JEWELERS LTD ORD USD0.18		SIG					
42.0000	03/16/2012	11/23/2010	2,073.58	1,677.56	0 00	396 02	0 00	0 00
011659109	ALASKA AIR GROUP INC COM		ALK					
213.0000	03/19/2012	Various	7,530 56	5,927.37	0.00	1,603 19	0.00	0 00
29472R108	EQTY LIFESTYLE PPTYS INC REIT		ELS					
173.0000	03/19/2012	Various	11,972.57	8,933 25	0 00	3,039 32	0 00	0.00
G98290102	XL GROUP PLC ORD USD0 01		XL					
284.0000	03/19/2012	Various	6,135.45	5,112 02	0.00	1,023 43	0 00	0.00
030420103	AMERICAN WTR WKS CO INC NEW COM		AWK					
164 0000	03/20/2012	08/13/2010	5,495 62	3,701 13	0 00	1,794 49	0 00	0 00
G81276100	SIGNET JEWELERS LTD ORD USD0.18		SIG					
166 0000	03/20/2012	11/23/2010	8,286 44	6,630 35	0 00	1,656 09	0.00	0.00

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743674103	PROTECTIVE LIFE CORPORATION		PL					
715.0000	03/22/2012	06/23/2010	20,463.09	15,441.29	0.00	5,021 80	0 00	0.00
67018T105	NU SKIN ENTERPRISES INC CL A		NUS					
232 0000	03/23/2012	10/29/2009	14,048.64	5,459.94	0.00	8,588 70	0 00	0 00
880349105	TENNECO INC		TEN					
580.0000	03/26/2012	12/02/2010	21,810 49	22,569.89	0.00	-759 40	0.00	0 00
G98290102	XL GROUP PLC ORD USD0 01		XL					
646.0000	03/28/2012	11/09/2009	13,778 92	11,628 00	0 00	2,150 92	0 00	0.00
G24140108	#REORG/COOPER INDUSTRIES CASH AND STK MERGER EATON CORP 2K1XAN1 11/30/2012		CBE					
620.0000	03/29/2012	12/23/2010	38,837.22	36,448 50	0 00	2,388 72	0 00	0 00
G24140108	#REORG/COOPER INDUSTRIES CASH AND STK MERGER EATON CORP 2K1XAN1 11/30/2012		CBE					
330 0000	03/29/2012	Various	20,671 42	19,608 82	0 00	1,062.60	0 00	0.00
405217100	HAIN CELESTIAL GROUP INC		HAIN					
290.0000	03/30/2012	09/09/2010	12,766.98	7,081.54	0.00	5,685.44	0 00	0 00
33610F109	1ST POTOMAC RLTY TR COM		FPO					
895.0000	04/02/2012	Various	10,857.79	12,228.14	0 00	-1,370.35	0.00	0 00
868157108	SUPERIOR ENERGY SERVICES INC COM		SPN					
446 8200	04/02/2012	12/16/2010	11,822.01	14,908 06	0.00	-3,086 05	0 00	0 00

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747582104	QUALITY SYS INC COM STK		QSII					
930.0000	04/04/2012	Various	39,610.69	27,525.54	0 00	12,085.15	0.00	0 00
878546209	ADR TECHNIP SPONSORED ADR TECHNIP-COLEXIP SEC#2856204 EFF 7/14/03		TKPPY					
292.0000	04/04/2012	11/02/2010	8,301.61	6,594.09	0.00	1,707 52	0 00	0 00
09227Q100	BLACKBAUD INC COM		BLKB					
397.0000	04/09/2012	10/05/2009	12,798 00	9,317.03	0.00	3,480 97	0 00	0 00
21036P108	CONSTELLATION BRANDS INC CL A		STZ					
1100.0000	04/09/2012	Various	23,313 65	18,301 10	0 00	5,012.55	0 00	0.00
254709108	DISCOVER FINL SVCS COM STK		DFS					
322.0000	04/09/2012	10/05/2009	10,510 16	5,174.54	0 00	5,335.62	0.00	0.00
316773100	FIFTH THIRD BANCORP		FITB					
727.0000	04/09/2012	Various	10,446 76	9,454.80	0 00	991.96	0.00	0 00
G491BT108	INVESCO LTD COM STK USD0 10		IVZ					
295.0000	04/09/2012	12/07/2010	7,460 43	6,790.31	0.00	670 12	0 00	0.00
025676206	AMERICAN EQUITY INVT LIFE HLDG CO COM		AEL					
212.0000	04/10/2012	08/12/2010	2,544 94	2,196 43	0 00	348 51	0 00	0 00
105368203	BRANDYWINE RLTY TR SH BEN INT NEW		BDN					
179.0000	04/10/2012	03/10/2010	1,973.16	2,026.29	0.00	-53 13	0.00	0 00

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126501105	CTS CORP COM		CTS					
212 0000	04/10/2012	06/08/2010	2,126 80	2,069.18	0.00	57 62	0 00	0.00
216831107	COOPER TIRE & RUBBER CO		CTB					
81.0000	04/10/2012	05/27/2010	1,186.78	1,585.51	0.00	-398.73	0.00	0 00
577933104	MAXIMUS INC COM		MMS					
20 0000	04/10/2012	02/02/2011	804.38	686.46	0.00	117 92	0 00	0 00
700416209	PARK ELECTROCHEMICAL CORP COM		PKE					
37.0000	04/10/2012	07/14/2010	1,054 65	980.77	0.00	73 88	0 00	0 00
743674103	PROTECTIVE LIFE CORPORATION		PL					
481 0000	04/10/2012	Various	13,556.91	10,225 37	0 00	3,331.54	0 00	0 00
758932107	REGIS CORP MINN		RGS					
50 0000	04/10/2012	08/12/2010	868 97	876.00	0.00	-7 03	0 00	0 00
806882106	SCHNITZER STL INDS CL A		SCHN					
23.0000	04/10/2012	10/05/2009	925.03	1,226.05	0.00	-301.02	0.00	0.00
85254C305	STAGE STORES INC COMMON STOCK		SSI					
57.0000	04/10/2012	10/05/2009	860 80	728 69	0.00	132.11	0.00	0 00
97650W108	WINTRUST FINANCIAL CORP COMMON STOCK		WTFC					
233 0000	04/10/2012	01/24/2011	7,942 95	7,764 68	0 00	178 27	0 00	0 00

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316773100	FIFTH THIRD BANCORP		FITB					
1080.0000	04/11/2012	10/25/2010	15,227 66	13,628.08	0.00	1,599.58	0 00	0.00
690742101	OWENS CORNING NEW COM STK		OC					
411 0000	04/11/2012	04/04/2011	13,900 36	14,904.76	0 00	-1,004.40	0 00	0 00
89151E109	ADR TOTAL SA		TOT					
2537 0000	04/16/2012	Various	122,603 62	152,624 80	0 00	-30,021 18	0 00	0 00
678026105	OIL STS INTL INC COM ISIN US6780261052		OIS					
330.0000	04/17/2012	Various	23,893 80	12,357.14	0 00	11,536 66	0 00	0 00
443320106	HUB GROUP INC CL A		HUBG					
418.0000	04/18/2012	Various	14,845.34	10,374 64	0 00	4,470 70	0 00	0.00
124830100	CBL & ASSOC PPTYS INC COM		CBL					
440.0000	04/19/2012	01/05/2011	7,949 95	7,919 39	0 00	30.56	0 00	0 00
09227Q100	BLACKBAUD INC COM		BLKB					
495 0000	04/20/2012	10/05/2009	15,906.09	11,616.96	0.00	4,289.13	0.00	0 00
501889208	LKQ CORP COM LKQ CORP		LKQ					
813 0000	04/20/2012	Various	24,825.60	16,182.76	0.00	8,642.84	0.00	0 00
571748102	MARSH & MCLENNAN COS INC		MMC					
547.0000	04/24/2012	Various	17,521 92	16,437 62	0 00	1,084 30	0.00	0 00

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871503108	SYMANTEC CORP		SYMC					
980.0000	04/24/2012	Various	15,626.36	16,097.78	0.00	-471 42	0 00	0.00
124830100	CBL & ASSOC PPTYS INC COM		CBL					
369.0000	04/27/2012	12/06/2010	6,858 41	6,453 00	0 00	405.41	0.00	0 00
124830100	CBL & ASSOC PPTYS INC COM		CBL					
85.0000	04/27/2012	01/05/2011	1,579 85	1,529.88	0 00	49 97	0 00	0 00
580037109	MCDERMOTT INTL INC COM		MDR					
372.0000	04/27/2012	01/07/2011	4,228.47	7,463.62	0.00	-3,235 15	0 00	0 00
00081T108	ACCO BRANDS CORP COM		ACCO					
0600	05/01/2012	04/27/2011	0 61	0.67	0 00	-0 06	0.00	0.00
20605P101	CONCHO RES INC COM STK		CXO					
125.0000	05/04/2012	Various	12,067.75	6,696.34	0.00	5,371 41	0.00	0 00
037833100	APPLE COMPUTER INC		AAPL					
500 0000	05/08/2012	04/19/2011	284,948.61	166,512.80	0.00	118,435 82	0 00	0 00
263534109	E I DU PONT DE NEMOURS & CO		DD					
2000.0000	05/08/2012	04/19/2011	104,717 65	108,521 40	0.00	-3,803.75	0 00	0 00
42222G108	HEALTH NET INC		HNT					
1370.0000	05/08/2012	Various	37,362 75	34,446 08	0 00	2,916 67	0 00	0 00

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68389X105	ORACLE CORPORATION		ORCL					
9000 0000	05/08/2012	04/19/2011	249,024 41	303,828 30	0.00	-54,803 89	0 00	0.00
09227Q100	BLACKBAUD INC COM		BLKB					
488.0000	05/09/2012	Various	13,670.47	11,115.44	0 00	2,555 03	0 00	0 00
14808P109	CASS INFORMATION SYS INC COM		CASS					
37.0000	05/09/2012	08/12/2010	1,396.88	1,125.95	0 00	270.93	0 00	0.00
254709108	DISCOVER FINL SVCS COM STK		DFS					
395.0000	05/09/2012	10/05/2009	13,001.41	6,347.65	0 00	6,653 76	0 00	0 00
311642102	FARO TECHNOLOGIES INC COM		FARO					
13 0000	05/09/2012	08/12/2010	670.13	250 79	0.00	419 34	0 00	0 00
349853101	FORWARD AIR CORPORATION		FWRD					
66 0000	05/09/2012	08/12/2010	2,074 33	1,762 20	0 00	312.13	0 00	0.00
45773Y105	INNERWORKINGS INC COM		INWK					
158.0000	05/09/2012	08/12/2010	1,712 67	1,018.72	0 00	693.95	0 00	0.00
577933104	MAXIMUS INC COM		MMS					
29 0000	05/09/2012	06/30/2010	1,349.46	854.92	0 00	494.54	0 00	0 00
862685104	#REORG/STRATASYS INC STOCK MERGER STRATASYS LTD 2L1UAJ1 12/3/2012		SSYS					
52.0000	05/09/2012	10/05/2009	2,560 75	902 90	0 00	1,657.85	0 00	0 00

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THE NORTHERN TRUST COMPANY
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CHICAGO, IL 60680

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Recipient's Name and Address: Ref: AET
AMELIA PEABODY CHARITABLE FUND
EVAN C. PAGE
185 DEVONSHIRE STREET
SUITE 600
BOSTON, MA 02110

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412822108	HARLEY DAVIDSON INC		HOG					
141 0000	05/11/2012	04/18/2011	6,800.90	5,529.07	0.00	1,271 83	0.00	0 00
G491BT108	INVESCO LTD COM STK USD0 10		IVZ					
640 0000	05/11/2012	Various	14,772.08	14,023 96	0.00	748 12	0 00	0.00
23918K108	DAVITA INC		DVA					
80.0000	05/14/2012	05/02/2011	6,552 01	7,113.85	0.00	-561.84	0.00	0.00
302491303	FMC CORP NEW		FMC					
54.0000	05/14/2012	03/30/2011	5,666 47	4,569.86	0.00	1,096.61	0 00	0 00
291011104	EMERSON ELECTRIC CO		EMR					
4000.0000	05/15/2012	10/21/2002	191,823.70	101,928.40	0.00	89,895 30	0 00	0.00
87612E106	TARGET CORP		TGT					
8000 0000	05/15/2012	11/10/2003	443,325.26	314,393 60	0 00	128,931.66	0 00	0.00
902748102	UIL HLDG CORP		UIL					
1185 0000	05/15/2012	Various	39,551.09	31,889 47	0 00	7,661.62	0 00	0 00
775781206	ROLLS ROYCE HOLDINGS PLC SPONSORED ADR ROLLS-RO SPONSORED ADR		RYCEY					
258.0000	05/16/2012	05/03/2011	17,084.37	13,573 07	0 00	3,511.30	0 00	0.00
011659109	ALASKA AIR GROUP INC COM		ALK					
115 0000	05/17/2012	Various	3,731.71	3,170.73	0.00	560 98	0 00	0 00

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302491303	FMC CORP NEW		FMC					
106.0000	05/17/2012	03/30/2011	10,380.63	8,970.48	0.00	1,410 15	0 00	0.00
00081T108	ACCO BRANDS CORP COM		ACCO					
515 1800	05/18/2012	Various	5,114 06	5,025 80	0 00	88 26	0 00	0 00
04033V203	#REORG/ARIBA INC CASH MERGER DUE 10/02/2012							
269.0000	05/21/2012	07/14/2010	9,865.25	4,746 77	0 00	5,118 48	0 00	0 00
12504L109	CBRE GROUP INC CL A CL A		CBG					
1240 0000	05/21/2012	Various	19,876 87	24,133.04	0.00	-4,256 17	0.00	0.00
00081T108	ACCO BRANDS CORP COM		ACCO					
1 0000	05/22/2012	01/25/2011	9 55	9 40	0 00	0.15	0 00	0 00
437306103	HOME PROPS INC COM		HME					
235 0000	05/22/2012	Various	14,080 93	9,988 70	0.00	4,092.23	0.00	0.00
04033V203	#REORG/ARIBA INC CASH MERGER DUE 10/02/2012							
686 0000	05/23/2012	Various	30,785 69	11,559.82	0.00	19,225.87	0 00	0 00
23918K108	DAVITA INC		DVA					
181.0000	05/23/2012	Various	14,533.20	12,738.01	0.00	1,795 19	0.00	0.00
25243Q205	ADR DIAGEO PLC SPONSORED ADR NEW		DEO					
233.0000	05/25/2012	05/03/2011	22,018 91	18,792.19	0.00	3,226 72	0 00	0 00

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G81276100	SIGNET JEWELERS LTD ORD USD0.18		SIG					
397.0000	05/25/2012	Various	17,388.42	15,804.67	0.00	1,583.75	0 00	0.00
806882106	SCHNITZER STL INDS CL A		SCHN					
592.0000	05/31/2012	Various	15,517.68	29,377.61	0 00	-13,859.93	0 00	0 00
01988P108	ALLSCRIPTS HEALTHCARE SOLUTIONS INC		MDRX					
2680.0000	06/04/2012	Various	28,301.50	50,806.16	0.00	-22,504.66	0.00	0.00
030420103	AMERICAN WTR WKS CO INC NEW COM		AWK					
448.0000	06/05/2012	Various	15,296 78	10,103 44	0 00	5,193 34	0 00	0 00
20605P101	CONCHO RES INC COM STK		CXO					
135 0000	06/05/2012	Various	11,696.11	6,238 08	0 00	5,458.03	0 00	0 00
27874N105	ECHELON CORP OC-COM STK		ELON					
555 0000	06/05/2012	10/05/2009	1,921 15	7,315.07	0 00	-5,393 92	0 00	0 00
626188106	ADR MUNICH RE GROUP ADR		MURGY					
3793.0000	06/05/2012	05/06/2011	45,396 63	61,650.30	0 00	-16,253.67	0.00	0 00
92857W209	VODAFONE GROUP PLC SPONSORED ADR		VOD					
1368.0000	06/05/2012	05/03/2011	36,618.33	38,795 25	0.00	-2,176 92	0.00	0 00
27874N105	ECHELON CORP OC-COM STK		ELON					
249 0000	06/06/2012	10/05/2009	847 78	3,281 89	0.00	-2,434 11	0.00	0.00

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892356106	TRACTOR SUPPLY CO		TSCO					
66.0000	06/06/2012	03/04/2010	5,836.25	1,886.84	0 00	3,949 41	0.00	0.00
125896100	CMS ENERGY CORP		CMS					
316.0000	06/07/2012	10/05/2009	7,399 03	4,209.12	0.00	3,189 91	0 00	0 00
27874N105	ECHELON CORP OC-COM STK		ELON					
90.0000	06/07/2012	10/05/2009	296 45	1,186 23	0.00	-889 78	0 00	0 00
443320106	HUB GROUP INC CL A		HUBG					
156.0000	06/07/2012	10/05/2009	5,371.74	3,686.28	0.00	1,685.46	0.00	0 00
27874N105	ECHELON CORP OC-COM STK		ELON					
226 0000	06/08/2012	10/05/2009	730 37	2,978.75	0 00	-2,248 38	0.00	0.00
27874N105	ECHELON CORP OC-COM STK		ELON					
161.0000	06/11/2012	10/05/2009	508 99	2,122.03	0 00	-1,613.04	0.00	0 00
66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098		NVS					
265 8800	06/11/2012	11/27/2009	13,925 23	14,697 85	0.00	-772.62	0.00	0.00
66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098		NVS					
167.0000	06/11/2012	Various	8,746 47	10,077 13	0 00	-1,330.66	0 00	0 00
G491BT108	INVESCO LTD COM STK USD0.10		IVZ					
1064.0000	06/12/2012	Various	23,382.47	22,677 55	0 00	704 92	0.00	0 00

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127097103	CABOT OIL & GAS CORP CL A		COG					
317.0000	06/13/2012	Various	10,274.77	5,632 99	0.00	4,641 78	0.00	0.00
27874N105	ECHELON CORP OC-COM STK		ELON					
294 0000	06/13/2012	10/05/2009	878.47	3,875 01	0 00	-2,996 54	0.00	0 00
584977201	#REORG/MEDTOX SCIENTIFIC INC COM CASH MERGER 7/31/2012							
845.0000	06/13/2012	Various	22,577.89	7,143.15	0 00	15,434.74	0 00	0 00
832248108	SMITHFIELD FOODS INC		SFD					
756.0000	06/13/2012	Various	14,967.38	17,089 92	0.00	-2,122.54	0.00	0.00
27874N105	ECHELON CORP OC-COM STK		ELON					
180.0000	06/14/2012	10/05/2009	530 06	2,372.45	0 00	-1,842 39	0.00	0 00
27874N105	ECHELON CORP OC-COM STK		ELON					
247.0000	06/14/2012	01/21/2011	727.36	2,375 87	0.00	-1,648 51	0 00	0 00
779376102	ROVI CORP COM		ROVI					
174 0000	06/14/2012	Various	3,699.48	7,464 69	0 00	-3,765.21	0 00	0 00
27874N105	ECHELON CORP OC-COM STK		ELON					
445.0000	06/15/2012	08/12/2010	1,417.69	3,195 10	0 00	-1,777.41	0 00	0 00
27874N105	ECHELON CORP OC-COM STK		ELON					
1198.0000	06/15/2012	Various	3,816 62	11,478 78	0.00	-7,662 16	0.00	0 00

