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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation

A Employer identification number

THE H.B.B. FOUNDATION

36-6104969

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

Room/suite

B Telephone number
3126617055

400 NORTH MICHIGAN AVENUE SUITE 1120

City or town, state, and ZIP code

CHICAGO, IL 60611

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

SCANNED MAY 29 2013

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeH Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 14,207,050. J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1	Contributions, gifts, grants, etc., received	909,966.		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	359,464.	359,464.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	586,674.			
b	Gross sales price for all assets on line 6a	8,948,758.			
7	Capital gain net income (from Part IV, line 2)		586,674.		
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	16,968.	14,400.		STATEMENT 2
12	Total. Add lines 1 through 11	1,873,072.	960,538.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	10,500.	5,250.		5,250.
c	Other professional fees	72,585.	72,585.		0.
17	Interest				
18	Taxes	18,542.	13,592.		0.
19	Depreciation and depletion				
20	Occupancy	11,584.	5,792.		5,792.
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	42,854.	21,285.		21,569.
24	Total operating and administrative expenses. Add lines 13 through 23	156,065.	118,504.		32,611.
25	Contributions, gifts, grants paid	2,546,250.			2,546,250.
26	Total expenses and disbursements. Add lines 24 and 25	2,702,315.	118,504.		2,578,861.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-829,243.			
b	Net investment income (if negative, enter -0-)		842,034.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	222,011.	546,669.	546,669.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	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 7	851,106.	0.	0.
	b Investments - corporate stock STMT 8	9,995,408.	8,860,716.	9,643,296.
	c Investments - corporate bonds STMT 9	2,514,715.	3,894,666.	3,945,709.
Liabilities	11 Investments - land, buildings, and equipment: basis	2,069,559.		
	Less: accumulated depreciation	1,998,183.	71,376.	71,376.
	12 Investments - mortgage loans STMT 10	551,900.	0.	0.
	13 Investments - other			
	14 Land, buildings, and equipment: basis	14,162.		
	Less: accumulated depreciation STMT 11	14,162.		
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers)	14,206,516.	13,373,427.	14,207,050.
	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	14,206,516.	13,373,427.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances	14,206,516.	13,373,427.		
31 Total liabilities and net assets/fund balances	14,206,516.	13,373,427.		

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	14,206,516.
2 Enter amount from Part I, line 27a	2	-829,243.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	13,377,273.
5 Decreases not included in line 2 (itemize) PRIOR PERIOD ADJUSTMENT	5	3,846.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,373,427.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
c			
d			
e			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 8,948,758.		8,362,084.	586,674.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			586,674.
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 }			2 586,674.
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	1,912,868.	15,266,746.	.125296
2010	691,131.	14,450,279.	.047828
2009	652,526.	12,442,955.	.052441
2008	665,553.	13,480,881.	.049370
2007	800,586.	14,455,088.	.055384
2 Total of line 1, column (d)			2 .330319
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 .066064
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 14,263,505.
5 Multiply line 4 by line 3			5 942,304.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 8,420.
7 Add lines 5 and 6			7 950,724.
8 Enter qualifying distributions from Part XII, line 4			8 2,578,861.

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		1	8,420.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	8,420.
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	8,420.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	8,392.	
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	8,392.	
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	28.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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) ☐ IL		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	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	10	X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation 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? Website address ► N/A	13	X	
14	The books are in care of ► MR. MARK STEPHENITCH Telephone no. ► 312-661-7055 Located at ► 400 N MICHIGAN AVE, CHICAGO, IL ZIP+4 ► 60611			
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	
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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)? N/A	1b	
Organizations relying on a current notice regarding disaster assistance check here ► ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

N/A ☒

5b

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

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
THEODORE D. TIEKEN, JR. 400 NORTH MICHIGAN AVENUE SUITE 1120 CHICAGO, IL 60611	PRESIDENT	0.00	0.	0.
MARK STEPHENITCH 400 NORTH MICHIGAN AVENUE SUITE 1120 CHICAGO, IL 60611	TREASURER/SECRETARY	0.00	0.	0.
NANCY B. TIEKEN 400 NORTH MICHIGAN AVENUE SUITE 1120 CHICAGO, IL 60611	DIRECTOR	0.00	0.	0.
ELIZABETH KIRKPATRICK 400 NORTH MICHIGAN AVENUE SUITE 1120 CHICAGO, IL 60611	VICE PRESIDENT	0.00	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
NONE				

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

0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	13,923,141.
b	Average of monthly cash balances	1b	486,199.
c	Fair market value of all other assets	1c	71,376.
d	Total (add lines 1a, b, and c)	1d	14,480,716.
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	14,480,716.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	217,211.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,263,505.
6	Minimum investment return. Enter 5% of line 5	6	713,175.

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	713,175.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	8,420.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	8,420.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	704,755.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	704,755.
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	704,755.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,578,861.
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	2,578,861.
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	8,420.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,570,441.

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.

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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				704,755.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	95,994.			
b From 2008				
c From 2009	48,348.			
d From 2010				
e From 2011	1,166,247.			
f Total of lines 3a through e	1,310,589.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	2,578,861.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				704,755.
e Remaining amount distributed out of corpus	1,874,106.			
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	3,184,695.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	95,994.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	3,088,701.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009	48,348.			
c Excess from 2010				
d Excess from 2011	1,166,247.			
e Excess from 2012	1,874,106.			

N/A

- ▶

☐ 4942(j)(3) or ☐ 4942(j)(5)

- [illegible]

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				
ADLER PLANETARIUM & ASTRONOMY MUSEUM 1300 S LAKE SHORE DRIVE CHICAGO, IL 60605		PUBLIC CHAR.	EDUCATION	1,000.
ATLANTA SPEECH SCHOOL 3160 NORTHSIDE PKWY, NW ATLANTA, GA 30327		PUBLIC CHAR.	EDUCATION	1,000.
BARBOURSVILLE VOLUNTEER FIRE DEPARTMENT P.O. BOX 122 BARBOURSVILLE, VA 22923		PUBLIC CHAR.	COMMUNITY	500.
BOSTON ARTS ACADEMY 174 IPSWICH ST BOSTON, MA 02215		PUBLIC CHAR.	ARTS	250,000.
BOYS AND GIRLS CLUB OF ORANGE P.O. BOX 707 CHARLOTTESVILLE, VA 22902		PUBLIC CHAR.	COMMUNITY	2,000.
Total	SEE CONTINUATION SHEET(S)			2,546,250.
b Approved for future payment				
NONE				
Total				0.

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. | | |

[illegible]

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

- b If "Yes," complete the following schedule.**

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

**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

5/14/13

► ~~TREASURER~~
~~PRESIDENT~~

Title

May the IRS discuss this return with the preparer shown below (see instr. 12)

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

CATHERINE M. KANE

Preparer's signature

Preparer's signature
Catherine Kane

Date _____

Date 5/13/13

Check ☐
self-employed

PTIN

P00404366

Firm's name ► CLIFTONLARSONALLEN LLP

Firm's EIN ► 41-0746749

Firm's address ► 1301 W. 22ND ST, STE 1100
OAK BROOK, IL 60523

Phone no. (630) 573-8600

Form **990-PF** (2012)

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

THE H.B.B. FOUNDATION

36-6104969

Organization type(check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

THE H.B.B. FOUNDATION**36-6104969****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	ELIZABETH BABSON TIEKEN CHARITABLE LEAD TRUST 400 N. MICHIGAN AVE CHICAGO, IL 60611	\$ 909,966.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

THE H.B.B. FOUNDATION

36-6104969

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

[illegible]

Name of organization	Employer identification number
THE H.B.B. FOUNDATION	36-6104969