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832248108	SMITHFIELD FOODS INC		SFD					
229.0000	06/15/2012	02/24/2011	4,334 07	5,066.60	0.00	-732.53	0.00	0.00
502441306	ADR LVMH MOET HENNESSY LOUIS VUITTON ADR		LVMUY					
719.0000	06/19/2012	11/09/2010	21,812 46	23,449.76	0 00	-1,637 30	0 00	0 00
779376102	ROVI CORP COM		ROVI					
896.0000	06/19/2012	Various	19,099.97	33,983 94	0.00	-14,883 97	0 00	0 00
M22465104	CHECK POINT SOFTWARE TECH ORD		CHKP					
201.0000	06/19/2012	Various	9,779.83	5,809 65	0 00	3,970 18	0 00	0.00
97650W108	WINTRUST FINANCIAL CORP COMMON STOCK		WTFC					
253.0000	06/21/2012	08/12/2010	8,797.84	7,444.83	0.00	1,353 01	0 00	0 00
97650W108	WINTRUST FINANCIAL CORP COMMON STOCK		WTFC					
22.0000	06/21/2012	01/24/2011	765.03	733.15	0.00	31.88	0 00	0.00
97650W108	WINTRUST FINANCIAL CORP COMMON STOCK		WTFC					
121.0000	06/22/2012	Various	4,201.11	3,347 25	0 00	853 86	0 00	0 00
167250109	ADR CHICAGO BRDG & IRON CO N V N Y REGISTRY SH NV		CBI					
156.0000	06/25/2012	10/05/2009	5,441.48	2,808.94	0 00	2,632 54	0.00	0 00
212015101	CONTINENTAL RES INC COM		CLR					
235.0000	06/25/2012	03/04/2011	14,773.50	15,987 98	0.00	-1,214 48	0 00	0 00

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413086109	HARMAN INTERNATIONAL INDUSTRIES		HAR					
605 0000	06/25/2012	Various	22,426.67	18,540 34	0.00	3,886.33	0.00	0 00
892356106	TRACTOR SUPPLY CO		TSCO					
104.0000	06/25/2012	03/04/2010	9,010 41	2,973.20	0.00	6,037.21	0 00	0.00
316773100	FIFTH THIRD BANCORP		FITB					
944.0000	06/27/2012	01/22/2010	12,205.72	11,666.90	0.00	538 82	0.00	0.00
316773100	FIFTH THIRD BANCORP		FITB					
734.0000	06/27/2012	Various	9,405 34	9,138 87	0 00	266 47	0 00	0.00
571748102	MARSH & MCLENNAN COS INC		MMC					
763.0000	06/28/2012	Various	23,762 87	22,651 39	0 00	1,111 48	0.00	0 00
78442P106	SLM CORPORATION SECURITIES		SLM					
453.0000	06/28/2012	04/27/2011	6,819.44	7,458 64	0 00	-639.20	0 00	0 00
031100100	AMETEK INC NEW		AME					
.5000	07/02/2012	09/28/2010	16.23	10.55	0.00	5 68	0 00	0.00
437306103	HOME PROPS INC COM		HME					
90 0000	07/02/2012	01/27/2010	5,573 70	3,754 17	0 00	1,819.53	0 00	0 00
031100100	AMETEK INC NEW		AME					
912.0000	07/03/2012	Various	31,011.79	14,880 99	0 00	16,130 80	0.00	0 00

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14888B103	#REORG/ CATALYST CASH & STOCK MERGER SXCHEALTH SOLUTN 2034285 EFF 07/03/2012							
630.0000	07/03/2012	10/05/2009	40,880.19	17,727.69	0.00	23,152.50	0.00	0.00
611740101	MONSTER BEVERAGE CORP COM		MNST					
182.0000	07/03/2012	09/03/2010	13,460.99	4,302.05	0.00	9,158.94	0.00	0 00
88076W103	TERADATA CORP DEL COM STK		TDC					
169.0000	07/03/2012	01/07/2011	12,115.39	7,434.73	0.00	4,680 66	0 00	0.00
G491BT108	INVESCO LTD COM STK USD0.10		IVZ					
412 0000	07/03/2012	09/17/2010	9,423.14	8,665.27	0 00	757 87	0 00	0 00
M22465104	CHECK POINT SOFTWARE TECH ORD		CHKP					
484.0000	07/03/2012	10/05/2009	23,839 93	13,787 76	0 00	10,052.17	0 00	0 00
096761101	BOB EVANS FARMS INC		BOBE					
152.0000	07/05/2012	10/05/2009	6,113 53	4,351 99	0 00	1,761.54	0.00	0 00
127055101	CABOT CORP		CBT					
468 0000	07/05/2012	Various	19,263.69	12,609 32	0 00	6,654.37	0.00	C.00
293389102	ENNIS INC COM COM		EBF					
706.0000	07/05/2012	Various	10,928.21	11,480.69	0.00	-552 48	0.00	0.00
29472R108	EQTY LIFESTYLE PPTYS INC REIT		ELS					
397.0000	07/05/2012	Various	27,709.07	17,730.45	0 00	9,978 62	0 00	0 00

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690732102	OWENS & MINOR INC NEW COM		OMI					
475 0000	07/05/2012	10/05/2009	14,790.91	14,243 92	0 00	546 99	0 00	0.00
Y8565N102	TEEKAY TANKERS LTD COM STK		TNK					
1905.0000	07/05/2012	12/10/2010	8,222.92	21,389.72	0.00	-13,166 80	0.00	0 00
054536107	AXA S A SPONSORED ADR		AXAHY					
212.0000	07/06/2012	05/03/2011	2,590.62	4,747 59	0.00	-2,156.97	0 00	0 00
072730302	BAYER A G 00		BAYRY					
307.0000	07/06/2012	05/03/2011	21,489.39	26,547.83	0.00	-5,058 44	0.00	0 00
293389102	ENNIS INC COM COM		EBF					
379.0000	07/06/2012	08/12/2010	5,708 93	5,922.25	0 00	-213.32	0.00	0 00
859152100	STERIS CORP		STE					
900.0000	07/06/2012	Various	28,248 57	27,090 83	0.00	1,157.74	0 00	0.00
G491BT108	INVESCO LTD COM STK USD0.10		IVZ					
224 0000	07/06/2012	09/17/2010	4,888 13	4,711 21	0.00	176 92	0 00	0.00
583334107	MEADWESTVACO CORP		MWV					
560.0000	07/10/2012	Various	15,785.67	15,426 72	0.00	358 95	0 00	0 00
139594105	CAPELLA ED CO COM		CPLA					
85.0000	07/11/2012	04/06/2010	2,613 28	7,906 11	0 00	-5,292.83	0 00	0.00

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278715206	EBIX INC FORMERLY EBIX COM INC TO 01/02/2004 COM NEW COM NEW		EBIX					
115 0000	07/11/2012	06/22/2011	2,285.93	2,398 23	0.00	-112.30	0.00	0 00
27875T101	ECHO GLOBAL LOGISTICS INC COM		ECHO					
108 0000	07/11/2012	06/02/2011	2,049.60	1,610.92	0.00	438 68	0 00	0.00
501889208	LKQ CORP COM LKQ CORP		LKQ					
86 0000	07/11/2012	08/12/2010	2,932.62	1,684.37	0 00	1,248.25	0 00	0 00
73640Q105	PORTFOLIO RECOVERY ASSOCS INC COM		PRAA					
14 0000	07/11/2012	10/05/2009	1,241.37	656.34	0.00	585.03	0 00	0.00
767744105	RITCHIE BROS AUCTIONEERS INC COM ISIN US7677441054		RBA					
148.0000	07/11/2012	01/21/2011	3,150.35	3,654 95	0.00	-504.60	0 00	0 00
90385D107	ULTIMATE SOFTWARE GROUP INC COM		ULTI					
267.0000	07/11/2012	08/12/2010	23,216.63	8,811.03	0.00	14,405.60	0.00	0 00
501889208	LKQ CORP COM LKQ CORP		LKQ					
866 0000	07/12/2012	10/05/2009	28,957.50	16,479.90	0.00	12,477.60	0 00	0 00
018581108	ALLIANCE DATA SYSTEMS CORP		ADS					
87 0000	07/13/2012	Various	11,507.65	7,698.01	0.00	3,809 64	0 00	0 00
337932107	FIRSTENERGY CORP		FE					
419.0000	07/18/2012	Various	20,760.68	17,819 81	0.00	2,940.87	0.00	0 00

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

Account Number: [redacted]
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☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address:
AMELIA PEABODY CHARITABLE FUND
EVAN C. PAGE
185 DEVONSHIRE STREET
SUITE 600
BOSTON, MA 02110

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55616P104	MACYS INC COM STK		M					
880 0000	07/18/2012	Various	29,926.37	22,154 95	0.00	7,771 42	0.00	0 00
55616P104	MACYS INC COM STK		M					
67.0000	07/18/2012	04/27/2011	2,278 49	1,654.47	0.00	624.02	0.00	0.00
055622104	BP AMOCO P L C SPONSORED ADR		BP					
1625.0000	07/19/2012	06/20/2011	67,989.45	67,921.26	0.00	68.19	0 00	0.00
892356106	TRACTOR SUPPLY CO		TSCO					
120.0000	07/19/2012	03/04/2010	9,698.06	3,430.61	0.00	6,267.45	0 00	0 00
03475V101	ANGIODYNAMICS INC COM STK		ANGO					
385.0000	07/20/2012	08/12/2010	4,327.53	6,166.78	0.00	-1,839 25	0.00	0.00
611740101	MONSTER BEVERAGE CORP COM		MNST					
120.0000	07/20/2012	09/03/2010	7,763 88	2,836.52	0.00	4,927.36	0 00	0 00
03475V101	ANGIODYNAMICS INC COM STK		ANGO					
709.0000	07/23/2012	Various	7,835.63	10,838 48	0.00	-3,002.85	0 00	0.00
892356106	TRACTOR SUPPLY CO		TSCO					
145.0000	07/23/2012	03/04/2010	11,606.09	4,145.32	0 00	7,460 77	0 00	0 00
03475V101	ANGIODYNAMICS INC COM STK		ANGO					
709.0000	07/24/2012	10/05/2009	7,666.75	9,965 35	0.00	-2,298 60	0 00	0 00

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031100100	AMETEK INC NEW		AME					
149.0000	07/25/2012	10/05/2009	4,717.25	2,245.95	0 00	2,471.30	0 00	0.00
03475V101	ANGIODYNAMICS INC COM STK		ANGO					
772 0000	07/25/2012	10/05/2009	8,324 68	10,850 85	0.00	-2,526.17	0.00	0.00
156782104	CERNER CORP		CERN					
61.0000	07/25/2012	03/31/2011	4,610.47	3,383.62	0.00	1,226 85	0.00	0 00
85590A401	STARWOOD HOTELS & RESORTS		HOT					
247.0000	07/25/2012	Various	12,337.58	12,433 11	0 00	-95.53	0.00	0.00
031100100	AMETEK INC NEW		AME					
148.0000	07/26/2012	10/05/2009	4,545 03	2,230.87	0.00	2,314 16	0 00	0 00
03475V101	ANGIODYNAMICS INC COM STK		ANGO					
505 0000	07/26/2012	10/05/2009	5,326.00	7,098.03	0.00	-1,772 03	0 00	0.00
443320106	HUB GROUP INC CL A		HUBG					
636.0000	07/26/2012	10/05/2009	18,167.44	15,028 68	0.00	3,138.76	0.00	0 00
167250109	ADR CHICAGO BRDG & IRON CO N V N Y REGISTRY SH NV		CBI					
914.0000	07/31/2012	10/05/2009	32,168.51	16,457.48	0.00	15,711 03	0.00	0.00
437306103	HOME PROPS INC COM		HME					
281 0000	07/31/2012	Various	18,429.81	11,289.18	0 00	7,140 63	0.00	0.00

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82481R106	SHIRE PHARMACEUTICALS GROUP PLC SPONSORE		SHPG					
189.0000	07/31/2012	Various	16,282 05	13,037.31	0 00	3,244.74	0 00	0 00
887389104	TIMKEN CO		TKR					
1045.0000	08/03/2012	Various	39,361 13	52,238 25	0 00	-12,877.12	0 00	0 00
14149Y108	CARDINAL HEALTH INC		CAH					
744.0000	08/06/2012	Various	28,959.92	32,991.99	0.00	-4,032 07	0 00	0.00
700416209	PARK ELECTROCHEMICAL CORP COM		PKE					
219.0000	08/08/2012	07/14/2010	6,112.85	5,805 10	0 00	307.75	0.00	0.00
04685W103	ATHENAHEALTH INC COM MON STOCK		ATHN					
72.0000	08/13/2012	Various	6,697.26	3,337 00	0 00	3,360 25	0 00	0 00
139594105	CAPELLA ED CO COM		CPLA					
190.0000	08/13/2012	Various	5,894 50	15,453 56	0 00	-9,559 06	0.00	0 00
665162582	MFB NORTHN FUNDS EMERGING MKTS EQTY EQTY INDEX FD		NOEMX					
82208.5700	08/13/2012	Various	910,871.00	926,886 89	0 00	-16,015 89	0.00	0.00
665162699	MFB NORTHN HI YIELD FXD INC FD		NHFIX					
139742.5300	08/13/2012	12/30/2009	1,028,505 00	972,607 98	0 00	55,897.02	0 00	0.00
76122Q105	RESOURCES CONNECTION INC COM		RECN					
2615 0000	08/13/2012	Various	31,282.53	42,537.23	0.00	-11,254 70	0 00	0 00

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04685W103	ATHENAHEALTH INC COM MON STOCK		ATHN					
87.0000	08/14/2012	04/07/2011	7,970.02	4,004 65	0.00	3,965.37	0.00	0 00
139594105	CAPELLA ED CO COM		CPLA					
245.0000	08/14/2012	10/27/2010	7,588 37	13,331.80	0.00	-5,743 43	0 00	0 00
25157Y202	DEUTSCHE POST AG SPONSORED ADR		DPSGY					
2 0000	08/14/2012	05/03/2011	38.30	39.51	0 00	-1 21	0 00	0.00
25157Y202	DEUTSCHE POST AG SPONSORED ADR		DPSGY					
1464.0000	08/15/2012	05/03/2011	27,895.75	28,921.90	0 00	-1,026.15	0.00	0.00
878546209	ADR TECHNIP SPONSORED ADR TECHNIP-COLEXIP SEC#2856204 EFF 7/14/03		TKPPY					
249 5900	08/15/2012	11/02/2010	6,621.77	5,636 36	0.00	985.41	0.00	0.00
878546209	ADR TECHNIP SPONSORED ADR TECHNIP-COLEXIP SEC#2856204 EFF 7/14/03		TKPPY					
317.4100	08/15/2012	08/10/2011	8,421.07	6,764 22	0.00	1,656.85	0.00	0.00
912828AJ9	UNITED STATES TREAS NT DTD 08/15/02 4.625% DUE 08/15/12							
1000000 0000	08/15/2012	08/06/2003	1,000,000.00	1,010,000 00	0 00	-10,000.00	0 00	0 00
716473103	ADR PETROFAC LTD ADS .		POFCY					
789.0000	08/16/2012	06/21/2011	9,073.40	9,707 70	0.00	-634 30	0.00	0 00
775781206	ROLLS ROYCE HOLDINGS PLC SPONSORED ADR ROLLS-RO SPONSORED ADR		RYCEY					
237.0000	08/16/2012	05/03/2011	16,076 26	12,468 28	0 00	3,607 98	0.00	0 00

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2012 Tax Information Statement

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92857W209	VODAFONE GROUP PLC SPONSORED ADR		VOD					
370.0000	08/16/2012	03/10/2011	10,833 37	10,637.36	0.00	196.01	0.00	0.00
008916108	AGRIUM INC		AGU					
63 0000	08/17/2012	Various	6,303.63	5,304 58	0.00	999.05	0.00	0.00
010199305	ADR AKZO NOBEL N V SPONSORED ADR		AKZOY					
59.0000	08/17/2012	05/03/2011	1,078.49	1,529 65	0.00	-451 16	0.00	0 00
05565A202	BNP PARIBAS SPONSORED ADR REPSTG 1/4 SH		BNPQY					
81 0000	08/17/2012	10/28/2009	1,739.82	3,193 83	0 00	-1,454.01	0.00	0 00
783513104	RYANAIR HLDGS PLC SPONSORED ADR		RYAAY					
59 0000	08/17/2012	07/25/2011	1,795.34	1,622 80	0.00	172.54	0.00	0.00
80105N105	SANOFI-AVENTIS SPONSORED ADR		SNY					
191.0000	08/17/2012	10/28/2009	7,828 05	7,424 24	0 00	403.81	0.00	0.00
826197501	SIEMENS A G SPONSORED ADR		SI					
52.0000	08/17/2012	05/03/2011	4,764.60	7,457.39	0 00	-2,692 79	0 00	0.00
988415105	ADR YUE YUEN INDL-UNSP ADR ADR		YUEIY					
195.0000	08/17/2012	05/03/2011	2,880.58	3,324 55	0 00	-443.97	0.00	0 00
030420103	AMERICAN WTR WKS CO INC NEW COM		AWK					
259.0000	08/21/2012	08/11/2010	9,698.52	5,834.26	0.00	3,864 26	0 00	0.00

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502441306	ADR LVMH MOET HENNESSY LOUIS VUITTON ADR		LVMUY					
1801.0000	08/21/2012	Various	59,487.12	58,512 57	0.00	974.55	0.00	0 00
055262505	BASF AG SPONSORED ADR 00		BASFY					
38.0000	08/22/2012	03/11/2010	2,979 89	2,300.38	0.00	679 51	0.00	0.00
05545E209	ADR BHP BILLITON PLC SPONSORED ADR		BBL					
60.0000	08/22/2012	06/20/2011	3,716.31	4,400.33	0 00	-684 02	0 00	0 00
138006309	CANON INC ADR REPSTG 5 SHS		CAJ					
60.0000	08/22/2012	10/28/2009	2,039.35	2,254.20	0 00	-214.85	0.00	0.00
641069406	NESTLE S A SPONSORED ADR REPSTG REG SH		NSRGY					
77.0000	08/22/2012	10/05/2009	4,793.14	3,242.47	0 00	1,550 67	0.00	0 00
66987V109	ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098		NVS					
80.0000	08/22/2012	10/05/2009	4,815.08	3,986.68	0 00	828.40	0 00	0 00
92857W209	VODAFONE GROUP PLC SPONSORED ADR		VOD					
166.0000	08/22/2012	03/10/2011	4,837.77	4,772 44	0 00	65 33	0.00	0.00
14149Y108	CARDINAL HEALTH INC		CAH					
771.0000	08/24/2012	Various	30,523.26	31,772.56	0 00	-1,249.30	0.00	0 00
80105N105	SANOFI-AVENTIS SPONSORED ADR		SNY					
500.0000	08/24/2012	Various	20,298.54	19,306 56	0 00	991 98	0 00	0 00

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92046N102	VALUECLICK INC		VCLK					
110.0000	08/24/2012	07/15/2011	1,801.15	1,971.22	0 00	-170.07	0 00	0 00
Y0486S104	AVAGO TECHNOLOGIES LTD		AVGO					
577.0000	08/28/2012	Various	20,896.15	19,807.12	0 00	1,089.03	0 00	0 00
42805T105	HERTZ GLOBAL HLDGS INC COM		HTZ					
318.0000	08/30/2012	07/07/2011	4,537.77	5,341 86	0.00	-804 09	0.00	0.00
911163103	UNITED NAT FOODS INC COM		UNFI					
24 0000	08/30/2012	08/12/2010	1,373 28	826.53	0 00	546 75	0 00	0.00
460951106	INTEROIL CORP COM		IOC					
34.0000	09/17/2012	07/30/2010	2,895.56	2,039.44	0 00	856.12	0 00	0 00
700416209	PARK ELECTROCHEMICAL CORP COM		PKE					
177.0000	09/17/2012	Various	4,904 38	4,611 53	0 00	292 85	0 00	0 00
700416209	PARK ELECTROCHEMICAL CORP COM		PKE					
121 0000	09/18/2012	08/12/2010	3,360.91	3,121 44	0.00	239 47	0 00	0.00
488401100	KEMPER CORP DEL COM		KMPR					
425 0000	09/19/2012	08/25/2011	13,373.55	13,057.32	0 00	316 23	0 00	0.00
754730109	RAYMOND JAMES FINANCIAL INC		RJF					
140 0000	09/19/2012	12/09/2010	5,285 86	4,364.67	0.00	921.19	0.00	0 00

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754730109	RAYMOND JAMES FINANCIAL INC		RJF					
380 0000	09/19/2012	07/28/2011	14,347 34	12,200 39	0 00	2,146.95	0.00	0 00
85254C305	STAGE STORES INC COMMON STOCK		SSI					
915 0000	09/20/2012	10/05/2009	20,392.49	11,697.36	0 00	8,695 13	0 00	0 00
010199305	ADR AKZO NOBEL N V SPONSORED ADR		AKZOY					
1001.0000	09/21/2012	05/03/2011	19,351.60	25,952 26	0.00	-6,600 66	0 00	0 00
626188106	ADR MUNICH RE GROUP ADR		MURGY					
695.0000	09/21/2012	05/06/2011	11,252.21	11,296.32	0 00	-44 11	0 00	0 00
69351T106	PPL CORP		PPL					
1051 0000	09/21/2012	Various	30,152.51	29,537 02	0.00	615.49	0.00	0 00
008916108	AGRIUM INC		AGU					
42.0000	09/24/2012	11/11/2010	4,257.41	3,524.90	0.00	732.51	0.00	0 00
008916108	AGRIUM INC		AGU					
34.0000	09/24/2012	08/04/2011	3,446.48	2,849.72	0 00	596 76	0.00	0.00
124857202	CBS CORP		CBS					
323 0000	09/24/2012	Various	11,984.62	5,258.21	0 00	6,726.41	0.00	0 00
42805T105	HERTZ GLOBAL HLDGS INC COM		HTZ					
416.0000	09/24/2012	Various	5,927.21	6,920.42	0 00	-993.21	0.00	0 00

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92342Y109	VERIFONE SYSTEMS INC COM		PAY					
755.0000	09/26/2012	10/27/2010	21,297.99	24,340.29	0.00	-3,042 30	0 00	0.00
Y0486S104	AVAGO TECHNOLOGIES LTD		AVGO					
358.0000	09/27/2012	Various	12,486.76	11,595.05	0.00	891.71	0 00	0 00
868157108	SUPERIOR ENERGY SERVICES INC COM		SPN					
455 0000	09/28/2012	11/12/2010	9,372 78	13,452.12	0.00	-4,079 34	0 00	0 00
868157108	SUPERIOR ENERGY SERVICES INC COM		SPN					
200.0000	09/28/2012	08/25/2011	4,119.91	6,476.95	0.00	-2,357 04	0 00	0 00
553530106	MSC INDL DIRECT INC CL A		MSM					
255.0000	10/01/2012	12/02/2010	16,988.81	15,997.86	0 00	990.95	0 00	0 00
553530106	MSC INDL DIRECT INC CL A		MSM					
105.0000	10/01/2012	02/03/2011	6,995.39	6,393.38	0.00	602 01	0 00	0 00
493267108	KEYCORP NEW		KEY					
2364.0000	10/03/2012	Various	20,684 52	20,837.24	0.00	-152.72	0 00	0 00
868157108	SUPERIOR ENERGY SERVICES INC COM		SPN					
615.0000	10/03/2012	Various	11,697 09	17,841 00	0.00	-6,143 91	0 00	0 00
405217100	HAIN CELESTIAL GROUP INC		HAIN					
430.0000	10/04/2012	Various	27,366.14	10,435.62	0.00	16,930 52	0 00	0 00

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941053100	WASTE CONNECTIONS INC		WCN					
572 0000	10/04/2012	Various	16,907 87	15,543 84	0.00	1,364.03	0.00	0 00
941053100	WASTE CONNECTIONS INC		WCN					
605 0000	10/04/2012	Various	17,883 33	19,008.22	0.00	-1,124.89	0 00	0 00
941053100	WASTE CONNECTIONS INC		WCN					
300 0000	10/05/2012	10/12/2010	8,841 68	8,079.20	0.00	762.48	0 00	0 00
42805T105	HERTZ GLOBAL HLDGS INC COM		HTZ					
288.0000	10/08/2012	05/19/2011	4,075 05	4,666 98	0 00	-591.93	0 00	0 00
018581108	ALLIANCE DATA SYSTEMS CORP		ADS					
108.0000	10/09/2012	Various	15,370 71	9,004.40	0 00	6,366.31	0.00	0 00
124857202	CBS CORP		CBS					
246 0000	10/09/2012	10/01/2010	8,597 53	3,967 39	0 00	4,630.14	0 00	0.00
583334107	MEADWESTVACO CORP		MWV					
170 0000	10/09/2012	01/25/2011	5,128 96	4,237.23	0.00	891.73	0 00	0 00
037833100	APPLE COMPUTER INC		AAPL					
200.0000	10/11/2012	04/19/2011	126,370.16	66,605.12	0 00	59,765 04	0 00	0 00
149123101	CATERPILLAR INC		CAT					
1000.0000	10/11/2012	10/24/2008	82,923.14	33,239.71	0.00	49,683 43	0 00	0 00

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☐ **Corrected** ☐ **2nd TIN notice**

Recipient's Name and Address: Ref: AET
AMELIA PEABODY CHARITABLE FUND
EVAN C PAGE
185 DEVONSHIRE STREET
SUITE 600
BOSTON, MA 02110

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166764100	CHEVRONTEXACO CORP		CVX					
1000.0000	10/11/2012	04/19/2011	113,302.66	105,333.40	0.00	7,969 26	0 00	0.00
256746108	DOLLAR TREE INC COM STK		DLTR					
161.0000	10/11/2012	10/05/2009	7,004.66	2,598 49	0.00	4,406 17	0 00	0.00
256746108	DOLLAR TREE INC COM STK		DLTR					
100 0000	10/11/2012	05/24/2011	4,350.72	3,104 56	0.00	1,246 16	0 00	0.00
124857202	CBS CORP		CBS					
551 0000	10/12/2012	10/01/2010	18,592.92	8,886 30	0.00	9,706 62	0.00	0.00
826197501	SIEMENS A G SPONSORED ADR		SI					
399.0000	10/12/2012	Various	39,397.31	56,054 26	0.00	-16,656 95	0 00	0 00
493267108	KEYCORP NEW		KEY					
3202.0000	10/15/2012	Various	26,640.04	27,238.11	0.00	-598.07	0 00	0.00
216831107	COOPER TIRE & RUBBER CO		CTB					
2204.0000	10/16/2012	Various	44,729.62	41,111.01	0.00	3,618 61	0.00	0.00
42805T105	HERTZ GLOBAL HLDGS INC COM		HTZ					
510.0000	10/17/2012	Various	7,517 22	8,139.99	0.00	-622 77	0.00	0 00
018581108	ALLIANCE DATA SYSTEMS CORP		ADS					
85.0000	10/18/2012	03/21/2011	12,151.30	7,021.74	0.00	5,129.56	0 00	0 00

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Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
075896100	BED BATH & BEYOND INC		BBBY					
393.0000	10/18/2012	10/05/2009	23,960.71	14,560.65	0 00	9,400 06	0 00	0 00
075896100	BED BATH & BEYOND INC		BBBY					
165.0000	10/18/2012	Various	10,059.84	9,174 61	0.00	885.23	0.00	0.00
256746108	DOLLAR TREE INC COM STK		DLTR					
521.0000	10/18/2012	10/05/2009	20,654 53	8,408 76	0.00	12,245 77	0 00	0 00
67103H107	O REILLY AUTOMOTIVE INC NEW COM USD0.01		ORLY					
87.0000	10/18/2012	Various	6,976.14	3,900.67	0.00	3,075.47	0.00	0.00
67103H107	O REILLY AUTOMOTIVE INC NEW COM USD0.01		ORLY					
30 0000	10/18/2012	02/02/2011	2,405.57	1,693 00	0.00	712.57	0.00	0 00
92857W209	VODAFONE GROUP PLC SPONSORED ADR		VOD					
2288.0000	10/18/2012	08/06/2010	65,231.25	56,165 37	0.00	9,065 88	0 00	0 00
92857W209	VODAFONE GROUP PLC SPONSORED ADR		VOD					
389.0000	10/18/2012	03/10/2011	11,090.45	11,183.60	0.00	-93.15	0 00	0 00
G87210103	UTI WORLDWIDE INC ORD NPV		UTIW					
1505.0000	10/18/2012	02/16/2011	20,587.48	33,719 53	0 00	-13,132 05	0.00	0.00
361448103	GATX CORP		GMT					
725.0000	10/19/2012	Various	31,081 79	25,594.39	0.00	5,487 40	0 00	0 00

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Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
488401100	KEMPER CORP DEL COM		KMPR					
415.0000	10/23/2012	08/25/2011	12,690.11	12,750 09	0 00	-59 98	0 00	0.00
78442P106	SLM CORPORATION SECURITIES		SLM					
2000 0000	10/23/2012	Various	33,609 24	32,731 43	0.00	877 81	0 00	0 00
67103H107	O REILLY AUTOMOTIVE INC NEW COM USD0.01		ORLY					
84 0000	10/24/2012	10/05/2009	6,827.14	3,005.28	0.00	3,821 86	0.00	0.00
353514102	FRANKLIN ELEC INC COM		FELE					
192.0000	10/25/2012	Various	11,101.42	5,980 63	0.00	5,120 79	0 00	0 00
42805T105	HERTZ GLOBAL HLDGS INC COM		HTZ					
438.0000	10/26/2012	07/20/2011	5,866.09	6,713.00	0.00	-846.91	0 00	0 00
80105N105	SANOFI-AVENTIS SPONSORED ADR		SNY					
315.0000	11/01/2012	11/27/2009	14,084 46	12,073 82	0 00	2,010.64	0 00	0 00
665162582	MFB NORTHN FUNDS EMERGING MKTS EQTY EQTY INDEX FD		NOEMX					
197951 6600	11/02/2012	11/25/2009	2,260,608.00	2,195,283 89	0.00	65,324 11	0 00	0 00
665162699	MFB NORTHN HI YIELD FXD INC FD		NHFIX					
395711 6300	11/02/2012	Various	2,959,923.00	2,744,429.37	0 00	215,493.63	0 00	0 00
002567105	ABAXIS INC COM		ABAX					
52.0000	11/06/2012	12/29/2010	1,929 79	1,421.24	0.00	508 55	0.00	0 00

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Cusip / Quantity Sold	Description / Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol / Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
073685109	BEACON ROOFING SUPPLY INC COM -		BECN					
113.0000	11/06/2012	10/05/2009	3,731.95	1,754 38	0 00	1,977.57	0 00	0 00
501889208	LKQ CORP COM LKQ CORP		LKQ					
237.0000	11/06/2012	08/12/2010	5,166 59	2,320.91	0.00	2,845 68	0.00	0 00
002567105	ABAXIS INC COM		ABAX					
84 0000	11/07/2012	12/29/2010	3,010.91	2,295 85	0 00	715.06	0.00	0.00
008916108	AGRIUM INC		AGU					
55.0000	11/07/2012	11/12/2010	5,331.65	4,426.41	0.00	905.24	0 00	0.00
008916108	AGRIUM INC		AGU					
61.0000	11/07/2012	08/04/2011	5,913.29	5,112.73	0 00	800 56	0 00	0 00
054536107	AXA S A SPONSORED ADR		AXAHY					
1968.0000	11/09/2012	05/03/2011	29,656.11	44,071 98	0 00	-14,415 87	0 00	0 00
678026105	OIL STS INTL INC COM ISIN US6780261052		OIS					
375.0000	11/09/2012	11/05/2009	24,778 66	13,530.27	0.00	11,248 39	0.00	0.00
052769106	AUTODESK, INC		ADSK					
620 0000	11/12/2012	Various	19,226 25	27,302.43	0.00	-8,076.18	0.00	0.00
30215C101	EXPERIAN PLC		EXPGY					
129 0000	11/12/2012	11/11/2011	2,143 12	1,725.97	0 00	417 15	0 00	0 00

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472319102	JEFFERIES GROUP INC NEW		JEF					
1820.0000	11/12/2012	Various	29,515.74	22,055.55	0.00	7,460.19	0.00	0.00
580037109	MCDERMOTT INTL INC COM		MDR					
2508.0000	11/13/2012	Various	25,444.35	42,622.52	0 00	-17,178 17	0.00	0 00
10138MAB1	BOTTLING GROUP LLC 4 625% DUE 11-15-201211-15-2012/11-14-2012 BEO							
1000000.0000	11/15/2012	07/09/2004	1,000,000.00	985,200 00	0.00	14,800 00	0 00	0.00
98310W108	WYNDHAM WORLDWIDE CORP COM STK		WYN					
590.0000	11/20/2012	10/05/2009	29,252.90	9,380 88	0 00	19,872 02	0.00	0 00
583334107	MEADWESTVACO CORP		MWV					
835.0000	11/27/2012	01/25/2011	24,847.20	20,812.26	0.00	4,034 94	0 00	0.00
12709P103	CABOT MICROELECTRONICS CORP COM		CCMP					
54.0000	11/28/2012	01/20/2011	1,705 22	2,391 40	0 00	-686.18	0.00	0 00
210313102	CONSTANT CONTACT INC COM STK		CTCT					
318.0000	11/28/2012	04/14/2010	4,256.01	8,008.95	0.00	-3,752.94	0 00	0.00
17133Q502	ADR CHUNGHWA TELECOM CO LTD SPONSORED ADR NEW 2011		CHT					
1007.0000	11/29/2012	05/03/2011	32,278.87	31,857.15	0 00	421.72	0 00	0 00
14808P109	CASS INFORMATION SYS INC COM		CASS					
.7000	12/03/2012	08/12/2010	30 10	19 37	0.00	10 73	0 00	0 00

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23918K108	DAVITA INC		DVA					
124 0000	12/03/2012	08/30/2010	13,192 19	8,118 95	0 00	5,073 24	0.00	0 00
278058102	EATON CORP		ETN					
1130.0000	12/03/2012	Various	58,370.15	37,879.93	0 00	20,490 22	0.00	0 00
826197501	SIEMENS A G SPONSORED ADR		SI					
215 0000	12/05/2012	03/01/2011	22,519 57	28,593 44	0 00	-6,073 87	0 00	0 00
803054204	SAP AKTIENGESELLSCHAFT SPONSORED ADR		SAP					
240.0000	12/07/2012	11/11/2011	18,918 06	14,693 26	0 00	4,224 80	0.00	0.00
881575302	TESCO PLC SPONSORED ADR		TSCDY					
2572 0000	12/07/2012	11/11/2011	41,428 09	50,460 84	0.00	-9,032.75	0.00	0.00
25157Y202	DEUTSCHE POST AG SPONSORED ADR		DPSGY					
26.0000	12/11/2012	05/03/2011	554 87	513.64	0 00	41.23	0 00	0 00
891906109	TOTAL SYSTEMS SERVICE		TSS					
1047.0000	12/11/2012	Various	23,371.98	20,272.87	0 00	3,099.11	0 00	0 00
256746108	DOLLAR TREE INC COM STK		DLTR					
688.0000	12/12/2012	10/05/2009	26,270.30	11,104.09	0 00	15,166 21	0.00	0 00
466313103	JABIL CIRCUIT INC		JBL					
1055 0000	12/12/2012	10/05/2009	19,744.93	13,461.80	0 00	6,283 13	0.00	0 00

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584690309	MEDICIS PHARMACEUTICAL CORP CL A NEW		MRX					
895.0000	12/12/2012	Various	39,380.00	20,602.87	0.00	18,777.13	0.00	0.00
584690309	MEDICIS PHARMACEUTICAL CORP CL A NEW		MRX					
785 0000	12/12/2012	07/08/2011	34,540.00	31,436.83	0 00	3,103 17	0.00	0 00
358029106	FRESENIUS MED CARE AG & CO.KGAA EACH REPR 1/3 NPV		FMS					
634.0000	12/17/2012	11/11/2011	21,721 24	22,225 66	0 00	-504 42	0.00	0.00
720279108	PIER 1 IMPORTS INC COM		PIR					
1425 0000	12/17/2012	Various	28,114.77	17,131 04	0 00	10,983 73	0 00	0.00
013904305	ADR ALCATEL ALSTHOM SPONSORED ADR ISIN #US0139043055		ALU					
23558.0000	12/18/2012	11/11/2011	32,332 61	48,044.19	0.00	-15,711.58	0 00	0 00
358029106	FRESENIUS MED CARE AG & CO.KGAA EACH REPR 1/3 NPV		FMS					
994 0000	12/18/2012	11/11/2011	34,339 42	34,845.91	0.00	-506.49	0.00	0 00
010199305	ADR AKZO NOBEL N V SPONSORED ADR		AKZOY					
1723.0000	12/19/2012	05/03/2011	37,366 70	44,671.07	0.00	-7,304.37	0.00	0 00
29248L104	ADR ENAGAS S A ADR		ENGGY					
739.0000	12/19/2012	12/13/2011	8,023 15	6,893 32	0.00	1,129 83	0.00	0.00
303726103	FAIRCHILD SEMICONDUCTOR INTL INC		FCS					
2135.0000	12/19/2012	Various	31,013 60	38,658 05	0.00	-7,644 45	0.00	0 00

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771195104	ROCHE HLDG LTD SPONSORED ADR		RHHBY					
50.0000	12/19/2012	12/13/2011	2,579.76	2,072.19	0 00	507 57	0 00	0.00
358029106	FRESENIUS MED CARE AG & CO.KGAA EACH REPR 1/3 NPV		FMS					
356.0000	12/20/2012	11/11/2011	12,242.93	12,480 03	0 00	-237 10	0 00	0.00
380956409	GOLDCORP INC NEW COMMON		GG					
2084 0000	12/20/2012	11/11/2011	73,433.11	111,534.64	0 00	-38,101 53	0 00	0.00
358029106	FRESENIUS MED CARE AG & CO.KGAA EACH REPR 1/3 NPV		FMS					
136.0000	12/21/2012	11/11/2011	4,677.29	4,767.65	0.00	-90.36	0 00	0.00
G4412G101	HERBALIFE LTD COM STK		HLF					
616.0000	12/24/2012	Various	15,764 22	34,569 89	0.00	-18,805 67	0 00	0.00
891906109	TOTAL SYSTEMS SERVICE		TSS					
1072.0000	12/26/2012	Various	22,947 88	19,923.09	0 00	3,024.79	0.00	0.00
000318790	HF NORTHERN TRUST ALPHA STRATEGIES FUND QP							
150829.5600	12/31/2012	04/29/2010	2,000,000 00	1,921,568.61	0 00	78,431.39	0 00	0 00
Total Long Term 15% Sales			**18,807,985.03**	**17,634,047.59**	**0.00**	**1,173,937.43**	**0.00**	**0.00**

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Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
Australia - USD							
ADR BHP BILLITON LTD SPONSORED ADR CUSIP 088606108							
1,708 000	78 44	0 00	133,975 52	110,873 56	23,101 96	0 00	23,101 96
ADR BRAMBLES LTD ADR CUSIP 105105100							
4,393 000	15 594	0 00	68,504 44	67,606 68	897 76	0 00	897 76
ADR CSL LTD ADR CUSIP 12637N105							
3,624 000	27 979	0 00	101,395 89	62,727 34	38,668 55	0 00	38,668 55
Total USD		0 00	303,875.85	241,207.58	62,668 27	0 00	62,668 27
Total Australia		0 00	303,875 85	241,207 58	62,668 27	0 00	62,668 27
Belgium - USD							
ADR ANHEUSER BUSCH INBEV SA/NV SPONSOREDADR CUSIP 03524A108							
1,346 000	87 41	0 00	117,653 86	89,695 04	27,958 82	0 00	27,958 82
ADR KBC GROUP NV CUSIP 48241F104							
2,878 000	17 83	0 00	51,314 74	50,000 92	1,313 82	0 00	1,313 82
Total USD		0 00	168,968 60	139,695 96	29,272 64	0 00	29,272 64
Total Belgium		0 00	168,968 60	139,695 96	29,272 64	0.00	29,272 64
Bermuda - USD							
ADR YUE YUEN INDL-UNSP ADR ADR CUSIP 988415105							
7,780 000	16 708	0 00	129,988 24	126,702 72	3,285 52	0 00	3,285 52
Total USD		0 00	129,988 24	126,702 72	3,285 52	0 00	3,285 52
Total Bermuda		0 00	129,988 24	126,702 72	3,285 52	0.00	3,285 52