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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 CAPITAL GUARDIAN, SEE ATTACHED	P	VARIOUS	VARIOUS
b CAPITAL GUARDIAN, SEE ATTACHED	P	VARIOUS	VARIOUS
c BERNSTEIN, SEE ATTACHED	P	VARIOUS	VARIOUS
d BERNSTEIN, SEE ATTACHED	P	VARIOUS	VARIOUS
e CASH IN LIEU	P	11/13/12	11/13/12
f CAPITAL GAINS DIVIDENDS			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,698,003.		2,689,790.	8,213.
b 3,755,572.		3,315,273.	440,299.
c 1,176,493.		1,150,672.	25,821.
d 1,288,876.		1,206,349.	82,527.
e 15.			15.
f 29,799.			29,799.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			8,213.
b			440,299.
c			25,821.
d			82,527.
e			15.
f			29,799.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) ... { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 } ...	2	586,674.
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 XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
CAMP OF DREAMS 1235A N CLYBOURN AVE., SUITE 362 CHICAGO, IL 60610		PUBLIC CHAR.	COMMUNITY	2,500.
CHALLENGE FOUNDATION 4545 SOUTH UNIVERSITY AVENUE ENGLEWOOD, CO 80113		PUBLIC CHAR.	EDUCATIONAL SUPPORT	10,000.
CHICAGO BOTANIC GARDEN 1000 LAKE COOK ROAD GLENCOE, IL 60022		PUBLIC CHAR.	COMMUNITY	1,000.
CHICAGO HISTORICAL SOCIETY CLARK STREET AT NORTH AVENUE CHICAGO, IL 60614-6099		PUBLIC CHAR.	COMMUNITY	2,000.
CHICAGO SYMPHONY ORCHESTRA 220 S. MICHIGAN AVENUE CHICAGO, IL 60604-2559		PUBLIC CHAR.	COMMUNITY	2,000.
CHILDREN'S HOSPITAL COLORADO FOUNDATION 13123 E 16TH AVENUE, BOX 045 AURORA, CO 80045		PUBLIC CHAR.	HEALTH SERVICES	10,000.
CHILDREN'S MEMORIAL FOUNDATION 2300 CHILDREN'S PLAZA, NO. 4 CHICAGO, IL 60614-3394		PUBLIC CHAR.	HEALTH SERVICES	3,000.
COURAGEOUS SAILING CENTER ONE FIRST AVENUE BOSTON, MA 02129		PUBLIC CHAR.	EDUCATION	1,000.
DENVER ART MUSEUM 100 W 14TH AVENUE PARKWAY DENVER, CO 80204		PUBLIC CHAR.	ARTS	250,000.
DENVER YOUNG ARTIST'S ORCHESTRA 1245 E COLFAX AVENUE, #302 DENVER, CO 80218		PUBLIC CHAR.	ARTS	25,000.
Total from continuation sheets				2,291,750.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
DUMB FRIENDS LEAGUE 2080 S QUEBEC STREET DENVER, CO 80231-3298		PUBLIC CHAR.	COMMUNITY	10,000.
ELEANOR ROOSEVELT INSTITUTE SEELEY G MUDD SCIENCE BLDG #103, 2101 E WESLEY AVE DENVER, CO 80208-6600		PUBLIC CHAR.	EDUCATION	25,000.
ESCUELA DE GUADALUPE 3401 PECOS DENVER, CO 80211		PUBLIC CHAR.	EDUCATION	10,000.
FIELD MUSEUM 1400 S LAKE SHORE DRIVE CHICAGO, IL 60605-2496		PUBLIC CHAR.	EDUCATION	15,000.
FOUNDATION FOR THE PEOPLE OF BURMA P.O. BOX 813 NICASIO, CA 94946		PUBLIC CHAR.	SOCIAL SERVICES	10,000.
FRIENDS OF FLORENCE 4545 W STREET NW WASHINGTON, DC 20007		PUBLIC CHAR.	COMMUNITY	1,000.
FRIENDS OF MAN 5594 S PRINCE STREET LITTLETON, CO 80120-1126		PUBLIC CHAR.	SOCIAL SERVICES	10,000.
GARDEN CONSERVANCY P.O. BOX 219 COLD SPRING, NY 10516		PUBLIC CHAR.	ENVIRONMENT	2,500.
GORDONSVILLE VOLUNTEER FIRE DEPARTMENT P.O. BOX 297 GORDONSVILLE, VA 22942		PUBLIC CHAR.	COMMUNITY	500.
GREENHOUSE SCHOLARS 1881 9TH STREET #200 BOULDER, CO 80302		PUBLIC CHAR.	EDUCATIONAL SUPPORT	12,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
HABITAT FOR HUMANITY OF METRO DENVER 3245 ELIOT STREET DENVER, CO 80211-3287		PUBLIC CHAR.	COMMUNITY	1,000.
HEALTHCARE FOUNDATION FOR YAMPA VALLEY PO BOX 883415 STEAMBOAT SPRINGS, CO 80488		PUBLIC CHAR.	HEALTH SERVICES	400,000.
HORIZON HOSPICE 833 W CHICAGO AVENUE CHICAGO, IL 60642		PUBLIC CHAR.	SOCIAL SERVICES	15,000.
HUMBLE RANCH EDUCATION & THERAPY CENTER P.O. BOX 776290 STEAMBOAT SPRINGS, CO 80477		PUBLIC CHAR.	EDUCATION	1,000.
INVEST IN KIDS 1775 SHERMAN STREET #2075 DENVER, CO 80203		PUBLIC CHAR.	COMMUNITY	15,000.
JOHN G. SHEDD AQUARIUM 1200 S LAKE SHORE DRIVE CHICAGO, IL 60605		PUBLIC CHAR.	CONSERVATION/EDUCATION	4,000.
LAKE FOREST HOSPITAL 660 WESTMORELAND ROAD LAKE FOREST, IL 60645		PUBLIC CHAR.	HEALTH SERVICES	10,000.
LAKE FOREST OPEN LANDS ASSOCIATION 350 N WAUKEGAN ROAD LAKE FOREST, IL 60045		PUBLIC CHAR.	SOCIAL SERVICES	2,000.
LINCOLN PARK ZOO 2001 N CLARK STREET CHICAGO, IL 60614		PUBLIC CHAR.	CONSERVATION/EDUCATION	2,000.
LYRIC OPERA OF CHICAGO 20 N WACKER DRIVE, SUITE 860 CHICAGO, IL 60606		PUBLIC CHAR.	ARTS	27,000.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

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
MARTHA JEFFERSON HEALTH SERVICES 459 LOCUST AVENUE CHARLOTTESVILLE, VA 22902		PUBLIC CHAR.	MEDICAL	15,000.
METRO CARERING 1100 E 18TH AVE DENVER, CO 80203		PUBLIC CHAR.	COMMUNITY	25,000.
MONTPELIER FOUNDATION P.O. BOX 991 ORANGE, VA 22960		PUBLIC CHAR.	SOCIAL SERVICES	15,000.
MUSEUM OF SCIENCE AND INDUSTRY 57TH STREET AND LAKE SHORE DRIVE CHICAGO, IL 60637-9976		PUBLIC CHAR.	EDUCATION	2,000.
NATIONAL DOWNS SYNDROME SOCIETY 666 BROADWAY NEW YORK, NY 10012-2317		PUBLIC CHAR.	HEALTH SERVICES	1,500.
NORTHWESTERN MEMORIAL HOSPITAL GALTER PAVILLION, 251 E HURON ST. SUITE 3-200 CHICAGO, IL 60611-2908		PUBLIC CHAR.	HEALTH SERVICES	40,000.
ORANGE VOLUNTEER FIRE DEPARTMENT P.O. BOX 367 ORANGE, VA 22960		PUBLIC CHAR.	COMMUNITY	1,000.
PEABODY ESSEX MUSEUM EAST INDIA SQUARE SALEM, MA 01970		PUBLIC CHAR.	ARTS	500,000.
PIEDMONT ENVIRONMENTAL COUNCIL P.O. BOX 460 WARRENTON, VA 20188		PUBLIC CHAR.	ENVIRONMENT	5,000.
PLANNED PARENTHOOD OF THE ROCKY MOUNTAINS 7155 E 38TH AVENUE DENVER, CO 80207		PUBLIC CHAR.	HEALTH SERVICES	15,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
PRINCETON UNIVERSITY PO BOX 5357 PRINCETON, NJ 08543-5357		PUBLIC CHAR.	EDUCATION	1,000.
RADIUS BOOKS 227 EAST PALACE AVENUE, SUITE W SANTA FE, NM 87501		PUBLIC CHAR.	ARTS	2,500.
REHABILITATION INSTITUTE OF CHICAGO 345 E SUPERIOR STREET CHICAGO, IL 60611-2654		PUBLIC CHAR.	HEALTH SERVICES	350,000.
RUSH UNIVERSITY MEDICAL CENTER 1700 W VAN BUREN STREET, SUITE 250 CHICAGO, IL 60612-3244		PUBLIC CHAR.	MEDICAL RESEARCH	2,500.
SHEILAH A. DOYLE FOUNDATION 450 W. 55TH STREET, SUITE 200 COUNTRYSIDE, IL 60525		PUBLIC CHAR.	COMMUNITY	250.
ST PAUL'S SCHOOL 325 PLEASANT STREET CONCORD, NH 03301		PUBLIC CHAR.	EDUCATIONAL	5,000.
STARS P.O. BOX 770208 STEAMBOAT SPRINGS, CO 80477-0208		PUBLIC CHAR.	EDUCATIONAL	1,000.
THE ART INSTITUTE OF CHICAGO 111 S. MICHIGAN AVENUE CHICAGO, IL 60603-6404		PUBLIC CHAR.	ARTS	10,000.
THE ARTS CENTER IN ORANGE 129 EAST MAIN STREET ORANGE, VA 22960		PUBLIC CHAR.	ARTS	2,000.
THE MUSTARD SEED FOUNDATION P.O. BOX 88 WASHINGTON, VA 22747		PUBLIC CHAR.	SOCIAL SERVICES	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
THE SCHOOL OF THE ART INSTITUTE OF CHICAGO 37 S WABASH AVENUE CHICAGO, IL 60603-3103		PUBLIC CHAR.	EDUCATION	30,000.
THOMAS JEFFERSON FOUNDATION P.O. BOX 217 CHARLOTTESVILLE, VA 22902		PUBLIC CHAR.	EDUCATION	7,500.
UNIVERSITY OF CHICAGO - PRESIDENT'S FUND 5801 S. ELLIS AVENUE, SUITE 007 CHICAGO, IL 60637		PUBLIC CHAR.	EDUCATION	1,000.
UNIVERSITY OF COLORADO FOUNDATION - COLORADO UNIVERSITY ART MUSEUM SIBELL-WOLLE BUILDING #318 BOULDER, CO 80309		PUBLIC CHAR.	ARTS	300,000.
UNIVERSITY OF VIRGINIA HEALTH SYSTEM P.O. BOX 400807 CHARLOTTESVILLE, VA 22904-4807		PUBLIC CHAR.	HEALTH SERVICES	7,500.
VILLAGE CARE INTERNATIONAL 3240 PROFESSIONAL DRIVE AUBURN, CA 95602		PUBLIC CHAR.	COMMUNITY	50,000.
WESTOVER SCHOOL P.O. BOX 847 MIDDLEBURY, CT 06762-0847		PUBLIC CHAR.	EDUCATION	500.
WILLIAM H. ADAMS FOUNDATION 1918 43RD AVENUE SAN FRANCISCO, CA 94116		PUBLIC CHAR.	MEDICAL RESEARCH	10,000.
WOMEN EMPLOYED 65 E WACKER PLACE, SUITE 1500 CHICAGO, IL 60601		PUBLIC CHAR.	COMMUNITY	5,000.
WTTW - CHICAGO EDUCATIONAL TELEVISION 5400 N. ST. LOUIS AVENUE CHICAGO, IL 60625-4698		PUBLIC CHAR.	EDUCATION	5,000.
Total from continuation sheets				

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Convention	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	OFFICE IMPROVEMENT	01/01/97	200DB	7.00	HY	17	14,162.				14,162.	14,162.		0.	14,162.
	* TOTAL 990-PF PG 1 DEPR						14,162.				14,162.	14,162.		0.	14,162.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BERNSTEIN CAPITAL GAIN DISTRIB	11,076.	11,076.	0.
BERNSTEIN INTEREST	52.	0.	52.
BERNSTEIN STOCKS DIVIDENDS	128,269.	0.	128,269.
CAP GUARDIAN CAPITAL GAIN DISTRIBUTIONS	18,723.	18,723.	0.
CAP GUARDIAN CORP INTEREST	32,527.	0.	32,527.
CAP GUARDIAN GOVT OBLIG	9,916.	0.	9,916.
CAP GUARDIAN MMKT INTEREST	2.	0.	2.
CAP GUARDIAN MUNI INTEREST	1,208.	0.	1,208.
CAP GUARDIAN STOCK DIVIDENDS	187,490.	0.	187,490.
TOTAL TO FM 990-PF, PART I, LN 4	389,263.	29,799.	359,464.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
COAL ROYALTIES	14,400.	14,400.	
BERNSTEIN - NON DIV DISTRIBUTION	298.	0.	
INFLATION INDEX ADJUSTMENT	1,921.	0.	
CAPITAL GUARDIAN NON TAXABLE DIV	349.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	16,968.	14,400.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES - CLIFTON GUNDERSON	10,500.	5,250.		5,250.
TO FORM 990-PF, PG 1, LN 16B	10,500.	5,250.		5,250.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT FEES					
- BERNSTEIN	20,356.	20,356.			0.
INVESTMENT MANAGEMENT FEES					
- CAP GUARDIAN	52,229.	52,229.			0.
TO FORM 990-PF, PG 1, LN 16C	72,585.	72,585.			0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES PAID	13,446.	13,446.			0.
REAL ESTATE TAXES MINERAL					
RIGHTS	146.	146.			0.
FEDERAL TAXES	4,950.	0.			0.
TO FORM 990-PF, PG 1, LN 18	18,542.	13,592.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE EXPENSE	42,569.	21,285.			21,284.
OTHER EXPENSE	285.	0.			285.
TO FORM 990-PF, PG 1, LN 23	42,854.	21,285.			21,569.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
CAPITAL GUARDIAN US BONDS	X		0.	0.
CAPITAL GUARDIAN MUNICIPALS		X	0.	0.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CAPITAL GUARDIAN EQUITY FUNDS	909,943.	815,348.
CAPITAL GUARDIAN STOCK	3,144,327.	4,021,216.
BERNSTEIN STOCK	1,806,615.	1,915,746.
BERNSTEIN EQUITY FUNDS	1,007,834.	1,011,149.
BERNSTEIN MID CAP FUNDS	264,069.	273,098.
BERNSTEIN TAX OVERLAY A	1,727,928.	1,606,739.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,860,716.	9,643,296.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CAPITAL GUARDIAN CORPORATE BONDS	2,131,157.	2,118,703.
BERNSTEIN INTERMED DURATION FUND	1,361,643.	1,422,842.
BERNSTEIN TAX OVERLAY B	401,866.	404,164.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,894,666.	3,945,709.