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
Brazil - USD							
ADR CIELO S A SPONSORED ADR CUSIP 171778202							
1,990 000	28 85	0 00	57,411 50	52,921 25	4,490 25	0 00	4,490 25
Total USD		0.00	57,411 50	52,921.25	4,490 25	0.00	4,490 25
Total Brazil		0 00	57,411.50	52,921.25	4,490.25	0 00	4,490 25
Canada - USD							
AGRIUM INC COM CUSIP 008916108							
492 000	99 91	246 00	49,155 72	51,893 57	-2,737 85	0 00	-2,737 85
BANK N S HALIFAX COM STK CUSIP 064149107							
3,177 000	57 88	1,826 60	183,884 76	158,696 56	25,188 20	0 00	25,188 20
BCE INC COM NEW CUSIP 05534B760							
4,788 000	42 94	2,717 71	205,596 72	182,236 76	23,359 96	0 00	23,359 96
CENOVUS ENERGY INC COM CUSIP 15135U109							
1,859 000	33 54	0 00	62,350 86	62,558 47	-207 61	0 00	-207 61
CORUS ENTMT INC CL B NON VTG CUSIP 220874101							
3,305 000	24 80	0 00	81,964 00	64,853 54	17,110 46	0 00	17,110 46
IMAX CORP COM CUSIP 45245E109							
2,016 000	22 48	0 00	45,319 68	46,136 56	-816 88	0 00	-816 88
NEW GOLD INC CDA COM CUSIP 644535106							
10,782 000	11 03	0 00	118,925 46	127,532 72	-8,607 26	0 00	-8,607 26

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
Canada - USD							
RITCHIE BROS AUCTIONEERS INC COM CUSIP 767744105							
2,932 000	20 89	0 00	61,249 48	66,776 41	-5,526 93	0 00	-5,526 93
SILVER WHEATON CORP COM CUSIP 828336107							
3,322 000	36 08	0 00	119,857 76	122,102 49	-2,244 73	0 00	-2,244 73
Total USD		4,790 31	928,304.44	882,787.08	45,517.36	0 00	45,517.36
Total Canada		4,790 31	928,304.44	882,787.08	45,517.36	0.00	45,517.36
Chile - USD							
ADR SOCIEDAD QUIMICA Y MINERA DE CHILE SA SPONSORED ADR REPSTG SER B SHS CUSIP 833635105							
1,324 000	57 64	0 00	76,315 36	77,742 48	-1,427 12	0 00	-1,427 12
Total USD		0 00	76,315 36	77,742.48	-1,427.12	0 00	-1,427.12
Total Chile		0 00	76,315 36	77,742 48	-1,427.12	0 00	-1,427.12
China - USD							
ADR BAIDU INC SPONSORED ADR CUSIP 056752108							
487 000	100 29	0 00	48,841 23	54,990 07	-6,148 84	0 00	-6,148 84
ADR CHINA MOBILE LTD CUSIP 16941M109							
1,654 000	58 72	0 00	97,122 88	87,031 08	10,091 80	0 00	10,091 80
ADR CNOOC LTD SPONSORED ADR SPONSORED ADR CUSIP 126132109							
962 000	220 00	0 00	211,640 00	186,766 37	24,873 63	0 00	24,873 63

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
China - USD							
ADR IND & COMM BK OF-UNSPON ADR ADR IND & COMM BK OF-UNSPON ADR CUSIP 455807107							
7,358 000	14 192	0 00	104,424 73	102,602 67	1,822 06	0 00	1,822 06
ADR PETROCHINA CO LTD SPONSORED ADR CUSIP 71646E100							
1,427 000	143 78	0 00	205,174 06	174,572 91	30,601 15	0 00	30,601 15
Total USD		0 00	667,202 90	605,963.10	61,239 80	0 00	61,239 80
Total China		0 00	667,202 90	605,963.10	61,239 80	0.00	61,239 80
Colombia - USD							
ADR ECOPETROL S A SPONSORED ADS CUSIP 279158109							
1,420 000	59 67	0 00	84,731 40	81,595 97	3,135 43	0 00	3,135 43
Total USD		0 00	84,731 40	81,595 97	3,135 43	0 00	3,135.43
Total Colombia		0 00	84,731 40	81,595 97	3,135 43	0 00	3,135 43
Denmark - USD							
ADR NOVO-NORDISK A S ADR CUSIP 670100205							
533 000	163 21	0 00	86,990 93	62,699 04	24,291 89	0 00	24,291 89
Total USD		0 00	86,990 93	62,699 04	24,291.89	0 00	24,291 89
Total Denmark		0 00	86,990.93	62,699 04	24,291 89	0 00	24,291 89
France - USD							
ADR ALCATEL-LUCENT CUSIP 013904305							
22,999 000	1 39	0 00	31,968 61	31,209 75	758 86	0 00	758 86

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
France - USD							
ADR ARKEMA SPONSORED ADR CUSIP 041232109							
1,175 000	108 08	0 00	126,994 00	94,283 87	32,710 13	0 00	32,710 13
ADR AXA SA SPONSORED ADR CUSIP 054536107							
5,565 000	18 22	0 00	101,394 30	104,018 06	-2,623 76	0 00	-2,623 76
ADR BNP PARIBAS SPONSORED ADR REPSTG CUSIP 05565A202							
4,510 000	29 21	0 00	131,737 10	143,893 18	-12,156 08	0 00	-12,156 08
ADR GDF SUEZ S A SPONSORED ADR ADR CUSIP 36160B105							
2,768 000	21 04	0 00	58,238 72	71,060 18	-12,821 46	0 00	-12,821 46
ADR L OREAL CO ADR CUSIP 502117203							
4,033 000	27 98	0 00	112,843 34	92,358 75	20,484 59	0 00	20,484 59
ADR PERNOD RICARD S A ADR CUSIP 714264207							
4,354 000	23 056	0 00	100,385 82	89,234 84	11,150 98	0 00	11,150 98
ADR SAFRAN ADR CUSIP 786584102							
1,321 000	43 25	0 00	57,133 25	51,982 58	5,150 67	0 00	5,150 67
ADR SCHNEIDER ELEC SA ADR CUSIP 80687P106							
9,025 000	14 79	0 00	133,479 75	105,589 75	27,890 00	0 00	27,890 00
ADR TECHNIP SPONSORED ADR CUSIP 878546209							
5,852 000	29 47	0 00	172,458 44	116,977 84	55,480 60	0 00	55,480 60

Accounting Statements

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◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Common stock							
France - USD							
ADR TOTAL SA CUSIP 89151E109							
7,338 000	52 01	4,825 46	381,649 38	365,396 00	16,253 38	0 00	16,253 38
SANOFI SPONSORED ADR CUSIP 80105N105							
10,528 000	47 38	0 00	498,816 64	373,814 00	125,002 64	0 00	125,002 64
Total USD		4,825 46	1,907,099 35	1,639,818.80	267,280.55	0.00	267,280 55
Total France		4,825 46	1,907,099 35	1,639,818.80	267,280 55	0 00	267,280.55
Germany - USD							
ADR BASF AKTIENGESELLSCHAFT - LEVEL I CUSIP 055262505							
927 000	95 00	0 00	88,065 00	59,902 60	28,162 40	0 00	28,162 40
ADR BAYER A G SPONSORED ADR CUSIP 072730302							
3,843 000	95 92	0 00	368,620 56	256,563 03	112,057 53	0 00	112,057 53
ADR DEUTSCHE BOERSE ADR CUSIP 251542106							
37,724 000	6 092	0 00	229,814 60	232,317 59	-2,502 99	0 00	-2,502 99
ADR DEUTSCHE TELEKOM AG SPONSORED ADR CUSIP 251566105							
6,985 000	11 362	0 00	79,363 57	88,297 35	-8,933 78	0 00	-8,933 78
ADR MUNICH RE GROUP ADR CUSIP 626188106							
19,365 000	18 03	0 00	349,150 95	265,635 70	83,515 25	0 00	83,515 25
ADR SAP AG SPONSORED ADR CUSIP 803054204							
2,846 000	80 38	0 00	228,761 48	161,747 85	67,013 63	0 00	67,013 63

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
Germany - USD							
ADR SIEMENS AG COM DM50 (NEW) CUSIP 826197501							
2,741 000	109 47	0 00	300,057 27	298,891 80	1,165 47	0 00	1,165 47
DAIMLER AG SPONSORED ADR CUSIP 233825108							
3,467 000	54 476	0 00	188,868 29	171,698 48	17,169 81	0 00	17,169 81
DEUTSCHE POST AG SPONSORED ADR CUSIP 25157Y202							
12,153 000	22 12	0 00	268,824 36	206,173 79	62,650 57	0 00	62,650 57
FRESENIUS MED CARE AG & CO KGAA CUSIP 358029106							
2,056 000	34 30	0 00	70,520 80	71,650 74	-1,129 94	0 00	-1,129 94
LINDE AG-SPONSORED ADR CUSIP 535223200							
21,193 000	17 403	0 00	368,821 77	321,201 29	47,620 48	0 00	47,620 48
Total USD		0 00	2,540,868 65	2,134,080 22	406,788 43	0 00	406,788.43
Total Germany		0 00	2,540,868 65	2,134,080 22	406,788 43	0 00	406,788.43
Hong Kong - USD							
ADR BOC HONG KONG HLDGS LTD SPONSORED ADR CUSIP 096813209							
3,075 000	63 05	0 00	193,878 75	144,814 75	49,064 00	0 00	49,064 00
ADR LI & FUNG LTD ADR CUSIP 501897102							
20,521 000	3 53	0 00	72,439 13	71,135 50	1,303 63	0 00	1,303 63
Total USD		0 00	266,317 88	215,950 25	50,367.63	0 00	50,367 63
Total Hong Kong		0 00	266,317 88	215,950 25	50,367 63	0 00	50,367 63

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Common stock							
Indonesia - USD							
ADR PERUSAHAAN PERSEROAN PERSERO P T TELEKOMUNIKIASI INDONESIA SPONSORED ADR CUSIP 715684106							
4,896 000	36 95	0 00	180,907 20	164,039 28	16,867 92	0 00	16,867 92
Total USD		0 00	180,907 20	164,039 28	16,867 92	0 00	16,867.92
Total Indonesia		0 00	180,907.20	164,039.28	16,867.92	0.00	16,867.92
Ireland - USD							
ADR RYANAIR HLDGS PLC SPONSORED ADR CUSIP 783513104							
2,343 000	34 28	0 00	80,318 04	65,610 07	14,707 97	0 00	14,707 97
JAZZ PHARMACEUTICALS PLC COM USD0 0001 CUSIP G50871105							
682 000	53 20	0 00	36,282 40	36,609 03	-326 63	0 00	-326 63
Total USD		0 00	116,600 44	102,219 10	14,381.34	0.00	14,381.34
Total Ireland		0 00	116,600 44	102,219.10	14,381 34	0 00	14,381 34
Israel - USD							
ADR ISRAEL CHEMICALS LTD ADR CUSIP 465036200							
11,423 000	12 14	1,853 95	138,675 22	143,938 64	-5,263 42	0 00	-5,263 42
ADR PARTNER COMMUNICATIONS CO LTD ADR ISIN US70211M1099 CUSIP 70211M109							
12,832 000	5 98	0 00	76,735 36	70,418 91	6,316 45	0 00	6,316 45
CHECK PT SOFTWARE TECHNOLOGIES ORDILS 01 CUSIP M22465104							
2,487 000	47 64	0 00	118,480 68	114,674 75	3,805 93	0 00	3,805 93
Total USD		1,853 95	333,891 26	329,032 30	4,858 96	0 00	4,858.96
Total Israel		1,853 95	333,891 26	329,032.30	4,858 96	0 00	4,858 96

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
Italy - USD							
SNAM SPA UNSP ADR EA REPR 2 ORD SHS CUSIP 78460A106							
9,149 000	9 41	0 00	86,092 09	79,818 38	6,273 71	0 00	6,273 71
Total USD		0 00	86,092 09	79,818 38	6,273 71	0 00	6,273.71
Total Italy		0 00	86,092 09	79,818 38	6,273 71	0 00	6,273.71
Japan - USD							
ADR CANON INC SPONSORED ADR REPSTG 5 SHS CUSIP 138006309							
1,829 000	39 21	0 00	71,715 09	66,959 32	4,755 77	0 00	4,755 77
ADR JUPITER TELECOMMUNICATION CO LTD ADR CUSIP 48206M102							
17,600 000	12 479	0 00	219,630 40	192,962 10	26,668 30	0 00	26,668 30
ADR KDDI CORP ADR CUSIP 48667L106							
11,798 000	17 62	0 00	207,880 76	213,711 90	-5,831 14	0 00	-5,831 14
ADR SHIN ETSU CHEM CO LTD ADR CUSIP 824551105							
7,709 000	15 18	0 00	117,022 62	97,724 19	19,298 43	0 00	19,298 43
ADR SONY FINL HLDGS INC ADR CUSIP 835707100							
4,863 000	17 811	0 00	86,614 89	75,290 68	11,324 21	0 00	11,324 21
ADR TOYOTA MTR CORP SPONSORED ADR CUSIP 892331307							
3,734 000	93 25	0 00	348,195 50	265,966 90	82,228 60	0 00	82,228 60
FANUC CORPORATION CUSIP 307305102							
6,250 000	31 07	0 00	194,187 50	175,509 94	18,677 56	0 00	18,677 56

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
Total USD		0.00	1,245,246.76	1,088,125 03	157,121.73	0.00	157,121.73
Total Japan		0 00	1,245,246.76	1,088,125 03	157,121.73	0 00	157,121 73
KOREA, REPUBLIC OF - USD							
ADR SHINHAN FINL GROUP CO LTD SPONSORED ADR CUSIP 824596100							
1,998 000	36 64	0 00	73,206 72	71,801 17	1,405 55	0 00	1,405 55
Total USD		0.00	73,206.72	71,801.17	1,405.55	0 00	1,405 55
Total KOREA, REPUBLIC OF		0 00	73,206.72	71,801.17	1,405 55	0.00	1,405.55
Netherlands - USD							
ADR AKZO NOBEL N V SPONSORED ADR CUSIP 010199305							
18,268 000	22 50	0 00	411,030 00	376,984 01	34,045 99	0 00	34,045 99
ADR KONINKLIJKE AHOLD NV SPONSORED ADR 2007 CUSIP 500467402							
9,393 000	13 60	0 00	127,744 80	120,329 88	7,414 92	0 00	7,414 92
ADR REED ELSEVIER N V SPONSORED ADR NEW CUSIP 758204200							
10,121 000	29 58	0 00	299,379 18	230,972 70	68,406 48	0 00	68,406 48
ADR UNILEVER N V NEW YORK SHS NEW CUSIP 904784709							
9,777 000	38 30	0 00	374,459 10	332,444 86	42,014 24	0 00	42,014 24
Total USD		0 00	1,212,613 08	1,060,731 45	151,881 63	0.00	151,881 63
Total Netherlands		0 00	1,212,613 08	1,060,731 45	151,881 63	0 00	151,881 63
Norway - USD							
STATOIL ASA CUSIP 85771P102							
7,229 000	25 04	0 00	181,014 16	176,632 46	4,381 70	0 00	4,381 70

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
Total USD		0 00	181,014.16	176,632 46	4,381.70	0 00	4,381.70
Total Norway		0.00	181,014.16	176,632 46	4,381.70	0.00	4,381 70
Russian Federation - USD							
ADR SBERBANK RUSSIA SPONSORED ADR CUSIP 80585Y308							
8,391 000	12 56	0 00	105,390 96	98,831 98	6,558 98	0 00	6,558 98
Total USD		0 00	105,390 96	98,831 98	6,558.98	0 00	6,558 98
Total Russian Federation		0.00	105,390 96	98,831.98	6,558.98	0 00	6,558 98
Singapore - USD							
ADR SINGAPORE AIRLS LTD ADR CUSIP 82930C106							
6,699 000	17 58	0 00	117,768 42	106,490 07	11,278 35	0 00	11,278 35
ADR SINGAPORE TELECOMMUNICATIONS LTD SPONSORED ADR NEW 2006 CUSIP 82929R304							
7,931 000	27 24	4,249 74	216,040 44	193,752 07	22,288 37	0 00	22,288 37
ADR UNITED OVERSEAS BK LTD SPONSORED ADRISIN #US9112713022 CUSIP 911271302							
8,809 000	32 436	0 00	285,728 71	228,322 12	57,406 59	0 00	57,406 59
Total USD		4,249 74	619,537.57	528,564.26	90,973 31	0 00	90,973 31
Total Singapore		4,249.74	619,537.57	528,564.26	90,973 31	0 00	90,973 31
Spain - USD							
ADR ENAGAS S A ADR CUSIP 29248L104							
10,675 000	10 639	2,489 73	113,571 32	99,385 20	14,186 12	0 00	14,186 12
Total USD		2,489 73	113,571.32	99,385 20	14,186.12	0.00	14,186 12
Total Spain		2,489 73	113,571.32	99,385 20	14,186.12	0 00	14,186.12

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
Sweden - USD							
ADR SVENSKA CELLULOSA AKTIEBOLAGET SCA SPONSORED ADR CUSIP 869587402							
2,913 000	21 98	0 00	64,027 74	53,555 73	10,472 01	0 00	10,472 01
ERICSSON CUSIP 294821608							
10,227 000	10 10	0 00	103,292 70	103,443 59	-150 89	0 00	-150 89
Total USD		0 00	167,320 44	156,999 32	10,321.12	0 00	10,321.12
Total Sweden		0 00	167,320 44	156,999 32	10,321.12	0.00	10,321.12
Switzerland - USD							
ADR ABB LTD SPONSORED ADR CUSIP 000375204							
6,918 000	20 79	0 00	143,825 22	132,217 75	11,607 47	0 00	11,607 47
ADR CREDIT SUISSE GROUP SPONSORED ADR ISIN US2254011081 CUSIP 225401108							
1,668 000	24 56	0 00	40,966 08	41,528 67	-562 59	0 00	-562 59
ADR GIVAUDAN SA ADR CUSIP 37636P108							
14,042 000	21 041	0 00	295,457 72	257,948 40	37,509 32	0 00	37,509 32
ADR NESTLE S A SPONSORED ADR REPSTG REG SH CUSIP 641069406							
5,451 000	65 17	0 00	355,241 67	285,876 24	69,365 43	0 00	69,365 43
ADR NOVARTIS AG CUSIP 66987V109							
9,512 000	63 30	0 00	602,109 60	500,157 59	101,952 01	0 00	101,952 01
ADR ROCHE HLDG LTD SPONSORED ADR ISIN #US771195104 CUSIP 771195104							
12,043 000	50 50	0 00	608,171 50	498,779 71	109,391 79	0 00	109,391 79

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
Switzerland - USD							
ADR ZURICH INS GROUP LTD SPONSORED CUSIP 989825104							
14,383 000	26 80	0 00	385,464 40	314,438 46	71,025 94	0 00	71,025 94
SGS SA CUSIP 818800104							
7,446 000	22 134	0 00	164,809 76	129,930 92	34,878 84	0 00	34,878 84
UBS AG SHS COM CUSIP H89231338							
11,644 000	15 74	0 00	183,276 56	156,747 21	26,529 35	0 00	26,529 35
Total USD		0 00	2,779,322 51	2,317,624.95	461,697.56	0.00	461,697.56
Total Switzerland		0 00	2,779,322 51	2,317,624.95	461,697 56	0 00	461,697 56
Taiwan - USD							
TAIWAN SEMICONDUCTOR MFG CO LTD SPONSORED ADR CUSIP 874039100							
14,938 000	17 16	0 00	256,336 08	194,583 51	61,752 57	0 00	61,752 57
Total USD		0 00	256,336 08	194,583 51	61,752.57	0.00	61,752 57
Total Taiwan		0 00	256,336 08	194,583 51	61,752.57	0.00	61,752 57
United Kingdom - USD							
#REORG/REXAM PLC REVERSE STOCK SPLIT REXAM PLC 2M1XAG1 EFF 01/28/2013 CUSIP 761655406							
3,744 000	35 74	0 00	133,810 56	104,210 29	29,600 27	0 00	29,600 27
ADR ASTRAZENECA PLC SPONSORED ADR UK CUSIP 046353108							
2,080 000	47 27	0 00	98,321 60	95,761 05	2,560 55	0 00	2,560 55

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United Kingdom - USD							
ADR AVIVA PLC ADR CUSIP 05382A104							
12,606 000	12 41	0 00	156,440 46	118,921 22	37,519 24	0 00	37,519 24
ADR BAE SYS PLC SPONSORED ADR CUSIP 05523R107							
8,586 000	22 28	0 00	191,296 08	154,211 13	37,084 95	0 00	37,084 95
ADR BALFOUR BEATTY PLC SPONSORED ADR REPSTG 2 SHS CUSIP 05845R306							
12,301 000	8 00	0 00	98,408 00	119,135 57	-20,727 57	0 00	-20,727 57
ADR BARCLAYS PLC A D R CUSIP 06738E204							
7,741 000	17 32	0 00	134,074 12	96,610 85	37,463 27	0 00	37,463 27
ADR BG PLC ADR FINAL INSTMT NEW CUSIP 055434203							
12,420 000	16 71	0 00	207,538 20	247,965 50	-40,427 30	0 00	-40,427 30
ADR BHP BILLITON PLC SPONSORED ADR CUSIP 05545E209							
1,378 000	70 37	0 00	96,969 86	96,470 67	499 19	0 00	499 19
ADR BRIT AMERN TOB PLC SPONSORED COM STK CUSIP 110448107							
4,893 000	101 25	0 00	495,416 25	329,049 02	166,367 23	0 00	166,367 23
ADR BUNZL PLC SPONSORED ADR NEW CUSIP 120738406							
1,576 000	82 50	1,099 68	130,020 00	108,712 46	21,307 54	0 00	21,307 54
ADR CAIRN ENERGY PLC ADR NEW ADR CUSIP 12776P200							
5,340 000	8 609	0 00	45,972 06	48,894 50	-2,922 44	0 00	-2,922 44

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Common stock							
United Kingdom - USD							
ADR HSBC HLDGS PLC SPONSORED ADR NEW CUSIP 404280406							
8,212 000	53 07	0 00	435,810 84	326,364 15	109,446 69	0 00	109,446 69
ADR ICAP PLC SPONSORED ADR REPSTG 2 ORD SH ADR CUSIP 450936109							
7,948 000	10 26	0 00	81,546 48	94,250 10	-12,703 62	0 00	-12,703 62
ADR RECKITT BENCKISER PLC SPONSORED ADR CUSIP 756255204							
19,736 000	12 82	0 00	253,015 52	228,568 08	24,447 44	0 00	24,447 44
ADR REED ELSEVIER P L C SPONSORED ADR NEW CUSIP 758205207							
1,785 000	42 04	0 00	75,041 40	64,109 43	10,931 97	0 00	10,931 97
ADR RIO TINTO PLC SPONSORED ADR CUSIP 767204100							
4,042 000	58 09	0 00	234,799 78	206,405 73	28,394 05	0 00	28,394 05
ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG B SHS CUSIP 780259107							
2,570 000	70 89	0 00	182,187 30	190,153 42	-7,966 12	0 00	-7,966 12
ADR SMITHS GROUP PLC SPONSORED ADR CUSIP 83238P203							
10,554 000	19 36	0 00	204,325 44	154,890 47	49,434 97	0 00	49,434 97
ADR TESCO PLC SPONSORED ADR CUSIP 881575302							
20,288 000	16 58	0 00	336,375 04	346,265 38	-9,890 34	0 00	-9,890 34
ADR TULLOW OIL PLC ADR ADR CUSIP 899415202							
7,228 000	10 249	0 00	74,079 77	80,162 42	-6,082 65	0 00	-6,082 65

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equities							
Common stock							
United Kingdom - USD							
ADR VODAFONE GROUP PLC NEW SPONSORED ADR CUSIP 92857W209							
22,158 000	25 19	9,249 35	558,160 02	567,389 36	-9,229 34	0 00	-9,229 34
DIAGEO PLC SPONSORED ADR NEW CUSIP 25243Q205							
1,982 000	116 58	0 00	231,061 56	164,509 40	66,552 16	0 00	66,552 16
EXPERIAN PLC CUSIP 30215C101							
7,082 000	16 06	0 00	113,736 92	94,754 32	18,982 60	0 00	18,982 60
ROLLS ROYCE HOLDINGS PLC SPONSORED ADR CUSIP 775781206							
2,171 000	71 79	1,187 82	155,856 09	116,707 53	39,148 56	0 00	39,148 56
SHIRE PLC ADR CUSIP 82481R106							
225 000	92 18	0 00	20,740 50	15,453 00	5,287 50	0 00	5,287 50
Total USD		11,536 85	4,745,003 85	4,169,925 05	575,078.80	0 00	575,078 80
Total United Kingdom		11,536 85	4,745,003.85	4,169,925 05	575,078 80	0 00	575,078 80
United States - USD							
3D SYS CORP DEL COM NEW STK CUSIP 88554D205							
998 000	53 35	0 00	53,243 30	28,691 05	24,552 25	0 00	24,552 25
5TH 3RD BANCORP COM CUSIP 316773100							
3,356 000	15 19	335 60	50,977 64	43,890 36	7,087 28	0 00	7,087 28
ABAXIS INC COM CUSIP 002567105							
1,439 000	37 10	0 00	53,386 90	36,311 35	17,075 55	0 00	17,075 55

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
ABBOTT LAB COM CUSIP 002824100							
25,000 000	65 50	0 00	1,637,500 00	1,097,273 97	540,226 03	0 00	540,226 03
ACCENTURE PLC SHS CL A NEW CUSIP G1151C101							
1,045 000	66 50	0 00	69,492 50	63,114 93	6,377 57	0 00	6,377 57
ACTUANT CORP CL A NEW CUSIP 00508X203							
885 000	27 91	0 00	24,700 35	24,129 96	570 39	0 00	570 39
ADR INFORMA PLC CUSIP 45672B107							
6,857 000	14 597	0 00	100,091 62	84,840 57	15,251 05	0 00	15,251 05
ADR MTN GROUP LTD SPONSORED ADR CUSIP 62474M108							
11,048 000	20 933	0 00	231,267 78	188,761 06	42,506 72	0 00	42,506 72
ADR NORDEA BK AB SWEDEN CUSIP 65557A206							
10,868 000	9 5458	0 00	103,743 75	94,261 11	9,482 64	0 00	9,482 64
ADR PETROFAC LTD ADS CUSIP 716473103							
20,464 000	13 191	0 00	269,940 61	250,374 59	19,566 02	0 00	19,566 02
ADR SOFTBANK CORP ADR CUSIP 83404D109							
5,265 000	18 158	0 00	95,601 87	77,905 78	17,696 09	0 00	17,696 09
ADR SUBSEA 7 S A SPONSORED ADR CUSIP 864323100							
3,824 000	23 737	0 00	90,770 28	78,430 00	12,340 28	0 00	12,340 28

Accounting Statements

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◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
AGCO CORP COM CUSIP 001084102							
1,032 000	49 12	0 00	50,691 84	48,490 93	2,200 91	0 00	2,200 91
AIR PROD & CHEM INC COM CUSIP 009158106							
7,000 000	84 02	4,480 00	588,140 00	358,991 15	229,148 85	0 00	229,148 85
AKAMAI TECHNOLOGIES INC COM STK CUSIP 00971T101							
923 000	40 91	0 00	37,759 93	29,525 52	8,234 41	0 00	8,234 41
ALASKA AIR GROUP INC COM CUSIP 011659109							
745 000	43 09	0 00	32,102 05	21,939 43	10,162 62	0 00	10,162 62
ALLEGHENY TECHNOLOGIES INC COM CUSIP 01741R102							
867 000	30 36	0 00	26,322 12	44,094 83	-17,772 71	0 00	-17,772 71
ALLIANCE DATA SYS CORP COM CUSIP 018581108							
550 000	144 76	0 00	79,618 00	37,229 51	42,388 49	0 00	42,388 49
ALLIED WORLD ASSURANCE COMPANYHOLDINGS AG COMMON STOCK CUSIP H01531104							
751 000	78 80	0 00	59,178 80	57,700 74	1,478 06	0 00	1,478 06
ALLSTATE CORP COM CUSIP 020002101							
1,038 000	40 17	0 00	41,696 46	31,724 74	9,971 72	0 00	9,971 72
ALTERA CORP COM CUSIP 021441100							
1,834 000	34 44	0 00	63,162 96	60,808 74	2,354 22	0 00	2,354 22

Accounting Statements

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◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
ALTERRA CAPITAL HOLDINGS INC COM USD0 01 CUSIP G0229R108							
2,768 000	28 19	0 00	78,029 92	57,516 83	20,513 09	0 00	20,513 09
ALTRIA GROUP INC COM CUSIP 02209S103							
10,000 000	31 42	4,400 00	314,200 00	270,200 00	44,000 00	0 00	44,000 00
AMAZON COM INC COM CUSIP 023135106							
3,000 000	251 14	0 00	753,420 00	579,151 90	174,268 10	0 00	174,268 10
AMERICAN EQUITY INVT LIFE HLDG CO COM CUSIP 025676206							
3,963 000	12 21	0 00	48,388 23	29,213 35	19,174 88	0 00	19,174 88
AMERICAN EXPRESS CO CUSIP 025816109							
25,000 000	57 48	0 00	1,437,000 00	1,157,282 50	279,717 50	0 00	279,717 50
AMERICAN WTR WKS CO INC NEW COM CUSIP 030420103							
769 000	37 13	0 00	28,552 97	17,132 59	11,420 38	0 00	11,420 38
AMETEK INC NEW COM CUSIP 031100100							
1,519 000	37 57	0 00	57,068 83	23,018 68	34,050 15	0 00	34,050 15
AMGEN INC COM CUSIP 031162100							
7,200 000	86 32	0 00	621,504 00	500,544 00	120,960 00	0 00	120,960 00
AMPHENOL CORP NEW CL A CUSIP 032095101							
639 000	64 70	0 00	41,343 30	41,487 98	-144 68	0 00	-144 68

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
APPLE INC COM STK CUSIP 037833100							
3,300 000	533 03	0 00	1,758,999 00	1,098,984 48	660,014 52	0 00	660,014 52
ASHLAND INC NEW COM CUSIP 044209104							
677 000	80 41	0 00	54,437 57	38,606 17	15,831 40	0 00	15,831 40
ASPEN INSURANCE HLDGS COM CUSIP G05384105							
1,435 000	32 08	0 00	46,034 80	37,953 16	8,081 64	0 00	8,081 64
ATHENAHEALTH INC COM MON STOCK CUSIP 04685W103							
947 000	73 45	0 00	69,557 15	50,603 05	18,954 10	0 00	18,954 10
AUTOLIV INC COM STK CUSIP 052800109							
854 000	67 39	0 00	57,551 06	48,841 77	8,709 29	0 00	8,709 29
AUTOMATIC DATA PROCESSING INC COM CUSIP 053015103							
22,000 000	57 01	9,570 00	1,254,220 00	337,654 51	916,565 49	0 00	916,565 49
AVERY DENNISON CORP COM CUSIP 053611109							
575 000	34 92	0 00	20,079 00	19,556 43	522 57	0 00	522 57
B/E AEROSPACE INC COM CUSIP 073302101							
1,838 000	49 40	0 00	90,797 20	50,051 64	40,745 56	0 00	40,745 56
BANK OF THE OZARKS INC COM CUSIP 063904106							
1,025 000	33 47	0 00	34,306 75	21,151 77	13,154 98	0 00	13,154 98

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
BEACON ROOFING SUPPLY INC COM CUSIP 073685109							
2,588 000	33 28	0 00	86,128 64	41,395 79	44,732 85	0 00	44,732 85
BED BATH BEYOND INC COM CUSIP 075896100							
527 000	55 91	0 00	29,464 57	19,525 35	9,939 22	0 00	9,939 22
BELDEN INC COM CUSIP 077454106							
955 000	44 99	0 00	42,965 45	22,257 67	20,707 78	0 00	20,707 78
BEMIS CO INC COM CUSIP 081437105							
569 000	33 46	0 00	19,038 74	18,946 45	92 29	0 00	92 29
BERKSHIRE HATHAWAY INC-CL B CUSIP 084670702							
20,000 000	89 70	0 00	1,794,000 00	1,605,926 00	188,074 00	0 00	188,074 00
BERRY PETE CO CL A CL A CUSIP 085789105							
1,150 000	33 55	0 00	38,582 50	45,124 80	-6,542 30	0 00	-6,542 30
BIOMED RLTY TR INC COM CUSIP 09063H107							
3,412 000	19 33	801 82	65,953 96	59,829 27	6,124 69	0 00	6,124 69
BIO-REFERENCE LABS INC COM PAR $0 01 NEW CUSIP 09057G602							
2,403 000	28 69	0 00	68,942 07	45,439 49	23,502 58	0 00	23,502 58
BLACKBAUD INC COM CUSIP 09227Q100							
1,352 000	22 83	0 00	30,866 16	32,803 22	-1,937 06	0 00	-1,937 06

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
BOB EVANS FARMS INC COM CUSIP 096761101							
1,273 000	40 20	0 00	51,174 60	35,565 45	15,609 15	0 00	15,609 15
BRANDYWINE RLTY TR SH BEN INT NEW REIT CUSIP 105368203							
9,386 000	12 19	0 00	114,415 34	91,535 22	22,880 12	0 00	22,880 12
BRINKS CO COM STOCK CUSIP 109696104							
2,128 000	28 53	0 00	60,711 84	55,608 27	5,103 57	0 00	5,103 57
BRISTOW GROUP INC COM CUSIP 110394103							
1,335 000	53 66	0 00	71,636 10	64,585 32	7,050 78	0 00	7,050 78
BROADCOM CORP CL A CUSIP 111320107							
1,759 000	33 21	0 00	58,416 39	58,568 53	-152 14	0 00	-152 14
BROWN-FORMAN INC CL B NON-VTG COM CUSIP 115637209							
717 000	63 25	0 00	45,350 25	45,514 46	-164 21	0 00	-164 21
BUCKEYE TECHNOLOGIES INC COM CUSIP 118255108							
1,778 000	28 71	0 00	51,046 38	49,564 37	1,482 01	0 00	1,482 01
CABELAS INC COM STK CUSIP 126804301							
513 000	41 75	0 00	21,417 75	27,247 64	-5,829 89	0 00	-5,829 89
CABOT CORP COM CUSIP 127055101							
632 000	39 79	0 00	25,147 28	15,503 79	9,643 49	0 00	9,643 49

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Common stock							
United States - USD							
CABOT MICROELECTRONICS CORP COM CUSIP 12709P103							
1,176 000	35 51	0 00	41,759 76	42,848 19	-1,088 43	0 00	-1,088 43
CABOT OIL & GAS CORP COM CUSIP 127097103							
686 000	49 74	0 00	34,121 64	14,532 66	19,588 98	0 00	19,588 98
CADENCE DESIGN SYS INC COM CUSIP 127387108							
11,134 000	13 51	0 00	150,420 34	121,625 34	28,795 00	0 00	28,795 00
CALPINE CORP COM NEW STK CUSIP 131347304							
1,901 000	18 13	0 00	34,465 13	32,789 02	1,676 11	0 00	1,676 11
CAMERON INTL CORP COM STK CUSIP 13342B105							
586 000	56 46	0 00	33,085 56	31,466 81	1,618 75	0 00	1,618 75
CARMAX INC COM CUSIP 143130102							
560 000	37 54	0 00	21,022 40	20,031 13	991 27	0 00	991 27
CASEYS GEN STORES INC COM CUSIP 147528103							
833 000	53 10	0 00	44,232 30	40,851 35	3,380 95	0 00	3,380 95
CASH AMER INVTS INC COM CUSIP 14754D100							
1,218 000	39 67	0 00	48,318 06	45,713 59	2,604 47	0 00	2,604 47
CASS INFORMATION SYS INC COM CUSIP 14808P109							
1,096 000	42 20	0 00	46,251 20	28,467 78	17,783 42	0 00	17,783 42

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◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
CATAMARAN CORP CUSIP 148887102							
1 248 000	47 11	0 00	58,793 28	35,124 36	23,668 92	0 00	23,668 92
CATERPILLAR INC COM CUSIP 149123101							
15,100 000	89 58	0 00	1,352,658 00	501,919 69	850,738 31	0 00	850,738 31
CBL & ASSOC PPTYS INC COM CUSIP 124830100							
2,621 000	21 21	576 62	55,591 41	41,735 77	13,855 64	0 00	13,855 64
CEC ENTMT INC COM CUSIP 125137109							
1,217 000	33 19	0 00	40,392 23	45,080 25	-4,688 02	0 00	-4,688 02
CELANESE CORP DEL COM SER A STK CUSIP 150870103							
908 000	44 53	0 00	40,433 24	37,702 80	2,730 44	0 00	2,730 44
CENTENE CORP DEL COM CUSIP 15135B101							
962 000	41 00	0 00	39,442 00	36,528 57	2,913 43	0 00	2,913 43
CEPHEID INC COM CUSIP 15670R107							
2,565 000	33 81	0 00	86,722 65	34,165 80	52,556 85	0 00	52,556 85
CERNER CORP COM CUSIP 156782104							
300 000	77 64	0 00	23,292 00	16,660 72	6,631 28	0 00	6,631 28
CF INDS HLDGS INC COM CUSIP 125269100							
125 000	203 16	0 00	25,395 00	24,505 52	889 48	0 00	889 48

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
CHARLES RIV LABORATORIES INTL INC COM CUSIP 159864107							
1,171 000	37 47	0 00	43,877 37	42,959 42	917 95	0 00	917 95
CHEESECAKE FACTORY INC COM CUSIP 163072101							
1,945 000	32 72	0 00	63,640 40	36,836 15	26,804 25	0 00	26,804 25
CHEMED CORP NEW COM CUSIP 16359R103							
1,390 000	68 59	0 00	95,340 10	63,868 22	31,471 88	0 00	31,471 88
CHEVRON CORP COM CUSIP 166764100							
15,000 000	108 14	0 00	1,622,100 00	1,580,001 00	42,099 00	0 00	42,099 00
CHICOS FAS INC COM CUSIP 168615102							
2,376 000	18 46	0 00	43,860 96	30,521 60	13,339 36	0 00	13,339 36
CITRIX SYS INC COM CUSIP 177376100							
616 000	65 75	0 00	40,502 00	43,438 34	-2,936 34	0 00	-2,936 34
CLECO CORP NEW COM CUSIP 12561W105							
1,587 000	40 01	0 00	63,495 87	63,626 74	-130 87	0 00	-130 87
CMS ENERGY CORP COM CUSIP 125896100							
3,246 000	24 38	0 00	79,137 48	44,564 64	34,572 84	0 00	34,572 84
COCA-COLA ENTERPRISES INC NEW COM CUSIP 19122T109							
1,225 000	31 73	0 00	38,869 25	35,832 61	3,036 64	0 00	3,036 64