FORM 990-PF	MORTGAGE LOANS	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CAPITAL GUARDIAN ASSET BACKED SECURITIES	0.	0.
CAPITAL GUARDIAN COLLATERALIZED MORTGAGE OBLIG	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 12	0.	0.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 11
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE IMPROVEMENT	14,162.	14,162.	0.
TOTAL TO FM 990-PF, PART II, LN 14	14,162.	14,162.	0.

FORM 990-PF	OTHER REVENUE	STATEMENT 12
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DESCRIPTION	BUS CODE	UNRELATED BUSINESS INC	EXCL CODE	EXCLUDED AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
BERNSTEIN - NON DIV DISTRIBUTION			01	298.	
INFLATION INDEX ADJUSTMENT			01	1,921.	
CAPITAL GUARDIAN NON TAXABLE DIV			01	349.	
TOTAL TO FORM 990-PF, PG 12, LN 11				2,568.	

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Capital Gains Report

THE H.B.B. FOUNDATION (Account: 888-49813)

January 1, 2012 through December 31, 2012

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
SHORT-TERM NON-COVERED								
03/04/2011	01/03/2012	50	METLIFE INC	32.24	44.94	1,612.14	2,246.98	-634.84
03/11/2011	01/03/2012	75	METLIFE INC	32.24	45.63	2,418.21	3,421.88	-1,003.67
04/25/2011	01/03/2012	125	METLIFE INC	32.24	44.16	4,030.35	5,520.60	-1,490.25
01/07/2011	01/05/2012	50	LIMITED BRANDS INC	39.28	28.69	1,964.00	1,434.64	529.36
01/07/2011	01/06/2012	100	LIMITED BRANDS INC	39.00	28.69	3,900.00	2,869.28	1,030.72
03/08/2011	01/06/2012	150	LIMITED BRANDS INC	39.00	31.61	5,850.00	4,741.22	1,108.78
02/11/2011	01/09/2012	40	BORGWARNER INC	64.77	76.59	2,590.78	3,063.52	-472.74
05/23/2011	01/09/2012	75	***LYONDELLBASELL INDU-CL A	34.46	38.93	2,584.16	2,919.71	-335.55
09/28/2011	01/09/2012	35	PEPSICO INC	65.39	63.19	2,288.72	2,211.69	77.03
10/28/2011	01/09/2012	60	PEPSICO INC	65.39	63.06	3,923.51	3,783.77	139.74
07/15/2011	01/12/2012	20	CONOCOPHILLIPS	70.79	76.44	1,415.86	1,528.77	-112.91
08/11/2011	01/12/2012	50	CONOCOPHILLIPS	70.79	63.15	3,539.65	3,157.45	382.20
08/12/2011	01/12/2012	50	CONOCOPHILLIPS	70.79	66.48	3,539.65	3,324.13	215.52
02/15/2011	01/12/2012	50	ROCKWELL AUTOMATION INC	78.60	88.61	3,929.82	4,430.54	-500.72
02/02/2011	01/18/2012	50	ALLERGAN INC	86.94	71.03	4,346.89	3,551.61	795.28
03/14/2011	01/20/2012	18	OVERLAY A PORTFOLIO	10.37	11.62	191.12	214.16	-23.04
.430 CLASS 2								
01/11/2012	01/24/2012	75	WATSON PHARMACEUTICALS INC	56.00	63.25	4,200.08	4,744.07	-543.99
01/12/2012	01/24/2012	50	WATSON PHARMACEUTICALS INC	56.00	61.95	2,800.05	3,097.35	-297.30
05/04/2011	01/27/2012	75	CELGENE CORP	73.05	60.82	5,478.38	4,561.83	916.75
03/01/2011	01/31/2012	100	LOWE'S COS INC	26.85	26.02	2,685.00	2,601.53	83.47
12/20/2011	01/31/2012	175	LOWE'S COS INC	26.85	25.53	4,698.75	4,467.75	231.00
04/25/2011	01/31/2012	75	PROCTER & GAMBLE CO	62.88	63.10	4,716.31	4,732.54	-16.23
05/23/2011	02/02/2012	125	***LYONDELLBASELL INDU-CL A	43.31	38.81	5,413.55	4,851.39	562.16
08/04/2011	02/06/2012	35	VF CORP	132.77	110.65	4,647.02	3,872.81	774.21
06/03/2011	02/07/2012	75	FMC TECHNOLOGIES INC	53.81	43.70	4,036.03	3,277.60	758.43
08/19/2011	02/08/2012	250	CHS ENERGY CORP	21.73	18.92	5,431.65	4,730.40	701.25
10/12/2011	02/08/2012	175	CHS ENERGY CORP	21.73	20.04	3,802.16	3,506.48	295.68
06/08/2011	02/08/2012	180	GENERAL MOTORS CO	25.81	28.91	4,845.84	5,203.53	-357.69
06/17/2011	02/08/2012	125	GENERAL MOTORS CO	25.81	28.87	3,226.27	3,608.45	-382.18
09/22/2011	02/08/2012	50	GENERAL MOTORS CO	25.81	20.34	1,290.51	1,016.96	273.55
03/14/2011	02/09/2012	991	AB DISCOVERY VALUE FUND CL ADV	17.34	18.52	17,200.00	18,370.47	-1,170.47
.926								
02/18/2011	02/09/2012	75	***ACCENTURE PLC-CL A	57.56	53.85	4,317.02	4,038.87	278.15
05/17/2011	02/09/2012	50	***ACCENTURE PLC-CL A	57.56	56.52	2,878.02	2,825.80	52.22
03/01/2011	02/09/2012	180	CITIGROUP INC	33.87	46.40	6,095.93	8,352.36	-2,256.43
03/10/2011	02/09/2012	20	CITIGROUP INC	33.87	45.85	677.33	917.10	-239.77
02/25/2011	02/09/2012	75	DEVON ENERGY CORPORATION	66.53	90.20	4,989.79	8,764.63	-1,774.84
05/19/2011	02/09/2012	25	DIRECTV-CLASS A	45.65	50.29	1,141.20	1,257.36	-116.16
08/08/2011	02/09/2012	100	GILEAD SCIENCES INC	53.87	36.86	5,387.04	3,685.61	1,701.43
05/17/2011	02/09/2012	40	GOODRICH CORP	175.40	90.05	5,016.10	3,601.98	1,414.12
12/07/2011	02/09/2012	60	ILLUMINA INC	53.30	29.29	3,198.19	1,757.54	1,440.65
02/14/2011	02/09/2012	100	JOHNSON CONTROLS INC	33.07	41.39	3,307.30	4,139.40	-832.10
03/01/2011	02/09/2012	100	JOHNSON CONTROLS INC	33.07	40.31	3,307.30	4,030.65	-723.35
05/05/2011	02/09/2012	75	LAM RESEARCH CORP	43.01	47.65	3,226.07	3,574.07	-348.00
12/28/2011	02/09/2012	300	MGM RESORTS INTERNATIONAL	14.51	10.13	4,353.99	3,039.18	1,314.81

Capital Gains Report

THE H.B.B. FOUNDATION (Account. 888-49813)

January 1, 2012 through December 31, 2012

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
02/17/2011	02/09/2012	50	MONSANTO CO	78.24	73.85	3,912.18	3,692.40	219.78
04/25/2011	02/09/2012	75	METLIFE INC	37.46	44.16	2,809.46	3,312.36	-502.90
08/10/2011	02/09/2012	5	METLIFE INC	37.46	32.63	187.30	163.15	24.15
12/05/2011	02/09/2012	30	SALESFORCE COM INC	127.25	126.52	3,817.37	3,795.55	21.82
06/02/2011	02/09/2012	90	TRW AUTOMOTIVE HOLDINGS CORP	42.31	55.55	3,807.86	4,999.21	-1,191.35
10/24/2011	02/09/2012	10	TRW AUTOMOTIVE HOLDINGS CORP	42.31	41.77	423.10	417.69	5.41
05/13/2011	02/09/2012	75	***TRANSOCEAN LTD	50.64	68.74	3,798.28	5,155.31	-1,357.03
05/04/2011	02/09/2012	150	TYSON FOODS INC-CL A	19.24	19.45	2,886.50	2,917.37	-30.87
08/04/2011	02/09/2012	40	VISA INC - CLASS A SHRS	112.90	85.88	4,516.00	3,427.09	1,088.91
08/04/2011	02/09/2012	25	VF CORP	142.17	110.65	3,554.25	2,786.29	767.96
03/14/2011	02/09/2012	3,136	OVERLAY A PORTFOLIO	10.65	11.82	33,400.00	36,442.06	-3,042.06
08/01/2011	02/10/2012	150	CLASS 2					
08/01/2011	02/10/2012	83	MARATHON PETROLEUM CORP	44.04	44.76	3,655.20	3,714.83	-59.63
05/13/2011	02/14/2012	125	GENERAL MILLS INC	39.76	39.70	4,970.23	4,962.21	8.02
10/07/2011	02/15/2012	100	ESTEE LAUDER COMPANIES-CL A	55.46	45.94	5,545.87	4,593.88	951.99
08/30/2011	02/17/2012	150	DELL INC	18.13	14.79	2,718.94	2,218.89	500.05
09/22/2011	02/17/2012	50	GENERAL MOTORS CO	27.19	20.34	1,359.44	1,016.96	342.48
10/11/2011	02/17/2012	50	GENERAL MOTORS CO	27.19	22.56	1,359.44	1,127.79	231.65
05/06/2011	02/23/2012	30	***POTASH CORP OF SASKATCHEWAN	48.55	53.47	1,396.36	1,604.11	-207.75
10/11/2011	02/28/2012	50	GENERAL MOTORS CO	26.24	22.56	1,311.96	1,127.79	184.17
11/16/2011	02/28/2012	100	GENERAL MOTORS CO	26.24	23.01	2,623.92	2,301.20	322.72
08/02/2011	03/08/2012	250	CBRE GROUP INC	18.52	21.17	4,629.58	5,291.68	-662.10
06/23/2011	03/08/2012	50	UNITEDHEALTH GROUP INC	55.79	50.86	2,789.60	2,543.15	246.45
12/21/2011	03/20/2012	14	GOLDMAN SACHS GROUP INC	128.74	90.28	1,774.42	1,263.90	510.52
03/30/2011	03/20/2012	75	MOODY'S CORP	41.68	34.48	3,125.96	2,586.15	539.81
06/23/2011	03/20/2012	75	UNITEDHEALTH GROUP INC	55.07	50.86	4,130.05	3,814.72	315.33
07/15/2011	03/22/2012	50	***TRANSOCEAN LTD	55.07	62.38	2,753.27	3,119.04	-365.77
04/26/2011	03/23/2012	150	AT&T INC	31.60	30.90	4,739.66	4,635.39	104.27
12/20/2011	03/23/2012	20	AT&T INC	31.60	29.14	631.95	582.80	49.15
08/12/2011	03/26/2012	5	DTE ENERGY COMPANY	55.35	46.94	276.74	234.68	42.06
08/10/2011	03/27/2012	70	METLIFE INC	38.14	32.63	2,669.72	2,284.12	385.60
09/30/2011	03/27/2012	125	METLIFE INC	38.14	28.50	4,767.35	3,562.44	1,204.91
01/11/2012	03/27/2012	275	***NEXEN INC	18.26	17.75	5,021.58	4,880.45	141.13
08/31/2011	03/28/2012	50	TRAVELERS COS INC/THE	58.82	50.80	2,940.88	2,539.90	400.98
02/02/2012	03/28/2012	50	TRAVELERS COS INC/THE	58.82	59.24	2,940.88	2,961.92	-21.04
12/07/2011	04/04/2012	80	ILLUMINA INC	51.96	29.29	4,157.09	2,343.38	1,813.71
02/22/2012	04/04/2012	25	SALESFORCE COM INC	154.72	128.56	3,867.96	3,214.00	653.96
04/26/2011	04/09/2012	185	GAMESTOP CORP	21.87	26.50	4,045.80	4,902.39	-856.59
11/14/2011	04/19/2012	50	PERRIGO INC	106.05	92.39	5,302.38	4,619.28	683.10
05/17/2011	04/25/2012	50	EXPRESS SCRIPTS HOLDING CO	56.93	60.06	2,846.31	3,002.76	-156.45
12/12/2011	04/25/2012	50	EXPRESS SCRIPTS HOLDING CO	56.93	45.16	2,846.31	2,258.03	588.28
01/10/2012	04/25/2012	75	EXPRESS SCRIPTS HOLDING CO	56.93	50.29	4,269.46	3,772.10	497.36
05/06/2011	04/25/2012	100	***POTASH CORP OF SASKATCHEWAN	44.10	53.47	4,410.00	5,347.04	-937.04
05/16/2011	04/25/2012	25	***POTASH CORP OF SASKATCHEWAN	44.10	52.25	1,102.50	1,306.14	-203.64
12/05/2011	05/04/2012	600	MORGAN STANLEY	16.00	16.45	9,599.70	9,871.50	-271.80
12/07/2011	05/04/2012	225	MORGAN STANLEY	16.00	16.71	3,599.89	3,759.75	-159.88
01/05/2012	05/07/2012	65	VERTEX PHARMACEUTICALS INC	54.59	33.11	3,548.18	2,151.86	1,396.32
12/28/2011	05/17/2012	110	ILLUMINA INC	43.81	29.45	4,819.10	3,239.50	1,579.60
06/07/2011	05/21/2012	50	ANADARKO PETROLEUM CORP	63.75	75.46	3,187.54	3,773.22	-585.68

Capital Gains Report

THE H.B.B. FOUNDATION (Account: 888-49813)

January 1, 2012 through December 31, 2012

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
07/11/2011	05/21/2012	35	ANADARKO PETROLEUM CORP	63.75	77.20	2,231.28	2,701.99	-470.71
07/20/2011	05/21/2012	30	ANADARKO PETROLEUM CORP	63.75	82.88	1,912.52	2,486.43	-573.91
07/22/2011	05/21/2012	30	ANADARKO PETROLEUM CORP	63.75	83.45	1,912.53	2,503.41	-590.88
08/01/2011	05/21/2012	75	ANADARKO PETROLEUM CORP	63.75	82.10	4,781.31	6,157.31	-1,376.00
06/22/2011	05/21/2012	50	QUALCOMM INC	57.08	54.25	2,854.00	2,712.65	141.35
07/18/2011	05/21/2012	50	QUALCOMM INC	57.08	54.75	2,854.00	2,737.57	116.43
09/02/2011	05/21/2012	50	QUALCOMM INC	57.08	50.09	2,854.00	2,504.48	349.52
08/11/2011	05/22/2012	125	***BP PLC-SPONS ADR	37.99	39.65	4,748.75	4,958.51	-209.76
01/05/2012	05/23/2012	100	***POTASH CORP OF SASKATCHEWAN	39.03	43.20	3,903.00	4,319.64	-416.64
01/17/2012	05/23/2012	75	***POTASH CORP OF SASKATCHEWAN	39.03	45.28	2,927.25	3,395.93	-468.68
09/30/2011	05/24/2012	175	CORNING INC	12.78	12.49	2,236.53	2,186.61	49.92
07/15/2011	05/30/2012	50	MONSANTO CO	76.79	74.24	3,839.31	3,712.20	127.11
01/13/2012	06/01/2012	150	FREEMPORT-MCMORAN COPPER	32.33	41.78	4,849.95	6,266.81	-1,416.86
01/19/2012	06/01/2012	100	FREEMPORT-MCMORAN COPPER	32.33	43.93	3,233.30	4,392.69	-1,159.39
02/02/2012	06/01/2012	75	FREEMPORT-MCMORAN COPPER	32.33	45.85	2,424.98	3,438.92	-1,013.94
12/21/2011	06/08/2012	15	AMAZON COM INC	218.18	175.10	3,272.70	2,826.56	446.14
12/20/2011	06/12/2012	140	DIRECTV-CLASS A	43.20	42.67	6,048.02	5,973.70	74.32
03/21/2012	06/12/2012	85	DIRECTV-CLASS A	43.20	48.11	3,672.02	4,089.21	-417.19
11/02/2011	06/14/2012	45	BOEING CO/THE	71.81	64.42	3,231.44	2,898.88	332.56
11/14/2011	06/14/2012	50	BOEING CO/THE	71.81	68.66	3,590.49	3,433.01	157.48
11/15/2011	06/14/2012	40	BOEING CO/THE	71.81	67.73	2,872.39	2,709.26	163.13
11/22/2011	06/14/2012	35	BOEING CO/THE	71.81	64.43	2,513.35	2,255.15	258.20
12/20/2011	06/14/2012	55	BOEING CO/THE	71.81	72.47	3,949.54	3,985.86	-36.32
11/23/2011	06/14/2012	25	PERRIGO INC	110.80	89.98	2,270.00	2,249.41	20.59
12/20/2011	06/14/2012	25	PERRIGO INC	110.80	101.33	2,770.00	2,533.37	236.63
02/22/2012	06/14/2012	50	PERRIGO INC	110.80	94.77	5,540.00	4,738.29	801.71
07/14/2011	06/18/2012	75	BROADCOM CORP-CL A	34.50	33.48	2,587.80	2,510.63	77.17
12/20/2011	06/18/2012	225	GENERAL ELECTRIC CO	19.66	17.28	4,423.75	3,888.70	535.05
12/20/2011	06/19/2012	250	ORACLE CORP	28.08	29.21	7,022.50	7,301.88	-279.38
12/09/2011	06/20/2012	50	QUALCOMM INC	56.94	54.95	2,846.76	2,747.75	99.01
12/21/2011	06/21/2012	50	QUALCOMM INC	56.94	54.15	2,846.75	2,707.35	139.40
02/16/2012	06/21/2012	40	GOLDMAN SACHS GROUP INC	94.69	90.28	3,787.72	3,611.16	176.56
10/28/2011	06/26/2012	41	GOLDMAN SACHS GROUP INC	94.69	113.19	3,882.41	4,640.75	-758.34
12/20/2011	06/26/2012	77	JPMORGAN CHASE & CO	35.75	36.69	2,753.08	2,824.89	-71.81
12/20/2011	06/26/2012	100	JPMORGAN CHASE & CO	35.75	32.13	3,575.43	3,212.69	362.74
03/27/2012	06/27/2012	115	JPMORGAN CHASE & CO	35.75	46.21	4,111.75	5,314.54	-1,202.79
12/20/2011	06/27/2012	135	DEVON ENERGY CORPORATION	55.98	61.30	7,557.11	8,275.95	-718.84
08/12/2011	07/02/2012	90	DTE ENERGY COMPANY	59.26	46.94	5,333.67	4,224.16	1,109.51
02/23/2012	07/02/2012	120	EDISON INTERNATIONAL	46.12	41.98	5,037.64	5,037.64	0.00
01/13/2012	07/09/2012	300	FORTUNE BRANDS HOME & SECURI	22.58	18.09	6,774.72	5,427.03	1,347.69
08/01/2011	07/11/2012	75	MARATHON PETROLEUM CORP	44.69	44.76	3,351.66	3,356.78	-5.12
08/10/2011	07/11/2012	100	MARATHON PETROLEUM CORP	44.69	35.54	4,468.88	3,553.62	915.26
12/21/2011	07/11/2012	150	MARATHON PETROLEUM CORP	44.69	32.39	6,703.32	4,858.06	1,845.26
06/01/2012	07/11/2012	75	YUM! BRANDS INC	62.07	67.18	4,655.33	5,038.25	-382.92
10/12/2011	07/13/2012	45	PVH CORP	75.75	66.95	3,408.89	3,012.93	395.96
10/19/2011	07/13/2012	35	PVH CORP	75.75	65.97	2,651.36	2,308.80	342.56
12/21/2011	07/13/2012	50	PVH CORP	75.75	66.00	3,787.65	3,300.00	487.65
09/21/2011	07/24/2012	135	DOLLAR GENERAL CORP	52.52	37.40	7,089.93	5,048.68	2,041.25
09/29/2011	07/24/2012	55	DOLLAR GENERAL CORP	52.52	37.53	2,888.48	2,064.16	824.33