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL ACL A CUSIP 192446102							
1,005 000	74 05	0 00	74,420 25	64,538 83	9,881 42	0 00	9,881 42
COLGATE-PALMOLIVE CO COM CUSIP 194162103							
11,000 000	104 54	0 00	1,149,940 00	188,210 74	961,729 26	0 00	961,729 26
COMERICA INC COM CUSIP 200340107							
0 000	30 34	141 15	0 00	0 00	0 00	0 00	0 00
COMMUNITY BK SYS INC COM CUSIP 203607106							
1,200 000	27 36	324 00	32,832 00	23,524 96	9,307 04	0 00	9,307 04
COMPASS MINERALS INTL INC COM CUSIP 20451N101							
732 000	74 71	0 00	54,687 72	55,331 25	-643 53	0 00	-643 53
CONCHO RES INC COM STK CUSIP 20605P101							
657 000	80 56	0 00	52,927 92	27,381 04	25,546 88	0 00	25,546 88
CONCUR TECHNOLOGIES INC COM CUSIP 206708109							
895 000	67 52	0 00	60,430 40	35,357 38	25,073 02	0 00	25,073 02
CONSTANT CONTACT INC COM STK CUSIP 210313102							
939 000	14 21	0 00	13,343 19	17,866 04	-4,522 85	0 00	-4,522 85
CONTINENTAL RES INC COM CUSIP 212015101							
802 000	73 49	0 00	58,938 98	37,616 57	21,322 41	0 00	21,322 41

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
COOPER COS INC COM NEW CUSIP 216648402							
840 000	92 48	0 00	77,683 20	35,676 62	42,006 58	0 00	42,006 58
CORELOGIC INC-W/I COM STK CUSIP 21871D103							
1,171 000	26 92	0 00	31,523 32	29,537 08	1,986 24	0 00	1,986 24
COSTAR GROUP INC COM CUSIP 22160N109							
882 000	89 37	0 00	78,824 34	47,131 85	31,692 49	0 00	31,692 49
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105							
5,000 000	98 77	0 00	493,850 00	383,666 00	110,184 00	0 00	110,184 00
COVANCE INC COM CUSIP 222816100							
1,067 000	57 77	0 00	61,640 59	54,624 16	7,016 43	0 00	7,016 43
CROWN CASTLE INTL CORP COM STK CUSIP 228227104							
1,723 000	72 16	0 00	124,331 68	74,279 25	50,052 43	0 00	50,052 43
CROWN HLDGS INC COM CUSIP 228368106							
929 000	36 81	0 00	34,196 49	26,140 52	8,055 97	0 00	8,055 97
CTS CORP COM CUSIP 126501105							
2,248 000	10 63	78 68	23,896 24	20,879 80	3,016 44	0 00	3,016 44
CUBESMART CUSIP 229663109							
3,239 000	14 57	356 29	47,192 23	36,936 03	10,256 20	0 00	10,256 20

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Common stock							
United States - USD							
CUBIC CORP COM CUSIP 229669106							
803 000	47 97	0 00	38,519 91	36,170 42	2,349 49	0 00	2,349 49
CURTISS WRIGHT CORP COM CUSIP 231561101							
675 000	32 83	0 00	22,160 25	25,757 09	-3,596 84	0 00	-3,596 84
CYPRESS SEMICONDUCTOR CORP COM CUSIP 232806109							
1,905 000	10 84	209 55	20,650 20	24,901 59	-4,251 39	0.00	-4,251 39
CYTEC IND COM CUSIP 232820100							
925 000	68 83	0 00	63,667 75	57,790 47	5,877.28	0 00	5,877 28
DANAHER CORP COM CUSIP 235851102							
17,000 000	55 90	0 00	950,300 00	892,071 60	58,228 40	0 00	58,228 40
DAVITA HEALTHCARE PARTNERS INC COM CUSIP 23918K108							
265 000	110 53	0 00	29,290 45	17,277 68	12,012 77	0 00	12,012 77
DEALERTRACK TECHNOLOGY COM CUSIP 242309102							
2,409 000	28 72	0 00	69,186 48	50,220 08	18,966 40	0 00	18,966 40
DEERE & CO COM CUSIP 244199105							
10,000 000	86 42	4,600 00	864,200 00	882,624 00	-18,424 00	0 00	-18,424 00
DELPHI AUTOMOTIVE PLC CUSIP G27823106							
631 000	38 25	0 00	24,135 75	19,447 42	4,688 33	0 00	4,688 33

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
DELTA AIR LINES INC DEL COM NEW COM NEW CUSIP 247361702							
2,159 000	11 87	0 00	25,627 33	25,619.21	8 12	0 00	8 12
DICKS SPORTING GOODS INC OC-COM CUSIP 253393102							
647 000	45 49	0 00	29,432 03	26,099 41	3,332 62	0 00	3,332 62
DIGI INTL INC COM CUSIP 253798102							
4,040 000	9 47	0 00	38,258 80	35,561.04	2,697 76	0 00	2,697 76
DIGITAL RLTY TR INC COM CUSIP 253868103							
324 000	67 89	236 52	21,996 36	23,709 37	-1,713 01	0 00	-1,713 01
DISCOVER FINL SVCS COM STK CUSIP 254709108							
2,208 000	38 55	309 12	85,118 40	33,946 69	51,171 71	0 00	51,171 71
DISCOVERY COMMUNICATIONS INC NEW COM SERA STK CUSIP 25470F104							
1,072 000	63 48	0 00	68,050 56	40,828.74	27,221 82	0 00	27,221 82
DOMINION RES INC VA NEW COM CUSIP 25746U109							
20,000 000	51 80	0 00	1,036,000 00	886,662 00	149,338 00	0 00	149,338 00
DU PONT E I DE NEMOURS & CO COM STK CUSIP 263534109							
18,000 000	44 97	0 00	809,460 00	976,692 60	-167,232 60	0 00	-167,232 60
DUNKIN BRANDS GROUP INC COM CUSIP 265504100							
790 000	33 18	0 00	26,212 20	24,110 61	2,101 59	0 00	2,101 59

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Total
Equities							
Common stock							
United States - USD							
DUPONT FABROS TECH INC REIT CUSIP 26613Q106							
2,448.000	24 16	489 60	59,143 68	60,894 48	-1,750 80	0 00	-1,750 80
EATON CORP PLC COM USD0 50 CUSIP G29183103							
1,443 000	54 20	0 00	78,210 60	52,505 71	25,704 89	0 00	25,704 89
EBIX INC FORMERLY EBIX COM INC TO 01/02/2004 COM NEW COM NEW CUSIP 278715206							
2,085 000	16 07	0 00	33,505 95	43,480 99	-9,975 04	0 00	-9,975 04
ECHO GLOBAL LOGISTICS INC COM CUSIP 27875T101							
2,087 000	17 97	0 00	37,503 39	27,625.10	9,878 29	0 00	9,878 29
EDWARDS LIFESCIENCES CORP COM CUSIP 28176E108							
324 000	90.17	0 00	29,215 08	15,597.49	13,617 59	0 00	13,617 59
EL PASO ELEC CO COM NEW CUSIP 283677854							
1,233 000	31 91	0 00	39,345 03	38,190 88	1,154 15	0 00	1,154 15
EMC CORP COM CUSIP 268648102							
36,000 000	25 30	0 00	910,800 00	955,612 50	-44,812 50	0 00	-44,812 50
EMCOR GROUP INC COM CUSIP 29084Q100							
579.000	34 61	0 00	20,039 19	19,336 18	703 01	0 00	703 01
EMERSON ELECTRIC CO COM CUSIP 291011104							
26,000 000	52 96	0 00	1,376 960 00	643,385 60	733,574 40	0 00	733,574 40

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
ENDURANCE SPECIALTY HOLDINGS LTD COM USD1 CUSIP G30397106							
1,600 000	39 69	0 00	63,504 00	64,282.58	-778 58	0 00	-778 58
ENERGEN CORP COM CUSIP 29265N108							
2,203 000	45 09	0.00	99,333 27	119,665 04	-20,331 77	0 00	-20,331 77
EXPEDIA INC DEL COM NEW CUSIP 30212P303							
636 000	61 45	0 00	39,082 20	37,821 43	1,260 77	0 00	1,260 77
EXXON MOBIL CORP COM CUSIP 30231G102							
24,000 000	86 55	0 00	2,077,200 00	55,908 88	2,021,291 12	0 00	2,021,291 12
FAMILY DLR STORES INC COM CUSIP 307000109							
653 000	63 41	0 00	41,406 73	44,146 58	-2,739 85	0 00	-2,739 85
FARO TECHNOLOGIES INC COM CUSIP 311642102							
947 000	35 68	0 00	33,788 96	16,951 23	16,837 73	0 00	16,837 73
FEI CO COM CUSIP 30241L109							
1,103 000	55 46	0 00	61,172 38	55,617 89	5,554 49	0 00	5,554 49
FIDELITY NATIONAL FINANCIAL INC CL A CUSIP 31620R105							
4,859 000	23 55	0 00	114,429 45	99,016 03	15,413 42	0 00	15,413 42
FIDELITY NATL INFORMATION SVCS INC COM STK CUSIP 31620M106							
1,643 000	34 81	0 00	57,192 83	54,234 63	2,958 20	0 00	2,958 20

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
FINANCIAL ENGINES INC COM CUSIP 317485100							
1,685 000	27 75	0 00	46,758 75	41,645 63	5,113 12	0 00	5,113 12
FINISH LINE INC CL A CUSIP 317923100							
2,300 000	18 93	0 00	43,539 00	29,649 91	13,889 09	0 00	13,889 09
FIRSTMERIT CORP COM CUSIP 337915102							
2,768 000	14.19	0 00	39,277 92	39,355 16	-77 24	0 00	-77 24
FMC CORP COM (NEW) CUSIP 302491303							
1,600 000	58 52	216 00	93,632 00	64,093 11	29,538 89	0 00	29,538 89
FOOT LOCKER INC COM CUSIP 344849104							
2,763 000	32 12	0 00	88,747 56	59,272 10	29,475 46	0 00	29,475 46
FORRESTER RESH INC COM CUSIP 346563109							
636 000	26 80	0 00	17,044 80	16,660 59	384 21	0 00	384 21
FORWARD AIR CORP COM CUSIP 349853101							
934 000	35 01	0 00	32,699 34	22,011 01	10,688 33	0 00	10,688 33
FRANKLIN ELEC INC COM CUSIP 353514102							
423 000	62 17	0 00	26,297 91	13,088 76	13,209 15	0 00	13,209 15
FRESH MKT INC COM CUSIP 35804H106							
1,015 000	48 09	0 00	48,811 35	40,885 72	7,925 63	0 00	7,925 63

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
FULTON FINL CORP PA COM CUSIP 360271100							
4,856 000	9 61	0 00	46,666 16	45,189 15	1,477 01	0 00	1,477 01
GALLAGHER ARTHUR J & CO COM CUSIP 363576109							
1,439 000	34 65	0 00	49,861 35	48,426 59	1,434 76	0 00	1,434 76
GARTNER INC COM CUSIP 366651107							
1,254 000	46 02	0 00	57,709 08	53,314 53	4,394 55	0 00	4,394 55
GENERAL ELECTRIC CO CUSIP 369604103							
20,800 000	20 99	3,952 00	436,592 00	447,900 96	-11,308 96	0 00	-11,308 96
GENTEX CORP COM CUSIP 371901109							
2,250 000	18 82	0 00	42,345 00	31,752 22	10,592.78	0 00	10,592 78
GNC HLDGS INC GNC HOLDINGS INC CUSIP 36191G107							
2,072 000	33.28	0 00	68,956 16	77,298 56	-8,342 40	0 00	-8,342 40
GOOGLE INC CL A CL A CUSIP 38259P508							
2,000 000	709 37	0 00	1,418,740 00	1,047,798 60	370,941 40	0 00	370,941 40
GOVERNMENT PPTYS INCOME TR COM SHS BEN INT COM SHS BEN INT CUSIP 38376A103							
1,275 000	23 97	0 00	30,561 75	33,027.30	-2,465 55	0 00	-2,465 55
GRAND CANYON ED INC COM STK CUSIP 38526M106							
3,595 000	23 47	0 00	84,374 65	71,279 76	13,094 89	0 00	13,094 89

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
GREENWAY MED TECHNOLOGIES INC COM STK CUSIP 39679B103							
1,878 000	15 36	0 00	28,846 08	35,322 83	-6,476 75	0 00	-6,476 75
GULFMARK OFFSHORE INC CL A NEW USD0 01 CLASS A CUSIP 402629208							
386 000	34 45	0 00	13,297 70	12,859 78	437 92	0 00	437 92
HAIN CELESTIAL GROUP INC COM CUSIP 405217100							
633 000	54 22	0 00	34,321.26	28,883 03	5,438 23	0 00	5,438 23
HARLEY DAVIDSON COM USD0 01 CUSIP 412822108							
1,061 000	48 84	0 00	51,819 24	42,985 91	8,833 33	0 00	8,833 33
HATTERAS FINL CORP COM REIT CUSIP 41902R103							
1,125 000	24 81	787 50	27,911 25	31,317.97	-3,406 72	0 00	-3,406 72
HCC INS HLDGS INC COM CUSIP 404132102							
721 000	37 21	118 96	26,828.41	23,842 70	2,985 71	0 00	2,985 71
HECLA MNG CO COM CUSIP 422704106							
4,042 000	5 83	0 00	23,564 86	26,727 32	-3,162 46	0 00	-3,162 46
HELMERICH & PAYNE INC COM CUSIP 423452101							
534 000	56 01	0 00	29,909 34	29,514 79	394.55	0 00	394 55
HENRY JACK & ASSOC INC COM CUSIP 426281101							
1,409 000	39 26	0 00	55,317 34	49,851 53	5,465 81	0 00	5,465 81

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
HERTZ GLOBAL HLDGS INC COM CUSIP 42805T105							
2,817 000	16 27	0 00	45,832 59	30,083 59	15,749 00	0 00	15,749 00
HOLLYFRONTIER CORP COM CUSIP 436106108							
1,746 000	46 55	0 00	81,276 30	57,870 66	23,405 64	0 00	23,405 64
HOME PROPS INC COM CUSIP 437306103							
229 000	61 31	0 00	14,039 99	9,215 83	4,824 16	0 00	4,824 16
IHS INC COM CL A COM CL A CUSIP 451734107							
286 000	96 00	0 00	27,456 00	27,130 06	325 94	0 00	325 94
INNERWORKINGS INC COM CUSIP 45773Y105							
3,752 000	13 78	0 00	51,702 56	19,841 83	31,860 73	0 00	31,860 73
INNOPHOS HLDGS INC COM STK CUSIP 45774N108							
560 000	46 50	0 00	26,040 00	15,657 94	10,382 06	0 00	10,382 06
INTEL CORP COM CUSIP 458140100 INTC							
23,000 000	20 63	0 00	474,490 00	625,181 59	-150,691 59	0 00	-150,691 59
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101							
8,500 000	191 55	0 00	1,628,175 00	710,028 62	918,146 38	0 00	918,146 38
INTEROIL CORP COM CUSIP 460951106							
839 000	55 53	0 00	46,589 67	39,370 64	7,219 03	0 00	7,219 03

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Total
Equities							
Common stock							
United States - USD							
INTERSIL CORP CUSIP 46069S109							
4,332 000	8 29	0 00	35,912 28	45,704 67	-9,792 39	0 00	-9,792 39
INTL PAPER CO COM CUSIP 460146103							
500 000	39 84	0 00	19,920 00	19,838 00	82.00	0 00	82 00
INTUIT COM CUSIP 461202103							
921 000	59 50	0 00	54,799 50	28,157 99	26,641 51	0 00	26,641 51
IPC THE HOSPITALIST CO INC STK CUSIP 44984A105							
1,357 000	39 71	0 00	53,886 47	44,220 24	9,666 23	0 00	9,666 23
JOHNSON & JOHNSON COM USD1 CUSIP 478160104							
25,000 000	70 10	0 00	1,752,500 00	456,026 67	1,296,473 33	0 00	1,296,473 33
JPMORGAN CHASE & CO COM CUSIP 46625H100							
13,000 000	43 97	0 00	571,610 00	510,765 00	60,845 00	0 00	60,845 00
KAR AUCTION SVCS INC COM STK CUSIP 48238T109							
1,672 000	20 24	0 00	33,841 28	30,024 44	3,816 84	0 00	3,816 84
KBR INC COM CUSIP 48242W106							
2,020 000	29 92	0 00	60,438 40	66,945 46	-6,507 06	0 00	-6,507 06
KEYCORP NEW COM CUSIP 493267108							
4 609 000	8 42	0 00	38,807 78	36,476 49	2,331 29	0 00	2,331 29

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
KILROY RLTY CORP COM CUSIP 49427F108							
1,709 000	47 37	598 15	80,955 33	77,412 32	3,543 01	0 00	3,543 01
KODIAK OIL & GAS CORP COM CUSIP 50015Q100							
5,180 000	8 85	0 00	45,843 00	46,823 94	-980 94	0 00	-980 94
KROGER CO COM CUSIP 501044101							
1,116 000	26 02	0 00	29,038 32	29,346 10	-307.78	0 00	-307 78
LINCOLN NATL CORP COM CUSIP 534187109							
4,255 000	25 90	0 00	110,204 50	102,973 28	7,231 22	0 00	7,231 22
LKQ CORP COM LKQ CORP CUSIP 501889208							
8,297 000	21 10	0.00	175,066 70	86,705 09	88,361 61	0 00	88,361 61
LTC PPTYS INC COM CUSIP 502175102							
1,115 000	35 19	0 00	39,236 85	30,445 83	8,791 02	0 00	8,791 02
LUMINEX CORP DEL COM CUSIP 55027E102							
1,229 000	16 76	0 00	20,598 04	28,797 57	-8,199 53	0 00	-8,199 53
M D C HLDGS INC COM CUSIP 552676108							
693 000	36 76	0 00	25,474 68	18,418 50	7,056 18	0 00	7,056 18
MACYS INC COM STK CUSIP 55616P104							
1,083 000	39 02	216 60	42,258 66	25,693 41	16,565 25	0 00	16,565 25

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Common stock							
United States - USD							
MADDEN STEVEN LTD COM CUSIP 556269108							
1,227 000	42 27	0 00	51,865 29	51,267 29	598 00	0 00	598 00
MARATHON PETE CORP COM CUSIP 56585A102							
325 000	63 00	0 00	20,475 00	12,737 68	7,737 32	0 00	7,737 32
MARTIN MARIETTA MATLS INC COM CUSIP 573284106							
178.000	94.28	0 00	16,781 84	16,171 30	610 54	0 00	610 54
MAXIM INTEGRATED PRODS INC COM CUSIP 57772K101							
1,711 000	29 40	0 00	50,303 40	47,698 86	2,604 54	0 00	2,604 54
MAXIMUS INC COM CUSIP 577933104							
2,751 000	63 22	0 00	173,918 22	76,110 40	97,807 82	0 00	97,807 82
MAXWELL TECHNOLOGIES INC COM CUSIP 577767106							
2,159 000	8 29	0 00	17,898 11	39,453 59	-21,555 48	0 00	-21,555 48
MC DONALDS CORP COM CUSIP 580135101							
13,900 000	88 21	0 00	1,226,119 00	386,420 00	839,699 00	0 00	839,699 00
MEDNAX INC COM CUSIP 58502B106							
1,715 000	79 52	0 00	136,376 80	98,897.39	37,479 41	0 00	37,479 41
MERIDIAN BIOSCIENCE INC COM CUSIP 589584101							
2,068 000	20 25	0 00	41,877 00	43,855 18	-1,978 18	0 00	-1,978 18