Capital Gains Report

THE H.B.B. FOUNDATION (Account: 888-49813)

January 1, 2012 through December 31, 2012

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/13/2011	07/24/2012	60	DOLLAR GENERAL CORP	52.52	41.61	3,151.08	2,496.31	654.77
08/02/2011	07/25/2012	55	FMC TECHNOLOGIES INC	42.24	44.33	2,323.28	2,438.38	-115.12
09/13/2011	07/25/2012	50	FMC TECHNOLOGIES INC	42.24	42.77	2,112.08	2,138.50	-26.44
09/21/2011	07/25/2012	75	FMC TECHNOLOGIES INC	42.24	43.05	3,168.08	3,228.89	-60.81
08/16/2011	07/26/2012	45	***COVIDIEN PLC	53.88	49.54	2,424.39	195.23	471.69
10/20/2011	07/26/2012	50	***COVIDIEN PLC	53.88	44.44	2,693.77	2,222.08	471.69
11/02/2011	07/28/2012	50	***COVIDIEN PLC	53.88	45.50	2,693.77	2,274.99	418.78
11/09/2011	07/26/2012	50	***COVIDIEN PLC	53.88	45.84	2,693.77	2,292.12	401.65
12/20/2011	07/26/2012	75	***COVIDIEN PLC	53.88	44.26	4,040.66	3,319.40	721.26
09/28/2011	07/27/2012	250	CBRE GROUP INC	15.79	14.09	3,947.15	3,522.08	425.07
12/20/2011	07/27/2012	225	CBRE GROUP INC	15.79	15.02	3,552.44	3,378.76	173.68
10/24/2011	07/27/2012	55	TRW AUTOMOTIVE HOLDINGS CORP	34.63	41.77	1,904.47	2,297.31	-392.84
10/27/2011	07/27/2012	70	TRW AUTOMOTIVE HOLDINGS CORP	34.63	42.75	2,423.88	2,992.42	-568.54
12/20/2011	07/27/2012	100	TRW AUTOMOTIVE HOLDINGS CORP	34.63	29.77	3,462.68	2,976.78	485.90
01/05/2012	07/27/2012	115	VERTEX PHARMACEUTICALS INC	49.88	33.11	5,735.81	3,807.13	1,928.68
06/12/2012	07/30/2012	125	AMERICAN EXPRESS CO	58.35	56.17	7,293.75	7,020.98	272.79
05/21/2012	07/30/2012	650	CONAGRA FOODS INC	24.50	25.13	15,927.08	16,334.50	-407.42
10/25/2011	07/30/2012	55	LAM RESEARCH CORP	34.14	43.01	1,877.70	2,365.54	-487.84
12/21/2011	07/30/2012	190	LAM RESEARCH CORP	34.14	35.63	6,486.60	6,769.91	-283.31
09/30/2011	08/01/2012	25	ALLERGAN INC	87.63	83.24	2,190.77	2,081.04	109.73
08/22/2011	08/02/2012	25	***LYONDELLBASELL INDU-CL A	43.99	28.73	1,099.87	718.33	381.54
08/10/2011	08/03/2012	100	CENTURYLINK INC	41.84	33.61	4,183.58	3,361.21	822.37
03/09/2012	08/03/2012	250	LIBERTY INTERACTIVE CORP-A	18.97	18.77	4,742.50	4,691.65	50.85
09/16/2011	08/03/2012	150	***MARVELL TECHNOLOGY GROUP LT	11.29	15.18	1,693.04	2,276.57	-583.53
10/20/2011	08/03/2012	275	***MARVELL TECHNOLOGY GROUP LT	11.29	13.32	3,103.90	3,681.68	-577.78
11/01/2011	08/03/2012	175	***MARVELL TECHNOLOGY GROUP LT	11.29	13.58	1,975.20	2,375.80	-400.60
12/20/2011	08/03/2012	300	***MARVELL TECHNOLOGY GROUP LT	11.29	13.81	3,386.07	4,143.36	-757.29
08/16/2011	08/08/2012	90	GENERAL MILLS INC	38.50	36.59	3,465.04	3,293.28	171.76
11/01/2011	08/08/2012	150	GENERAL MILLS INC	38.50	38.37	5,775.06	5,756.04	19.02
11/25/2011	08/08/2012	75	GENERAL MILLS INC	38.50	38.22	2,887.53	2,866.68	20.85
12/21/2011	08/08/2012	75	GENERAL MILLS INC	38.50	39.78	2,887.53	2,983.56	-96.03
08/16/2011	08/09/2012	55	ROCKWELL AUTOMATION INC	70.85	63.27	3,896.50	3,479.84	416.66
11/18/2011	08/09/2012	45	ROCKWELL AUTOMATION INC	70.85	71.69	3,188.04	3,225.89	-37.85
12/20/2011	08/10/2012	125	LEAR CORP	39.66	37.00	4,957.50	4,625.06	332.44
01/10/2012	08/10/2012	175	STRYKER CORP	52.93	52.09	9,263.35	9,116.47	146.88
01/11/2012	08/10/2012	50	STRYKER CORP	52.93	52.65	2,646.67	2,632.68	13.99
02/01/2012	08/10/2012	75	STRYKER CORP	52.93	55.65	3,970.00	4,173.41	-203.41
10/27/2011	08/14/2012	225	CENTERPOINT ENERGY INC	20.55	21.27	4,623.75	4,786.67	-162.92
02/18/2012	08/14/2012	150	CENTERPOINT ENERGY INC	20.55	18.75	3,082.50	2,812.50	270.00
06/21/2012	08/14/2012	200	HALLIBURTON CO	35.10	28.57	7,019.46	5,713.42	1,306.04
05/17/2012	08/16/2012	75	ANGEN INC	83.02	71.38	6,226.51	5,353.50	873.01
08/18/2011	08/16/2012	100	GILEAD SCIENCES INC	57.12	37.29	5,711.65	3,728.68	1,982.97
12/20/2011	08/16/2012	95	HERSHEY CO/THE	72.21	59.53	6,860.01	5,655.43	1,204.58
02/15/2012	08/16/2012	70	HERSHEY CO/THE	72.21	60.82	5,054.74	4,257.60	797.14
02/24/2012	08/16/2012	60	HERSHEY CO/THE	72.21	60.97	4,332.64	3,658.49	674.15
07/16/2012	08/17/2012	150	CBS CORP-CLASS B NON VOTING	35.87	31.30	5,380.70	4,695.06	685.64
01/30/2012	08/17/2012	125	EMERSON ELECTRIC CO	52.18	51.40	6,522.76	6,425.55	97.21
02/01/2012	08/17/2012	75	EMERSON ELECTRIC CO	52.18	52.27	3,913.66	3,920.61	-6.95
02/29/2012	08/21/2012	75	INFORMATICA CORPORATION	31.02	49.50	2,326.75	3,712.17	-1,385.42

Capital Gains Report

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
09/12/2011	08/23/2012	150	CENTURYLINK INC	41.56	33.16	6,234.12	4,973.49	1,260.63
10/11/2011	08/23/2012	100	CENTURYLINK INC	41.56	33.45	4,156.08	3,344.78	811.30
05/21/2012	08/24/2012	275	KIMBERLY-CLARK CORP	83.70	78.44	23,016.62	21,571.03	1,445.59
08/28/2011	08/24/2012	50	LAS VEGAS SANDS CORP	42.59	43.00	2,129.32	2,149.99	-20.67
01/25/2012	08/24/2012	75	LAS VEGAS SANDS CORP	42.59	48.96	3,193.97	3,672.25	-478.28
12/21/2011	08/24/2012	25	VISA INC - CLASS A SHRS	126.76	99.78	3,189.09	2,494.50	674.59
04/02/2012	08/24/2012	25	VISA INC - CLASS A SHRS	126.76	119.52	3,169.09	2,988.00	181.09
03/07/2012	08/28/2012	45	MCKESSON CORP	87.46	82.74	3,935.70	3,723.22	212.48
05/08/2012	08/28/2012	55	MCKESSON CORP	87.46	89.30	4,810.30	4,911.44	-101.14
07/13/2012	08/29/2012	150	DOLLAR TREE INC	48.58	52.64	7,287.29	7,895.75	-608.46
10/11/2011	08/29/2012	200	GANNETT CO	15.06	10.85	3,012.00	2,189.10	842.90
12/20/2011	08/29/2012	200	GANNETT CO	15.06	13.18	3,012.00	2,636.44	375.56
10/31/2011	08/29/2012	400	NEWELL RUBBERMAID INC	17.43	15.05	6,972.76	6,020.16	952.60
06/15/2012	09/08/2012	10	CHIPOTLE MEXICAN GRILL-CL A	301.35	400.96	3,013.51	4,009.62	-996.11
10/14/2011	09/14/2012	125	APPLIED MATERIALS INC	11.87	11.49	1,484.09	1,436.09	48.00
07/24/2012	09/19/2012	250	WISCONSIN ENERGY CORP	36.95	40.50	9,237.08	10,125.00	-887.92
06/18/2012	09/20/2012	263	AB DISCOVERY VALUE FUND CL ADV	17.82	16.02	4,700.00	4,225.26	474.74
		749						
06/18/2012	09/20/2012	447	AB DISCOVERY GROWTH FND CL ADV	7.59	7.00	3,400.00	3,135.71	264.29
		958						
12/20/2011	09/20/2012	75	AT&T INC	38.04	29.14	2,853.35	2,185.50	667.85
09/20/2011	09/20/2012	50	***BP PLC-SPONS ADR	43.22	38.96	2,160.80	1,948.22	212.58
08/20/2012	09/20/2012	20	BIODEN IDEC INC	155.64	144.50	3,112.75	2,889.93	222.82
04/09/2012	09/20/2012	50	COGNIZANT TECH SOLUTIONS-A	68.15	75.89	3,407.52	3,794.38	-386.86
04/27/2012	09/20/2012	50	COACH INC	59.17	74.06	2,958.28	3,702.89	-744.61
12/06/2011	09/20/2012	75	CIT GROUP INC	39.08	34.00	2,929.28	2,549.90	379.38
08/27/2012	09/20/2012	475	EDISON INTERNATIONAL	45.16	43.60	21,449.86	20,708.10	741.76
07/12/2012	09/20/2012	75	FAMILY DOLLAR STORES	64.06	68.82	4,804.45	5,161.32	-356.87
05/30/2012	09/20/2012	75	HOME DEPOT INC	59.07	49.60	4,430.55	3,720.24	710.31
02/14/2012	09/20/2012	50	NATIONAL - OILWELL INC	80.57	83.52	4,028.63	4,176.06	-147.43
06/26/2012	09/20/2012	25	VISA INC - CLASS A SHRS	133.96	123.04	3,349.00	3,075.97	273.03
12/20/2011	09/20/2012	15	WELLS FARGO & COMPANY	35.10	26.24	526.43	393.57	132.86
07/18/2012	09/20/2012	325	XCEL ENERGY INC	27.43	29.07	8,914.20	9,448.30	-534.10
06/21/2012	09/21/2012	350	HALLIBURTON CO	35.94	28.57	12,577.50	9,998.49	2,579.01
07/26/2012	09/24/2012	100	PEPSICO INC	70.64	71.20	7,064.46	7,120.36	-55.90
08/16/2012	09/24/2012	50	PEPSICO INC	70.64	72.89	3,532.23	3,644.42	-112.19
12/20/2011	09/27/2012	104	GILEAD SCIENCES INC	66.71	38.02	6,937.77	3,953.75	2,984.02
11/16/2011	10/01/2012	50	GENERAL MOTORS CO	23.21	23.01	1,160.27	1,150.59	9.68
11/23/2011	10/01/2012	200	GENERAL MOTORS CO	23.21	20.32	4,641.08	4,064.18	576.90
12/20/2011	10/01/2012	50	GENERAL MOTORS CO	23.21	19.70	1,160.27	984.80	175.47
12/20/2011	10/04/2012	46	GILEAD SCIENCES INC	69.65	38.02	3,203.89	1,748.77	1,454.92
04/04/2012	10/04/2012	54	GILEAD SCIENCES INC	69.65	47.62	3,760.85	2,571.50	1,189.35
08/02/2012	10/05/2012	150	MONDELEZ INTERNATIONAL-W/I	27.80	25.55	4,170.45	3,833.13	337.32
08/21/2012	10/05/2012	100	MONDELEZ INTERNATIONAL-W/I	27.80	26.87	2,780.30	2,687.13	93.17
06/12/2012	10/15/2012	200	US BANCORP	33.50	30.48	6,700.44	6,095.74	604.70
06/28/2012	10/23/2012	250	MICROSOFT CORP	28.03	29.55	7,007.98	7,386.58	-378.60
08/16/2012	10/23/2012	125	MICROSOFT CORP	28.03	30.45	3,503.98	3,806.68	-302.70
09/12/2012	10/23/2012	25	MICROSOFT CORP	28.03	30.91	700.80	772.79	-71.99
08/22/2012	10/23/2012	50	UNITED TECHNOLOGIES CORP	77.59	79.45	3,879.50	3,972.74	-93.24

Capital Gains Report

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/20/2011	10/31/2012	450	GENERAL MOTORS CO	24.80	19.70	11,088.29	8,863.20	2,205.09
05/30/2012	10/31/2012	150	GENERAL MOTORS CO	24.80	22.40	3,689.43	3,360.00	329.43
08/16/2012	10/31/2012	25	PRICELINE.COM INC	571.55	583.34	14,288.84	14,583.52	-294.68
08/12/2012	11/01/2012	100	AMERICAN EXPRESS CO	56.91	58.17	5,690.82	5,616.77	74.05
12/19/2011	11/02/2012	170	APOLLO GROUP INC-CL A	20.19	50.42	3,431.79	8,570.74	-5,138.95
07/13/2012	11/02/2012	105	APOLLO GROUP INC-CL A	20.19	31.76	2,119.64	3,334.44	-1,214.80
08/29/2012	11/08/2012	175	ABBOTT LABORATORIES	84.06	63.90	11,210.69	11,182.50	28.19
08/07/2012	11/08/2012	24	AUTOZONE INC	383.75	384.97	9,210.00	8,759.24	450.76
06/15/2012	11/08/2012	50	MCDONALD'S CORP	86.20	90.45	4,309.93	4,522.48	-212.55
12/20/2011	11/08/2012	125	TRANSOCEAN LTD	46.74	39.84	5,842.30	4,979.71	862.59
07/30/2012	11/08/2012	250	WALGREEN CO	33.11	36.10	8,278.48	9,024.85	-746.37
03/28/2012	11/13/2012	100	EMERSON ELECTRIC CO	50.23	51.34	5,022.93	5,134.47	-111.54
03/28/2012	11/15/2012	50	EMERSON ELECTRIC CO	48.31	51.34	2,415.63	2,567.24	-151.61
04/26/2012	11/15/2012	200	EMERSON ELECTRIC CO	48.31	51.76	9,662.50	10,352.72	-690.22
08/30/2012	11/15/2012	150	EMERSON ELECTRIC CO	48.31	50.78	7,246.87	7,816.52	-569.65
07/31/2012	11/16/2012	225	ENERGY CORP	62.71	72.77	14,109.12	16,373.50	-2,264.38
01/25/2012	12/03/2012	50	LAS VEGAS SANDS CORP	47.03	48.96	2,351.42	2,448.16	-96.74
06/14/2012	12/03/2012	175	LAS VEGAS SANDS CORP	47.03	45.42	8,229.99	7,949.22	280.77
04/27/2012	12/12/2012	75	COACH INC	58.46	74.06	4,234.34	5,554.34	-1,320.00
12/23/2011	12/13/2012	400	CISCO SYSTEMS INC	19.68	18.31	7,870.08	7,324.00	546.08
08/14/2012	12/21/2012	175	BMC SOFTWARE INC	40.81	41.34	7,142.07	7,233.73	-91.66
08/15/2012	12/21/2012	10	CHIPOTLE MEXICAN GRILL-CL A	287.09	400.96	2,870.90	4,009.63	-1,138.73
06/27/2012	12/21/2012	50	O'REILLY AUTOMOTIVE INC	90.20	82.53	4,509.95	4,126.52	383.43
07/02/2012	12/21/2012	50	O'REILLY AUTOMOTIVE INC	90.20	84.96	4,509.95	4,248.00	261.95
07/30/2012	12/21/2012	175	WALGREEN CO	36.39	36.10	6,367.45	6,317.40	50.05
07/25/2012	12/26/2012	300	AMEREN CORPORATION	30.87	33.33	9,260.85	9,997.77	-736.92
08/15/2012	12/26/2012	150	CLOROX COMPANY	73.27	72.07	10,990.68	10,810.47	180.21
08/23/2012	12/26/2012	50	CLOROX COMPANY	73.27	71.97	3,663.56	3,598.71	64.85
SUBTOTAL FOR SHORT-TERM NON-COVERED							1,176,492.95	25,620.65
LONG-TERM NON-COVERED								
12/27/2010	01/05/2012	50	LIMITED BRANDS INC	39.28	31.03	1,964.00	1,551.54	412.46
05/17/2010	01/09/2012	160	MARATHON OIL CORP	30.55	18.89	4,888.48	3,022.77	1,865.71
10/30/2009	01/19/2012	75	JOHNSON CONTROLS INC	32.50	24.09	2,437.76	1,806.79	630.97
12/10/2010	01/31/2012	15	AHAZON.COM INC	190.43	175.25	2,856.41	2,628.70	227.71
05/04/2010	01/31/2012	100	BROADCOM CORP-CL A	34.79	33.41	3,478.96	3,341.29	137.67
01/26/2011	01/31/2012	100	LOWE'S COS INC	26.85	25.90	2,685.00	2,589.71	95.29
05/17/2010	01/31/2012	80	MARATHON PETROLEUM CORP	38.08	24.46	3,046.08	1,956.57	1,089.51
06/22/2010	01/31/2012	120	MARATHON PETROLEUM CORP	38.08	26.60	4,569.12	3,192.35	1,376.77
08/22/2010	01/31/2012	67	MARATHON PETROLEUM CORP	38.08	26.60	2,551.09	1,782.40	768.69
11/01/2010	01/31/2012	100	STARBUCKS CORP	48.02	28.72	4,801.59	2,871.82	1,929.77
03/22/2010	02/02/2012	130	INGERSOLL-RAND PLC	36.27	34.72	4,715.18	4,513.07	202.11
10/13/2010	02/07/2012	100	ORACLE CORP	28.90	28.54	2,889.69	2,854.39	35.30
11/24/2010	02/08/2012	145	GENERAL MOTORS CO	32.75	33.55	3,742.48	4,864.33	-1,121.85
11/23/2009	02/08/2012	150	JOHNSON CONTROLS INC	32.75	27.56	4,911.84	4,133.61	778.23
12/10/2010	02/09/2012	15	AHAZON.COM INC	185.07	175.25	2,776.12	2,628.70	147.42