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
MICROS SYS INC COM CUSIP 594901100							
758 000	42 44	0 00	32,169 52	34,724 66	-2,555 14	0 00	-2,555 14
MICROSOFT CORP COM CUSIP 594918104							
21,000 000	26 73	0 00	561,330 00	101,789 52	459,540 48	0 00	459,540 48
MOBILE MINI INC COM CUSIP 60740F105							
2,688 000	20 83	0 00	55,991 04	46,788 71	9,202.33	0 00	9,202 33
MONSTER BEVERAGE CORP COM CUSIP 611740101							
469 000	52 88	0 00	24,800 72	14,690 93	10,109 79	0 00	10,109 79
MOODYS CORP COM CUSIP 615369105							
1,076 000	50 32	0 00	54,144 32	34,993 20	19,151 12	0 00	19,151 12
MRC GLOBAL INC COM CUSIP 55345K103							
2,047 000	27 78	0 00	56,865 66	43,022 57	13,843 09	0 00	13,843 09
MYRIAD GENETICS INC COM CUSIP 62855J104							
1,019 000	27 25	0 00	27,767.75	26,201 63	1,566 12	0 00	1,566 12
NATIONAL INSTRS CORP COM CUSIP 636518102							
3,332 000	25 81	0 00	85,998 92	61,427.51	24,571 41	0 00	24,571 41
NEOGEN CORP COM CUSIP 640491106							
1,545 000	45 32	0 00	70,019 40	33,836 31	36,183 09	0 00	36,183 09

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
NETAPP INC COM STK CUSIP 64110D104							
546 000	33 55	0 00	18,318 30	20,732 92	-2,414 62	0 00	-2,414 62
NEUSTAR INC CL A CUSIP · 64126X201							
1,038 000	41 93	0 00	43,523 34	31,954 07	11,569 27	0 00	11,569 27
NEWELL RUBBERMAID INC COM CUSIP 651229106							
2,829 000	22 27	0 00	63,001 83	57,890 84	5,110 99	0 00	5,110 99
NIKE INC CL B CUSIP 654106103							
14,000 000	51 60	0 00	722,400 00	551,432 00	170,968 00	0 00	170,968 00
NISOURCE INC COM CUSIP 65473P105							
3,538 000	24 89	0 00	88,060 82	62,111 10	25,949 72	0 00	25,949 72
NOBLE CORPORATION (SWITZERLAND) COM USD0 10 CUSIP H5833N103							
1,152 000	34 82	0 00	40,112 64	43,323 54	-3,210 90	0 00	-3,210 90
NOBLE ENERGY INC COM CUSIP 655044105							
5,000 000	101 74	0 00	508,700 00	479,720 00	28,980 00	0 00	28,980 00
NUCOR CORP COM CUSIP 670346105							
1,436 000	43 18	527 73	62,006 48	55,872.21	6,134 27	0 00	6,134 27
NXP SEMICONDUCTORS N V COM STK CUSIP N6596X109							
1,054 000	26 37	0 00	27,793 98	27,366 21	427 77	0 00	427 77

Asset Detail - Base Currency

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

Equities

Common stock

United States - USD

Description / Asset ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
O REILLY AUTOMOTIVE INC NEW COM USD0 01 CUSIP 67103H107							
429 000	89 42	0 00	38,361.18	15,348 37	23,012 81	0 00	23,012 81
ONYX PHARMACEUTICALS INC DEL COM CUSIP 683399109							
298 000	75 53	0 00	22,507 94	13,345 84	9,162 10	0 00	9,162.10
ORACLE CORP COM CUSIP 68389X105 ORCL							
21,000 000	33 32	0 00	699,720 00	708,932 70	-9,212 70	0 00	-9,212 70
OWENS & MINOR INC NEW COM CUSIP 690732102							
1,235 000	28 51	0 00	35,209 85	35,775 08	-565 23	0 00	-565 23
OWENS CORNING NEW COM STK CUSIP 690742101							
596 000	36 99	0 00	22,046 04	19,141.22	2,904 82	0 00	2,904 82
PALL CORP COM CUSIP 696429307							
895 000	60 26	0 00	53,932 70	42,583 55	11,349 15	0 00	11,349 15
PARK ELECTROCHEMICAL CORP COM CUSIP 700416209							
571.000	25 73	0 00	14,691 83	13,610 94	1,080 89	0 00	1,080 89
PEABODY ENERGY CORP COM STK CUSIP 704549104							
2,017 000	26 61	0 00	53,672 37	55,344 32	-1,671 95	0 00	-1,671 95
PEGASYSTEMS INC COM CUSIP 705573103							
1,079 000	22 68	0 00	24,471 72	49,099 11	-24,627 39	0 00	-24,627 39

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
PEPSICO INC COM CUSIP 713448108							
14,000 000	68 43	7,525 00	958,020 00	611,928 80	346,091 20	0 00	346,091 20
PERKINELMER INC COM CUSIP 714046109							
1,569 000	31 74	0 00	49,800 06	42,409 27	7,390 79	0 00	7,390 79
PERRIGO CO COM CUSIP 714290103							
208 000	104 03	0 00	21,638 24	9,237 90	12,400 34	0 00	12,400 34
PIER 1 IMPORTS INC COM CUSIP 720279108							
994 000	20 00	0 00	19,880 00	11,563 81	8,316 19	0 00	8,316 19
PLANTRONICS INC NEW COM CUSIP 727493108							
2,145 000	36 87	0 00	79,086 15	74,426 13	4,660 02	0 00	4,660 02
PORTFOLIO RECOVERY ASSOCS INC COM CUSIP 73640Q105							
866 000	106 86	0 00	92,540 76	40,599 47	51,941 29	0 00	51,941 29
PORTLAND GENERAL ELECTRIC CO COM NEW COMNEW CUSIP 736508847							
2,090 000	27 36	564 30	57,182 40	49,302 48	7,879 92	0 00	7,879 92
POSTNL N V SPONSORED ADR CUSIP 73753A103							
28,950 000	3 99	0 00	115,510 50	75,712 12	39,798 38	0 00	39,798 38
POWER INTEGRATIONS INC COM CUSIP 739276103							
1,360 000	33 61	0 00	45,709 60	43,922 51	1,787 09	0 00	1,787.09

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equities							
Common stock							
United States - USD							
PPG IND INC COM CUSIP 693506107							
266 000	135 35	0 00	36,003 10	27,053 04	8,950 06	0 00	8,950 06
PPL CORP COM ISIN US69351T1060 CUSIP 69351T106							
1,394 000	28 63	501 84	39,910 22	38,344 54	1,565 68	0 00	1,565 68
PROCTER & GAMBLE COM NPV CUSIP 742718109							
17,000 000	67 89	0 00	1,154,130 00	501,122 51	653,007 49	0 00	653,007 49
PROTECTIVE LIFE CORP COM CUSIP 743674103							
1,309 000	28 58	0 00	37,411 22	21,387 38	16,023 84	0 00	16,023 84
PVH CORP COM USD1 CUSIP 693656100							
790 000	111 01	0 00	87,697 90	56,333 09	31,364 81	0 00	31,364 81
QUANTA SVCS INC COM CUSIP 74762E102							
3,260 000	27 29	0 00	88,965 40	65,237 92	23,727 48	0 00	23,727 48
QUESTCOR PHARMACEUTICALS INC COM CUSIP 74835Y101							
886 000	26 72	0 00	23,673 92	23,685 96	-12 04	0 00	-12 04
RAYMOND JAMES FNCL INC COM STK CUSIP 754730109							
3,982 000	38 53	557 48	153,426 46	108,353 55	45,072 91	0 00	45,072 91
REGIONS FINL CORP NEW COM CUSIP 7591EP100							
12,608 000	7 12	126 08	89,768 96	82,875 71	6,893 25	0 00	6,893 25

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Common stock							
United States - USD							
REGIS CORP MINN COM CUSIP 758932107							
2,055 000	16 92	0 00	34,770 60	33,413 94	1,356 66	0 00	1,356 66
RIVERBED TECHNOLOGY INC COM CUSIP 768573107							
3,644 000	19 72	0 00	71,859 68	80,230 45	-8,370 77	0 00	-8,370 77
ROLLINS INC COM CUSIP 775711104							
4,982 000	22 04	0 00	109,803 28	64,414 92	45,388 36	0 00	45,388 36
RYDER SYS INC COM CUSIP 783549108							
1,320 000	49 93	0 00	65,907 60	68,255 85	-2,348 25	0 00	-2,348 25
SCHLUMBERGER LTD COM COM CUSIP 806857108							
20,000 000	69 29	5,500 00	1,385,800 00	1,125,952 50	259,847 50	0 00	259,847 50
SCHWEITZER-MAUDUIT INTL INC COM CUSIP 808541106							
1,940 000	39 03	0 00	75,718 20	51,430 01	24,288 19	0 00	24,288 19
SCIQUEST INC NEW COM CUSIP 80908T101							
2,378 000	15 86	0 00	37,715 08	35,588 81	2,126 27	0 00	2,126 27
SEATTLE GENETICS INC COM CUSIP 812578102							
880 000	23 20	0 00	20,416 00	21,366 31	-950 31	0 00	-950 31
SEMTECH CORP COM CUSIP 816850101							
2,975 000	28 95	0 00	86,126 25	48,450 98	37,675 27	0 00	37,675 27

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
SENSIENT TECHNOLOGIES CORP COM CUSIP 81725T100							
1,257 000	35 56	0 00	44,698 92	46,549 56	-1,850 64	0 00	-1,850 64
SHERWIN-WILLIAMS CO COM CUSIP 824348106							
377 000	153 82	0 00	57,990 14	39,523 44	18,466 70	0 00	18,466 70
SIGNATURE BK NY N Y COM CUSIP 82669G104							
345 000	71 34	0 00	24,612 30	23,592 99	1,019 31	0 00	1,019 31
SIMON PROPERTY GROUP INC COM CUSIP 828806109							
5,000 000	158 09	0 00	790,450 00	774,566 50	15,883 50	0 00	15,883 50
SIRONA DENTAL SYS INC COM STK CUSIP 82966C103							
2,102 000	64 46	0 00	135,494 92	114,419 30	21,075 62	0 00	21,075 62
SKYWORKS SOLUTIONS INC COM CUSIP 83088M102							
2,553 000	20 30	0 00	51,825 90	61,255 97	-9,430 07	0 00	-9,430 07
SLM CORP COM CUSIP 78442P106							
1,967 000	17 13	0 00	33,694 71	29,191 71	4,503 00	0 00	4,503 00
SMITH A O CORP COM CUSIP 831865209							
526 000	63 07	0 00	33,174 82	31,944 18	1,230 64	0 00	1,230 64
SMUCKER J M CO COM NEW COM NEW CUSIP 832696405							
779 000	86 24	0 00	67,180 96	66,816 08	364 88	0 00	364 88

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
SNAP-ON INC COM CUSIP 833034101							
150 000	78 99	0 00	11,848 50	9,411 64	2,436 86	0 00	2,436 86
SODEXO CUSIP 833792104							
1,682 000	85 29	0 00	143,457 78	125,456 44	18,001 34	0 00	18,001 34
SPS COMM INC COM CUSIP 78463M107							
1,650 000	37 27	0 00	61,495 50	29,803 52	31,691 98	0 00	31,691 98
STAGE STORES INC COM NEW COM NEW CUSIP 85254C305							
1,173 000	24 78	0 00	29,066 94	13,735 52	15,331 42	0 00	15,331 42
STANCORP FINL GROUP INC COM CUSIP 852891100							
970 000	36 67	0 00	35,569 90	37,588 12	-2,018 22	0 00	-2,018 22
STARBUCKS CORP COM CUSIP 855244109							
12,500 000	53 62	0 00	670,250 00	588,176 50	82,073 50	0 00	82,073 50
STARWOOD HOTELS & RESORTS WORLDWIDE INC COM STK CUSIP 85590A401							
761 000	57 36	0 00	43,650 96	35,270 65	8,380 31	0 00	8,380 31
STATE STR CORP COM CUSIP 857477103							
25,000 000	47 01	6,000 00	1,175,250 00	901,781 50	273,468 50	0 00	273,468 50
STRATASYS INC SHS CUSIP M85548101							
973 000	80 15	0 00	77,985 95	16,894 69	61,091 26	0 00	61,091 26

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
SUN TR BANKS INC COM CUSIP 867914103							
1,588 000	28 35	0 00	45,019 80	47,093 60	-2,073 80	0 00	-2,073 80
T ROWE PRICE GROUP INC CUSIP 74144T108							
1,064 000	65 13	0 00	69,298 32	67,408 28	1,890 04	0 00	1,890 04
TARGET CORP COM STK CUSIP 87612E106							
10,100 000	59 17	0 00	597,617 00	396,921 92	200,695 08	0 00	200,695 08
TECHNE CORP COM CUSIP 878377100							
933 000	68 34	0 00	63,761 22	60,387 31	3,373 91	0 00	3,373 91
TERADATA CORP DEL COM STK CUSIP 88076W103							
530 000	61 89	0 00	32,801 70	26,560 22	6,241 48	0 00	6,241 48
THE JONES GROUP INC COMMON STOCK CUSIP 48020T101							
3,790 000	11 06	0 00	41,917 40	41,169 83	747 57	0 00	747 57
THOR INDS INC COM STK CUSIP 885160101							
1,129 000	37 43	0 00	42,258 47	43,204 87	-946 40	0 00	-946 40
TIDEWATER INC COM CUSIP 886423102							
1,239 000	44 68	0 00	55,358 52	58,122 09	-2,763 57	0 00	-2,763 57
TJX COS INC COM NEW CUSIP 872540109 TJX							
9,600 000	42 45	0 00	407,520 00	404,092 80	3,427 20	0 00	3,427 20

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Common stock							
United States - USD							
TORO CO COM CUSIP 891092108							
790 000	42 98	0 00	33,954 20	15,318 89	18,635 31	0 00	18,635 31
TREASURY WINE ESTATES LTD SPONSORED ADR CUSIP 89465J109							
51,970 000	4 88	0 00	253,613 60	208,267 38	45,346 22	0 00	45,346 22
TRINITY IND INC COM CUSIP 896522109							
898 000	35 82	0 00	32,166 36	30,546 79	1,619 57	0 00	1,619 57
TRIUMPH GROUP INC NEW COM CUSIP 896818101							
1,070 000	65 30	0 00	69,871 00	55,128 29	14,742 71	0 00	14,742 71
TRUSTMARK CORP COM CUSIP 898402102							
1,425 000	22 46	0 00	32,005 50	30,927 34	1,078 16	0 00	1,078 16
TYSON FOODS INC CL A COM (DELAWARE) CUSIP 902494103							
991 000	19 40	0 00	19,225 40	19,006 99	218 41	0 00	218 41
ULTIMATE SOFTWARE GROUP INC COM CUSIP 90385D107							
1,498 000	94 41	0 00	141,426 18	42,645 67	98,780 51	0 00	98,780 51
UNITED CONTL HLDGS INC COM STK CUSIP 910047109							
2,668 000	23 38	0 00	62,377 84	51,636 38	10,741 46	0 00	10,741 46
UNITED NAT FOODS INC COM CUSIP 911163103							
1,716 000	53 59	0 00	91,960 44	44,302 33	47,658 11	0 00	47,658 11

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
UNITEDHEALTH GROUP INC COM CUSIP 91324P102							
28,800 000	54 24	0 00	1,562,112 00	1,298,713 00	263,399 00	0 00	263,399 00
UNS ENERGY CORP COM CUSIP 903119105							
1,023 000	42 42	0 00	43,395 66	37,687 10	5,708 56	0 00	5,708 56
URBAN OUTFITTERS INC COM CUSIP 917047102							
644 000	39 36	0 00	25,347 84	19,022 44	6,325 40	0 00	6,325 40
UTD RENTALS INC COM CUSIP 911363109							
2,029 000	45 52	0 00	92,360 08	81,086 73	11,273 35	0 00	11,273 35
V F CORP COM CUSIP 918204108							
3,125 000	150 97	0 00	471,781 25	493,214 30	-21,433 05	0 00	-21,433 05
VALERO ENERGY CORP COM STK NEW CUSIP 91913Y100							
1,500 000	34 12	0 00	51,180 00	51,014 86	165 14	0 00	165 14
VALIDUS HOLDING LTD COM STK USD0 175 CUSIP G9319H102							
2,578 000	34 58	0 00	89,147 24	82,272 16	6,875 08	0 00	6,875 08
VALUECLICK INC COM STK ISIN#US92046N1028 CUSIP 92046N102							
2,435 000	19 41	0 00	47,263 35	41,358 11	5,905 24	0 00	5,905 24
VERINT SYS INC COM CUSIP 92343X100							
1,455 000	29 36	0 00	42,718 80	25,591 93	17,126 87	0 00	17,126 87

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
VERISK ANALYTICS INC CL A CL A CUSIP 92345Y106							
788 000	51 00	0 00	40,188 00	29,721 27	10,466 73	0 00	10,466 73
WAL-MART STORES INC COM CUSIP 931142103 WMT							
10,000 000	68 23	0 00	682,300 00	534,234 00	148,066 00	0 00	148,066 00
WALT DISNEY CO CUSIP 254687106							
20,000 000	49 79	0 00	995,800 00	792,038 00	203,762 00	0 00	203,762 00
WASH FED INC COM CUSIP 938824109							
1,566 000	16 87	0 00	26,418 42	26,152 83	265 59	0 00	265 59
WATSON PHARMACEUTICALS INC COM CUSIP 942683103							
1,038 000	86 00	0 00	89,268 00	47,052 19	42,215 81	0 00	42,215 81
WEBSTER FNCL CORP WATERBURY CONN COM CUSIP 947890109							
1,410 000	20 55	0 00	28,975 50	32,053 80	-3,078 30	0 00	-3,078 30
WELLS FARGO & CO NEW COM STK CUSIP 949746101							
23,600 000	34 18	0 00	806,648 00	801,319 04	5,328 96	0 00	5,328 96
WESCO INTL INC COM CUSIP 95082P105							
992 000	67 43	0 00	66,890 56	47,423 34	19,467 22	0 00	19,467 22
WEST PHARMACEUTICAL SVCS INC COM CUSIP 955306105							
1,592 000	54 75	0 00	87,162 00	71,899 13	15,262 87	0 00	15,262 87

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
WESTAMERICA BANCORPORATION COM CUSIP 957090103							
1,095 000	42 59	0 00	46,636 05	53,290 96	-6,654 91	0 00	-6,654 91
WEX INC CUSIP 96208T104							
726 000	75 37	0 00	54,718 62	48,363 46	6,355 16	0 00	6,355 16
WEYERHAEUSER CO COM CUSIP 962166104							
739 000	27 82	0 00	20,558 98	16,367 28	4,191 70	0 00	4,191 70
WHOLE FOODS MKT INC COM CUSIP 966837106							
6,600 000	91 33	0 00	602,778 00	641,639 34	-38,861 34	0 00	-38,861 34
WILLIS GROUP HOLDINGS COM USD0 000115 (NEW) CUSIP G96666105							
3,959 000	33 53	1,068 93	132,745 27	145,395 96	-12,650 69	0 00	-12,650 69
WINTRUST FINL CORP COM CUSIP 97650W108							
686 000	36 70	0 00	25,176 20	18,902 73	6,273 47	0 00	6,273 47
WYNDHAM WORLDWIDE CORP COM STK CUSIP 98310W108 WYN							
1,113 000	53 21	0 00	59,222 73	56,133 85	3,088 88	0 00	3,088 88
Total USD		55,169 52	59,934,886 40	42,838,290.74	17,096,595 66	0.00	17,096,595 66
Total United States		55,169 52	59,934,886 40	42,838,290 74	17,096,595 66	0 00	17,096,595 66
Total Common Stock **2,041,290.000**		**84,915.56**	**79,369,015.94**	**59,737,768.63**	**19,631,247.31**	**0.00**	**19,631,247.31**

Funds - common stock

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Funds - common stock							
Emerging Markets Region - USD							
MFB NORTHN FUNDS EMERGING MKTS EQTY EQTY INDEX FD CUSIP 665162582							
905,850 520	11 87	0 00	10,752,445 67	8,738,920 92	2,013,524 75	0 00	2,013,524 75
Total USD		0 00	10,752,445 67	8,738,920.92	2,013,524.75	0.00	2,013,524.75
Total Emerging Markets Region		0 00	10,752,445 67	8,738,920.92	2,013,524.75	0.00	2,013,524 75
International Region - USD							
MFB NORTHN INTL EQTY INDEX FD CUSIP 665130209							
624,315 440	10 34	0 00	6,455,421 65	5,700,000 00	755,421 65	0 00	755,421 65
Total USD		0 00	6,455,421 65	5,700,000 00	755,421 65	0 00	755,421 65
Total International Region		0.00	6,455,421 65	5,700,000 00	755,421.65	0.00	755,421.65
United States - USD							
MFO FORUM FDS ABSOLUTE STRATEGIES FD INSTL SHS CUSIP 34984T600							
177,619 890	11 08	0 00	1,968,028 38	2,000,000 00	-31,971 62	0 00	-31,971 62
Total USD		0 00	1,968,028.38	2,000,000.00	-31,971.62	0 00	-31,971 62
Total United States		0 00	1,968,028 38	2,000,000.00	-31,971 62	0 00	-31,971 62
Total Funds - Common Stock **1,707,785.850**		**0.00**	**19,175,895.70**	**16,438,920.92**	**2,736,974.78**	**0.00**	**2,736,974.78**
Preferred stock							
Brazil - USD							
ADR COMPANHIA ENERGETICA DE MINAS GERAISSPONSORED ADR PAR $0 01 REP NON VTG PFD CUSIP 204409601							
5,575 000	10 86	9,578 12	60,544 50	77,652 02	-17,107 52	0 00	-17,107 52

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Preferred stock							
Total USD		9,578 12	60,544.50	77,652.02	-17,107.52	0 00	-17,107 52
Total Brazil		9,578.12	60,544.50	77,652.02	-17,107 52	0.00	-17,107.52
Total Preferred Stock **5,575.000**		**9,578.12**	**60,544.50**	**77,652.02**	**-17,107.52**	**0.00**	**-17,107.52**
Total Equities **3,754,650.850**		**94,493.68**	**98,605,456.14**	**76,254,341.57**	**22,351,114.57**	**0.00**	**22,351,114.57**
Fixed Income							
Government bonds							
United States - USD							
UNITED STATES TREAS NTS 2% DISC NT 30/11/2013 USD1000 2% DUE 11-30-2013 REG CUSIP 912828JT8							
1,000,000 000	101 6484	1,758 24	1,016,484 00	1,021,406 25	-4,922 25	0 00	-4,922 25
Issue Date 30 Nov 08 Rate 2 00% Yield to Maturity 0 196% Maturity Date 30 Nov 13							
UNITED STATES TREAS NTS DTD 00032 4 25% DUE 08-15-2013 REG CUSIP 912828BH2							
1,000,000 000	102 5273	16,052 98	1,025,273 00	1,005,996 09	19,276 91	0 00	19,276 91
Issue Date 15 Aug 03 Rate 4 25% Yield to Maturity 0 202% Maturity Date 15 Aug 13							
UNITED STATES TREAS NTS DTD 00109 4 5% DUE 11-15-2015 REG CUSIP 912828EN6							
1,500,000 000	111 8125	8,763 81	1,677,187 50	1,472,402 34	204,785 16	0 00	204,785 16
Issue Date 15 Nov 05 Rate 4 50% Yield to Maturity 0 363% Maturity Date 15 Nov 15							
UNITED STATES TREAS NTS DTD 00278 3 625%DUE 02-15-2020 REG CUSIP 912828MP2							
1,000,000 000	116 8438	13,692 25	1,168,438 00	1,011,562 50	156,875 50	0 00	156,875 50
Issue Date 15 Feb 10 Rate 3 625% Yield to Maturity 1 155% Maturity Date 15 Feb 20							

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income							
Government bonds							
United States - USD							
UNITED STATES TREAS NTS NT 4 25% DUE 08-15-2014 REG CUSIP 912828CT5							
1,500,000 000	106 4766	24,079 48	1,597,149 00	1,475,253 91	121,895 09	0 00	121,895 09
Issue Date 15 Aug 04 Rate 4 25% Yield to Maturity 0 253% Maturity Date 15 Aug 14							
UNITED STATES TREAS NTS NT 5 125% DUE 05-15-2016 REG CUSIP 912828FF2							
2,000,000 000	115 625	13,308 01	2,312,500 00	1,997,677 02	314,822 98	0 00	314,822 98
Issue Date 15 May 06 Rate 5 125% Yield to Maturity 0 452% Maturity Date 15 May 16							
US TREAS BDS USD1000 7 25 DUE 05-15-2016REG CUSIP 912810DW5							
500,000 000	122 7656	4,706 49	613,828 00	500,544 91	113,283 09	0 00	113,283 09
Issue Date 15 May 86 Rate 7 25% Yield to Maturity 0 442% Maturity Date 15 May 16							
US TSY 4 50 15FEB16 CUSIP 912828EW6							
1,000,000 000	112 7109	16,997 28	1,127,109 00	957,031 25	170,077 75	0 00	170,077 75
Issue Date 15 Feb 06 Rate 4 50% Yield to Maturity 0 403% Maturity Date 15 Feb 16							
US TSY 4 75 15MAY14 CUSIP 912828CJ7							
1,500,000 000	106 1719	9,250 69	1,592,578 50	1,530,527 34	62,051 16	0 00	62,051 16
Issue Date 15 May 04 Rate 4 75% Yield to Maturity 0 244% Maturity Date 15 May 14							
Total USD		108,609 23	12,130,547.00	10,972,401 61	1,158,145.39	0 00	1,158,145 39
Total United States		108,609 23	12,130,547 00	10,972,401 61	1,158,145 39	0.00	1,158,145 39
Total Government Bonds **11,000,000.000**		**108,609.23**	**12,130,547.00**	**10,972,401.61**	**1,158,145.39**	**0.00**	**1,158,145.39**

Funds - government agencies

United States - USD

Accounting Statements

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◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Fixed Income							
Funds - government agencies							
United States - USD							
MFO VANGUARD FXD INC SECS FD INC INFLATION-PROTECTED SECS FD #119 CUSIP 922031869							
229,233 460	14 53	0 00	3,330,762 17	2,880,216 68	450,545 49	0 00	450,545 49
Total USD		0 00	3,330,762 17	2,880,216.68	450,545.49	0.00	450,545.49
Total United States		0 00	3,330,762.17	2,880,216.68	450,545 49	0 00	450,545 49
Total Funds - Government Agencies **229,233.460**		**0.00**	**3,330,762.17**	**2,880,216.68**	**450,545.49**	**0.00**	**450,545.49**
Municipal/provincial bonds							
United States - USD							
MASSACHUSETTS ST 3% 01-01-2015 BEO CUSIP 57582PVV9							
250,000 000	104 989	3,750 00	262,472 50	262,262 66	209 84	0 00	209 84
Issue Date 29 Jul 10 Rate 3 00% Maturity Date 01 Jan 15							
MASSACHUSETTS ST 3% 12-01-2023 BEO CUSIP 57582PD31							
500,000 000	105 61	1,250 00	528,050 00	511,092 17	16,957 83	0 00	16,957 83
Issue Date 28 Dec 11 Rate 3 00% Call Date 01 Dec 19 Call Price 100 00 Maturity Date 01 Dec 23							
MASSACHUSETTS ST HEALTH & EDL FACS AUTH REV 5% 07-01-2038 BEO CUSIP 57586C8G3							
500,000 000	113 821	12,500 00	569,105 00	431,020 00	138,085 00	0 00	138,085 00
Issue Date 13 Aug 08 Rate 5 00% Call Date 01 Jul 17 Call Price 100 00 Maturity Date 01 Jul 38							
SPRINGFIELD MASS 5% 08-01-2022 BEO CUSIP 850752JG2							
750,000 000	111 631	15,624 99	837,232 50	837,915 00	-682 50	0 00	-682 50
Issue Date 07 Jul 05 Rate 5 00% Maturity Date 01 Aug 22 Pre Refund Date 01 Aug 15 Pre Refund Price 100 00							

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income							
Municipal/provincial bonds							
Total USD		33,124.99	2,196,860.00	2,042,289 83	154,570 17	0.00	154,570 17
Total United States		33,124.99	2,196,860 00	2,042,289.83	154,570.17	0.00	154,570.17
Total Municipal/Provincial Bonds **2,000,000.000**		**33,124.99**	**2,196,860.00**	**2,042,289.83**	**154,570.17**	**0.00**	**154,570.17**
Corporate bonds							
United States - USD							
GENERAL ELEC CO 5% DUE 02-01-2013 CUSIP 369604AY9							
1,000,000 000	100 381	20,833 33	1,003,810 00	996,100 00	7,710 00	0 00	7,710 00
Issue Date 28 Jan 03 Rate 5 00% Yield to Maturity 0 418% Maturity Date 01 Feb 13							
HEWLETT PACKARD CO 4 3% DUE 06-01-2021 CUSIP 428236BM4							
500,000 000	99 0504	1,791 66	495,252 00	505,340 00	-10,088 00	0 00	-10,088 00
Issue Date 31 May 11 Rate 4 30% Yield to Maturity 4 436% Maturity Date 01 Jun 21							
INTL BUSINESS 2% DUE 01-05-2016 CUSIP 459200GU9							
500,000 000	103 327	4,888 88	516,635 00	500,830 00	15,805 00	0 00	15,805 00
Issue Date 09 Dec 10 Rate 2 00% Yield to Maturity 0 878% Maturity Date 05 Jan 16							
NIKE INC MEDIUM 5 15% DUE 10-15-2015 CUSIP 653922AH7							
1,000,000 000	111 359	10,872 22	1,113,590 00	994,620 00	118,970 00	0 00	118,970 00
Issue Date 24 Oct 03 Rate 5 15% Yield to Maturity 1 009% Maturity Date 15 Oct 15							
WAL-MART STORES 1 5% DUE 10-25-2015 CUSIP 931142CX9							
500,000 000	102 927	1,375 00	514,635 00	495,260 00	19,375 00	0 00	19,375 00
Issue Date 25 Oct 10 Rate 1 50% Yield to Maturity 0 453% Maturity Date 25 Oct 15							
Total USD		39,761 09	3,643,922 00	3,492,150.00	151,772 00	0 00	151,772 00

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Fixed Income							
Corporate bonds							
Total United States		39,761 09	3,643,922.00	3,492,150 00	151,772.00	0.00	151,772 00
Total Corporate Bonds **3,500,000.000**		**39,761.09**	**3,643,922.00**	**3,492,150.00**	**151,772.00**	**0.00**	**151,772.00**
Funds - corporate bond							
United States - USD							
MFB NORTHN HI YIELD FXD INC FD CUSIP 665162699							
1,058,093 550	7 55	0 00	7,988,606 30	6,939,580 65	1,049,025 65	0 00	1,049,025 65
Issue Date 25 Aug 08							
Total USD		0 00	7,988,606 30	6,939,580 65	1,049,025.65	0.00	1,049,025.65
Total United States		0 00	7,988,606 30	6,939,580 65	1,049,025 65	0 00	1,049,025 65
Total Funds - Corporate Bond **1,058,093.550**		**0.00**	**7,988,606.30**	**6,939,580.65**	**1,049,025.65**	**0.00**	**1,049,025.65**
Total Fixed Income **17,787,327.010**		**181,495.31**	**29,290,697.47**	**26,326,638.77**	**2,964,058.70**	**0.00**	**2,964,058.70**
Real Estate							
Funds - real estate							
United States - USD							
MFB NORTHERN FDS GLOBAL REAL ESTATE INDEX FD CUSIP 665162541							
215,362 200	9 23	0 00	1,987,793 10	1,477,384 68	510,408 42	0 00	510,408 42
Total USD		0 00	1,987,793 10	1,477,384 68	510,408 42	0.00	510,408 42
Total United States		0 00	1,987,793.10	1,477,384 68	510,408.42	0.00	510,408.42

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Real Estate							
Total FUNDS - REAL ESTATE							
215,362.200		**0.00**	**1,987,793.10**	**1,477,384.68**	**510,408.42**	**0.00**	**510,408.42**
Total Real Estate							
215,362.200		**0.00**	**1,987,793.10**	**1,477,384.68**	**510,408.42**	**0.00**	**510,408.42**
Venture Capital and Partnerships							
Partnerships							
Global Region - USD							
MAKENA CAPITAL ASSOCIATES CAYMAN CUSIP 991GPZ994							
1,000,000 000	1,000,000 00	0 00	1,000,000 00 *	1,000,000 00	0 00	0 00	0 00
		* Market value based on prices received from an external manager or other client-directed pricing source					
Total USD		0.00	1,000,000.00	1,000,000 00	0 00	0 00	0 00
Total Global Region		0 00	1,000,000 00	1,000,000.00	0.00	0 00	0.00
Total Partnerships							
1,000,000.000		**0.00**	**1,000,000.00**	**1,000,000.00**	**0.00**	**0.00**	**0.00**
Total Venture Capital and Partnerships							
1,000,000.000		**0.00**	**1,000,000.00**	**1,000,000.00**	**0.00**	**0.00**	**0.00**
Commodities							
Funds - commodity linked							
United States - USD							
MFO PIMCO FDS PAC INVT MGMT SER COMMODITY REALRETURN STRATEGY FD INSTL CUSIP 722005667							
480,740 630	6 64	0 00	3,192,117 78	3,955,059 70	-762,941 92	0 00	-762,941 92

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Commodities							
Funds - commodity linked							
United States - USD							
Total USD		0.00	3,192,117.78	3,955,059 70	-762,941.92	0.00	-762,941.92
Total United States		0 00	3,192,117 78	3,955,059 70	-762,941.92	0 00	-762,941.92
Total Funds - Commodity Linked **480,740.630**		**0.00**	**3,192,117.78**	**3,955,059.70**	**-762,941.92**	**0.00**	**-762,941.92**
Funds - commodity etf							
Global Region - USD							
MFC SPDR GOLD TR GOLD SHS CUSIP 78463V107							
36,800 000	162 01	0 00	5,961,968 00	4,367,668 89	1,594,299 11	0 00	1,594,299 11
Total USD		0 00	5,961,968 00	4,367,668 89	1,594,299.11	0 00	1,594,299.11
Total Global Region		0 00	5,961,968 00	4,367,668 89	1,594,299.11	0 00	1,594,299 11
Total Funds - Commodity ETF **36,800.000**		**0.00**	**5,961,968.00**	**4,367,668.89**	**1,594,299.11**	**0.00**	**1,594,299.11**
Total Commodities **517,540.630**		**0.00**	**9,154,085.78**	**8,322,728.59**	**831,357.19**	**0.00**	**831,357.19**
Other Assets							
Miscellaneous							
United States - USD							
&&& HIGHVISTA II LP CUSIP 000735514							
1 000	1,000,000 00	0 00	1,000,000 00	1,000,000 00	0 00	0 00	0 00

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Other Assets							
Miscellaneous							
United States - USD							
		* Market value based on prices received from an external manager or other client-directed pricing source					
Total USD		0 00	1,000,000.00	1,000,000 00	0.00	0.00	0 00
Total United States		0.00	1,000,000.00	1,000,000 00	0 00	0 00	0 00
Total Miscellaneous **1.000**		**0.00**	**1,000,000.00**	**1,000,000.00**	**0.00**	**0.00**	**0.00**
Total Other Assets **1.000**		**0.00**	**1,000,000.00**	**1,000,000.00**	**0.00**	**0.00**	**0.00**
Hedge Fund							
Hedge fund of funds							
United States - USD							
HF NORTHERN TRUST ALPHA STRATEGIES FUND QP CUSIP 000318790							
313,971 740	13 26	0 00	4,163,265 27	4,000,000 00	163,265 27	0 00	163,265 27
Total USD		0.00	4,163,265.27	4,000,000 00	163,265.27	0 00	163,265 27
Total United States		0 00	4,163,265 27	4,000,000 00	163,265 27	0 00	163,265.27
Total Hedge Fund of Funds **313,971.740**		**0.00**	**4,163,265.27**	**4,000,000.00**	**163,265.27**	**0.00**	**163,265.27**
Total Hedge Fund **313,971.740**		**0.00**	**4,163,265.27**	**4,000,000.00**	**163,265.27**	**0.00**	**163,265.27**

Cash and Cash Equivalents

Accounting Statements

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◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Cash and Cash Equivalents							
Funds - short term investment							
USD - MFB NORTHERN INSTL FDS GOVT SELECT PORTFOLIO							
	1 00	82 97	3,732,562 19	3,732,562 19	0 00	0 00	0 00
Total funds - short term investment - all currencies		82 97	3,732,562 19	3,732,562 19	0 00	0.00	0 00
Total funds - short term investment - all countries		82 97	3,732,562.19	3,732,562.19	0 00	0.00	0 00
Total Funds - Short Term Investment **3,732,562.190**		**82.97**	**3,732,562.19**	**3,732,562.19**	**0.00**	**0.00**	**0.00**
Total Cash and Cash Equivalents **3,732,562.190**		**82.97**	**3,732,562.19**	**3,732,562.19**	**0.00**	**0.00**	**0.00**
Adjustments To Cash							
Pending trade purchases							
USD - United States dollar							
	1 00	0 00	-108,230 26	-108,230 26	0 00	0 00	0 00
Total pending trade purchases - all currencies		0 00	-108,230 26	-108,230.26	0 00	0.00	0 00
Total pending trade purchases - all countries		0.00	-108,230 26	-108,230 26	0 00	0 00	0 00
Total Pending trade purchases **0.000**		**0.00**	**-108,230.26**	**-108,230.26**	**0.00**	**0.00**	**0.00**

Pending trade sales

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Adjustments To Cash							
Pending trade sales							
USD - United States dollar							
	1 00	0 00	17,377 07	17,377 07	0 00	0 00	0 00
Total pending trade sales - all currencies		0 00	17,377.07	17,377.07	0.00	0 00	0 00
Total pending trade sales - all countries		0.00	17,377.07	17,377.07	0.00	0.00	0.00
Total Pending trade sales **0.000**		**0.00**	**17,377.07**	**17,377.07**	**0.00**	**0.00**	**0.00**
Total Adjustments To Cash **0.000**		**0.00**	**-90,853.19**	**-90,853.19**	**0.00**	**0.00**	**0.00**
Total **27,321,415.620**		**276,071.96**	**148,843,006.76**	**122,022,802.61**	**26,820,204.15**	**0.00**	**26,820,204.15**

Form **8868** (Rev. January 2013) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

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

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

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

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

Type or print	Name of exempt organization or other filer, see instructions. AMELIA PEABODY CHARITABLE FUND TRUST	Employer identification number (EIN) or 23-7364949
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 185 DEVONSHIRE STREET, NO. 600	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BOSTON, MA 02110	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

CHERYL GIDEON

- The books are in the care of ▶ 185 DEVONSHIRE STREET, SUITE 600 - BOSTON, MA 02110

  Telephone No. ▶ (617) 451-6178 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2013 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2012 or

▶ [ ] tax year beginning ______ , and ending ______ .

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 49,158.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 120,000.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0.

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

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.** Form **8868** (Rev. 1-2013)

223841 01-21-13