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/27/2010	02/09/2012	40	***ACCENTURE PLC-CL A	57.58	48.16	2,302.41	1,926.43	375.98
10/30/2009	02/09/2012	10	APPLE INC	495.24	191.21	4,952.42	1,912.10	3,040.32
10/30/2009	02/09/2012	17	APPLE INC	494.53	191.21	8,407.03	3,250.58	5,156.45
11/03/2009	02/09/2012	3	APPLE INC	494.53	188.27	1,483.59	564.82	918.77
05/04/2010	02/09/2012	53	COMCAST CORP-CLASS A	27.47	19.85	1,456.01	1,052.08	403.93
06/10/2010	02/09/2012	97	COMCAST CORP-CLASS A	27.47	17.99	2,664.78	1,744.95	919.83
01/28/2011	02/09/2012	15	DEVON ENERGY CORPORATION	66.53	84.15	997.96	1,262.20	-264.24
01/08/2011	02/09/2012	85	DIRECTV-CLASS A	45.65	41.11	3,880.09	3,494.68	385.41
11/03/2009	02/09/2012	40	DANAHER CORP	52.44	34.23	2,097.50	1,369.12	728.38
02/03/2010	02/09/2012	35	DANAHER CORP	52.44	36.37	1,835.31	1,272.84	562.47
12/30/2009	02/09/2012	175	EMC CORP/MASS	26.40	17.55	4,619.20	3,072.05	1,547.15
12/08/2010	02/09/2012	25	FLOWSERVE CORPORATION	114.99	113.84	2,874.82	2,846.04	28.78
10/30/2009	02/09/2012	10	GOOGLE INC-CL A	611.46	539.41	6,114.60	5,394.07	720.53
10/18/2010	02/09/2012	175	GANNETT CO	15.05	12.58	2,634.17	2,202.27	431.90
03/19/2010	02/09/2012	45	GILEAD SCIENCES INC	53.87	47.77	2,424.17	2,149.51	274.66
04/13/2010	02/09/2012	5	GILEAD SCIENCES INC	53.87	46.39	269.35	231.97	37.38
05/26/2010	02/09/2012	54	HEWLETT-PACKARD CO	29.15	46.25	1,573.88	2,497.56	-923.68
06/28/2010	02/09/2012	150	HEWLETT-PACKARD CO	29.15	46.22	4,371.88	6,933.68	-2,561.80
01/20/2011	02/09/2012	75	INTUIT INC	57.73	47.03	4,329.48	3,527.37	802.11
01/21/2011	02/09/2012	25	INTUIT INC	57.73	47.31	1,443.16	1,182.78	260.38
01/25/2011	02/09/2012	75	MARATHON PETROLEUM CORP	45.08	33.47	3,381.16	2,510.19	870.97
10/29/2010	02/09/2012	100	ORACLE CORP	28.73	29.44	2,873.04	2,943.61	-70.57
10/29/2010	02/09/2012	100	ORACLE CORP	28.83	29.44	2,882.92	2,943.61	-60.69
10/30/2009	02/09/2012	1,138	BERNSTEIN EMERGING MARKETS	28.83	26.73	32,500.00	30,433.94	2,066.06
		.885	PORTFOLIO					
10/30/2009	02/09/2012	6,628	BERNSTEIN INTERNATIONAL	13.88	14.60	92,000.00	96,772.33	-4,772.33
		.242	PORTFOLIO					
10/18/2010	02/14/2012	50	UNITED PARCEL SERVICE-CL B	76.85	69.50	3,842.51	3,474.91	367.60
12/28/2010	02/17/2012	125	DELL INC	18.13	13.72	2,265.79	1,714.70	551.09
12/02/2010	02/21/2012	25	CITRIX SYSTEMS INC	73.64	69.57	1,841.09	1,739.23	101.86
12/27/2010	02/21/2012	50	CITRIX SYSTEMS INC	73.64	68.54	3,682.18	3,427.23	254.95
08/10/2010	02/21/2012	110	DOW CHEMICAL	34.68	25.85	3,815.00	2,843.21	971.79
12/30/2009	02/21/2012	65	JPMORGAN CHASE & CO	38.87	41.41	2,526.52	2,691.56	-165.04
06/15/2010	02/21/2012	21	JPMORGAN CHASE & CO	38.87	37.66	816.26	790.94	25.32
12/20/2010	02/23/2012	70	**POTASH CORP OF SASKATCHEWAN	48.55	46.50	3,255.17	3,255.17	2.99
11/03/2009	02/28/2012	10	APPLE INC	533.76	188.27	5,337.59	1,882.72	3,454.87
11/03/2009	03/06/2012	5	APPLE INC	529.77	188.27	2,648.83	941.36	1,707.47
09/24/2010	03/07/2012	100	ALTRIA GROUP INC	30.01	23.98	3,000.92	2,398.43	602.49
10/06/2006	03/09/2012	50	SCHLUMBERGER LTD	76.61	59.60	3,830.35	2,980.00	850.35
01/11/2011	03/20/2012	25	GOLDMAN SACHS GROUP INC	126.74	170.11	3,168.61	4,252.79	-1,084.18
02/02/2011	03/20/2012	1	GOLDMAN SACHS GROUP INC	126.74	165.60	126.74	165.60	-38.86
03/11/2011	03/26/2012	40	DTE ENERGY COMPANY	55.35	48.86	2,213.89	1,954.43	259.46
03/24/2011	03/26/2012	50	DTE ENERGY COMPANY	55.35	47.70	2,767.35	2,385.12	382.23
05/04/2010	03/27/2012	95	BROADCOM CORP-CL A	39.19	31.12	3,723.34	2,955.98	767.36
09/16/2010	03/27/2012	30	BROADCOM CORP-CL A	39.19	35.12	1,175.79	1,053.67	122.12
02/02/2011	03/27/2012	24	GOLDMAN SACHS GROUP INC	126.89	165.60	3,045.36	3,974.49	-929.13
02/18/2011	03/27/2012	25	GOLDMAN SACHS GROUP INC	126.89	167.97	3,172.25	4,199.26	-1,027.01
07/29/2010	03/28/2012	75	TRAVELERS COS INC/THE	58.82	50.63	4,411.32	3,797.09	614.23
03/03/2011	03/28/2012	100	TRAVELERS COS INC/THE	58.82	59.39	5,881.76	5,938.53	-56.77

Capital Gains Report

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
03/07/2011	03/28/2012	100	TRAVELERS COS INC/THE	58.82	59.03	5,881.75	5,902.99	-21.23
12/28/2010	03/29/2012	250	DOW CHEMICAL	33.99	34.36	8,497.50	8,589.13	-91.63
01/03/2011	03/29/2012	40	DOW CHEMICAL	33.99	34.93	1,359.60	1,397.14	-37.54
10/22/2010	04/11/2012	75	UNITED PARCEL SERVICE-CL B	78.97	69.74	5,923.07	5,230.55	692.52
03/14/2011	04/18/2012	2	OVERLAY A PORTFOLIO	10.71	11.62	29.87	32.41	-2.54
789 CLASS 2								
11/01/2010	04/19/2012	25	STARBUCKS CORP	59.26	28.72	1,481.56	717.95	763.61
11/10/2010	04/19/2012	50	STARBUCKS CORP	59.26	30.43	2,963.12	1,521.72	1,441.40
09/16/2010	04/25/2012	45	BROADCOM CORP-CL A	36.20	35.12	1,629.10	1,580.50	48.60
02/25/2011	04/25/2012	105	BROADCOM CORP-CL A	36.20	41.94	3,801.22	4,404.10	-602.88
11/22/2010	04/25/2012	25	EXPRESS SCRIPTS HOLDING CO	56.93	53.04	1,423.16	1,326.04	97.12
12/29/2010	04/25/2012	75	EXPRESS SCRIPTS HOLDING CO	56.93	54.26	4,269.47	4,069.46	200.01
03/08/2011	04/25/2012	100	EXPRESS SCRIPTS HOLDING CO	56.93	54.68	5,692.62	5,468.13	224.49
04/21/2011	04/25/2012	50	EXPRESS SCRIPTS HOLDING CO	56.93	56.21	2,846.31	2,810.27	36.04
11/09/2010	04/26/2012	100	***MARVELL TECHNOLOGY GROUP LT	15.09	20.51	1,509.41	2,051.32	-541.91
11/22/2010	04/26/2012	150	***MARVELL TECHNOLOGY GROUP LT	15.09	19.96	2,264.12	2,994.39	-730.27
12/28/2010	04/26/2012	50	***MARVELL TECHNOLOGY GROUP LT	15.09	18.47	754.70	923.64	-168.94
12/06/2010	05/03/2012	55	NORTHROP GRUMMAN CORP	63.16	57.93	3,473.94	3,186.00	287.94
12/27/2010	05/03/2012	100	NORTHROP GRUMMAN CORP	63.16	58.63	6,316.26	5,862.73	453.53
10/22/2010	05/07/2012	25	UNITED PARCEL SERVICE-CL B	78.03	69.74	1,950.84	1,743.52	207.32
10/29/2010	05/07/2012	50	UNITED PARCEL SERVICE-CL B	78.03	67.29	3,901.88	3,364.66	537.02
11/09/2010	05/07/2012	50	UNITED PARCEL SERVICE-CL B	78.03	69.44	3,901.88	3,471.87	429.81
12/02/2010	05/07/2012	50	UNITED PARCEL SERVICE-CL B	78.03	71.99	3,901.88	3,599.41	302.27
12/28/2010	05/07/2012	100	UNITED PARCEL SERVICE-CL B	78.03	72.92	7,803.36	7,291.85	511.51
11/11/2009	05/11/2012	250	CONSTELLATION BRANDS INC-A	20.02	16.58	5,003.87	4,144.28	859.59
03/23/2011	05/11/2012	225	CONSTELLATION BRANDS INC-A	20.02	18.82	4,503.49	4,234.48	269.01
04/13/2010	05/17/2012	28	GILEAD SCIENCES INC	50.82	46.39	1,321.32	1,206.27	115.05
04/23/2010	05/17/2012	100	GILEAD SCIENCES INC	50.82	41.10	5,082.00	4,110.04	971.96
05/24/2010	05/17/2012	23	GILEAD SCIENCES INC	50.82	38.23	1,168.88	833.31	335.55
06/22/2010	05/21/2012	375	MARATHON OIL CORP	24.33	20.50	9,122.59	7,685.66	1,436.93
01/25/2011	05/21/2012	150	MARATHON OIL CORP	24.33	25.85	3,649.03	3,878.06	-229.03
02/03/2011	05/21/2012	75	QUALCOMM INC	57.08	54.17	4,281.00	4,062.86	218.14
02/14/2011	05/21/2012	75	QUALCOMM INC	57.08	58.60	4,281.00	4,395.05	-114.05
02/25/2011	05/21/2012	100	QUALCOMM INC	57.08	58.80	5,708.00	5,879.67	-171.67
03/22/2011	05/21/2012	75	QUALCOMM INC	57.08	52.78	3,958.24	3,958.24	322.76
03/29/2011	05/21/2012	50	QUALCOMM INC	57.08	53.97	2,854.00	2,698.33	155.67
04/25/2011	05/21/2012	50	QUALCOMM INC	57.08	57.07	2,854.00	2,853.37	0.63
05/16/2011	05/23/2012	25	***POTASH CORP OF SASKATCHEWAN	39.03	52.25	975.75	1,306.14	-330.39
10/30/2009	05/24/2012	375	CORNING INC	12.78	14.64	4,792.58	5,488.50	-695.92
11/12/2010	05/24/2012	275	CORNING INC	12.78	18.32	3,514.56	5,037.29	-1,522.73
02/24/2011	05/30/2012	50	MONSANTO CO	76.79	70.90	3,839.31	3,544.98	294.33
03/29/2011	05/30/2012	50	MONSANTO CO	76.79	69.95	3,839.31	3,497.37	341.94
04/25/2011	05/30/2012	100	MONSANTO CO	76.79	66.12	7,678.62	6,611.79	1,066.83
06/15/2010	05/31/2012	102	JPMORGAN CHASE & CO	33.13	37.66	3,379.63	3,841.69	-462.06
06/18/2010	05/31/2012	100	JPMORGAN CHASE & CO	33.13	38.86	3,313.36	3,886.15	-572.79
07/19/2010	05/31/2012	85	JPMORGAN CHASE & CO	33.13	38.33	2,816.35	3,258.17	-441.82
08/27/2010	05/31/2012	300	JPMORGAN CHASE & CO	33.13	36.19	9,940.08	10,855.95	-915.87
09/16/2010	05/31/2012	100	JPMORGAN CHASE & CO	33.13	40.74	3,313.36	4,074.50	-761.14
11/30/2010	05/31/2012	42	JPMORGAN CHASE & CO	33.13	37.49	1,391.61	1,574.55	-182.94

Capital Gains Report

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
10/07/2010	06/06/2012	175	CENTURYLINK INC	37.41	40.05	6,547.31	7,008.85	-461.54
10/11/2010	06/06/2012	75	CENTURYLINK INC	37.41	39.69	2,805.99	2,977.01	-171.02
06/02/2011	06/06/2012	75	CENTURYLINK INC	37.41	41.94	2,805.99	3,145.62	-339.63
01/31/2011	06/06/2012	30	AMAZON.COM INC	218.18	169.43	6,545.40	5,082.85	1,462.55
03/10/2011	06/06/2012	25	AMAZON.COM INC	218.18	166.12	5,454.50	4,152.97	1,301.53
03/23/2011	06/06/2012	15	AMAZON.COM INC	218.18	163.56	3,272.70	2,453.46	819.24
05/12/2010	06/06/2012	35	THE WALT DISNEY CO	45.77	35.51	1,242.93	1,242.93	359.12
08/12/2010	06/06/2012	75	THE WALT DISNEY CO	45.77	33.99	3,432.97	2,549.24	883.73
09/14/2010	06/06/2012	15	THE WALT DISNEY CO	45.77	34.08	686.59	511.27	175.32
08/10/2010	06/12/2012	75	CONCAST CORP-CLASS A	29.99	17.99	2,249.61	1,349.19	900.42
01/07/2011	06/12/2012	96	CONCAST CORP-CLASS A	29.99	22.75	2,879.50	2,183.95	695.55
02/22/2011	06/12/2012	350	CONCAST CORP-CLASS A	29.99	25.27	10,498.18	8,844.50	1,653.68
03/29/2011	06/12/2012	100	CONCAST CORP-CLASS A	29.99	24.56	2,999.48	2,458.32	543.16
03/31/2011	06/12/2012	4	CONCAST CORP-CLASS A	29.99	24.72	119.98	98.90	21.08
05/19/2011	06/12/2012	25	DIRECTV-CLASS A	43.20	50.29	1,080.01	1,257.35	-177.34
03/14/2011	06/13/2012	3,473	OVERLAY A PORTFOLIO	9.96	11.62	34,600.00	40,366.67	-5,766.67
03/14/2011	06/13/2012	896	CLASS 2					
2,054	OVERLAY B PORTFOLIO			10.68	10.68	21,900.00	21,941.09	-41.09
10/30/2009	06/13/2012	9,409	CLASS 2					
9,221	BERNSTEIN INTERMEDIATE			14.01	13.29	129,200.00	122,560.17	6,639.83
12/10/2010	06/15/2012	50	FLOWERVE CORP	107.55	115.53	5,377.67	5,776.65	-398.98
04/13/2011	06/15/2012	50	FLOWERVE CORP	107.55	127.33	5,377.67	6,366.69	-989.02
05/03/2011	06/15/2012	20	FLOWERVE CORP	107.55	124.72	2,151.07	2,494.41	-343.34
05/17/2011	06/15/2012	20	FLOWERVE CORP	107.55	119.20	2,151.07	2,383.96	-232.89
10/06/2008	06/15/2012	40	SCHLUMBERGER LTD	66.21	59.60	2,648.32	2,384.00	264.32
12/30/2009	06/15/2012	60	SCHLUMBERGER LTD	66.21	65.29	3,972.49	3,917.34	55.15
03/01/2010	06/15/2012	50	SCHLUMBERGER LTD	66.21	61.44	3,310.41	3,071.77	238.64
03/29/2010	06/15/2012	50	SCHLUMBERGER LTD	66.21	63.21	3,310.40	3,160.51	149.89
11/03/2009	06/18/2012	20	APPLE INC	583.14	188.27	11,662.88	3,765.45	7,897.43
02/25/2011	06/18/2012	95	BROADCOM CORP-CL A	34.50	41.94	3,277.88	3,984.66	-706.78
05/17/2011	06/18/2012	105	BROADCOM CORP-CL A	34.50	33.33	3,622.92	3,499.26	123.66
03/03/2010	06/18/2012	200	EMC CORP/MASS	24.57	17.73	4,913.78	3,545.84	1,367.94
04/22/2010	06/18/2012	200	EMC CORP/MASS	24.57	19.82	4,913.78	3,964.04	949.74
12/30/2010	06/18/2012	200	EMC CORP/MASS	24.57	22.88	4,913.78	4,576.30	337.48
02/25/2011	06/18/2012	150	EMC CORP/MASS	24.57	26.85	3,685.34	4,027.23	-341.89
10/30/2009	06/18/2012	5	GOOGLE INC-CL A	568.28	539.41	2,841.41	2,697.03	144.38
11/02/2009	06/18/2012	5	GOOGLE INC-CL A	568.28	531.07	2,841.41	2,655.36	186.05
11/03/2009	06/18/2012	10	GOOGLE INC-CL A	568.28	534.78	5,682.81	5,347.76	335.05
01/20/2010	06/18/2012	5	GOOGLE INC-CL A	568.28	578.79	2,841.40	2,883.97	-42.57
02/05/2010	06/18/2012	10	GOOGLE INC-CL A	568.28	529.18	5,682.81	5,291.85	390.96
11/13/2009	06/18/2012	75	GENERAL ELECTRIC CO	19.66	15.76	1,474.58	1,181.77	292.81
12/30/2009	06/18/2012	500	GENERAL ELECTRIC CO	19.66	15.32	9,830.55	7,657.90	2,172.65
10/29/2010	06/19/2012	50	ORACLE CORP	28.09	29.44	1,404.50	1,471.81	-67.31
11/22/2010	06/19/2012	200	ORACLE CORP	28.09	27.99	5,618.00	5,598.30	19.70
12/10/2010	06/19/2012	100	ORACLE CORP	28.09	29.76	2,809.00	2,975.62	-166.62
12/27/2010	06/19/2012	300	ORACLE CORP	28.09	31.63	8,427.00	9,489.63	-1,062.63
12/30/2009	06/20/2012	50	TIME WARNER CABLE	79.17	42.13	3,958.36	2,106.33	1,852.03
03/29/2011	06/21/2012	15	GOLDMAN SACHS GROUP INC	94.69	157.76	1,420.39	2,366.36	-945.97

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
06/28/2010	06/22/2012	75	JOHNSON & JOHNSON	66.60	59.45	4,995.00	4,458.76	536.24
07/22/2010	06/22/2012	50	JOHNSON & JOHNSON	66.60	57.45	3,330.00	2,872.40	457.60
09/01/2010	06/22/2012	100	JOHNSON & JOHNSON	86.60	58.26	6,660.00	5,826.31	833.69
09/27/2010	06/22/2012	100	JOHNSON & JOHNSON	86.60	62.15	6,660.00	6,214.89	445.11
11/30/2010	06/28/2012	58	JPMORGAN CHASE & CO	35.75	37.49	2,073.75	2,174.39	-100.64
12/27/2010	06/28/2012	200	JPMORGAN CHASE & CO	35.75	42.52	7,150.86	8,504.54	-1,353.68
02/25/2011	06/27/2012	25	DEVON ENERGY CORPORATION	55.98	90.20	1,399.47	3,254.88	-855.41
02/11/2011	07/18/2012	50	BORGWARNER INC	64.87	76.59	3,243.25	3,828.38	-585.14
02/24/2011	07/18/2012	50	BORGWARNER INC	64.87	75.21	3,243.25	3,760.66	-517.41
05/25/2011	07/18/2012	50	BORGWARNER INC	64.87	69.58	3,243.25	3,479.24	-235.99
10/07/2010	07/19/2012	75	EDG RESOURCES INC	98.03	98.34	7,352.02	7,375.42	-23.40
05/27/2010	07/19/2012	300	FORD MOTOR CO	9.35	11.81	2,805.48	3,542.25	-736.77
11/03/2009	07/20/2012	12	APPLE INC	606.93	188.27	7,283.12	2,259.27	5,023.85
12/30/2009	07/20/2012	13	APPLE INC	606.93	210.60	7,890.05	2,737.84	5,152.21
06/03/2011	07/25/2012	45	FMC TECHNOLOGIES INC	42.24	43.70	1,900.85	1,966.56	-65.71
05/19/2011	07/26/2012	95	***COVIDIEN PLC	53.88	57.28	5,118.16	5,441.65	-323.49
07/25/2011	07/26/2012	85	***COVIDIEN PLC	53.88	50.53	4,579.41	4,295.17	284.24
03/14/2011	07/27/2012	41	OVERLAY A PORTFOLIO	10.14	11.62	423.33	485.12	-61.79
10/30/2009	07/27/2012	749	CLASS 2	14.16	13.29	293.58	275.54	18.04
05/05/2011	07/30/2012	20	BERNSTEIN INTERMEDIATE	14.16	13.29	293.58	275.54	18.04
02/02/2011	08/01/2012	733	DURATION PORTFOLIO	34.14	47.65	1,024.20	1,429.63	-405.43
02/11/2011	08/01/2012	30	LAM RESEARCH CORP	87.63	71.03	4,381.54	3,551.61	829.93
03/07/2011	08/01/2012	50	ALLERGAN INC	87.63	73.90	4,381.54	3,694.88	686.67
03/23/2011	08/01/2012	50	ALLERGAN INC	87.63	71.50	4,381.54	3,574.77	806.77
05/23/2011	08/02/2012	50	ALLERGAN INC	87.63	68.24	4,381.54	3,412.04	969.49
12/28/2010	08/03/2012	50	***LYONDELLBASELL INDU-CL A	43.99	38.93	2,199.75	1,946.47	253.28
06/16/2011	08/03/2012	200	***MARVELL TECHNOLOGY GROUP LT	11.29	18.47	2,257.38	3,694.54	-1,437.16
05/18/2011	08/08/2012	20	PRECISION CASTPARTS CORP	156.27	152.38	3,125.43	3,047.64	77.79
02/15/2011	08/08/2012	60	GENERAL MILLS INC	38.50	39.83	2,310.02	2,389.73	-79.71
07/29/2010	08/10/2012	25	ROCKWELL AUTOMATION INC	70.85	88.61	1,771.14	2,215.27	-444.13
05/26/2011	08/10/2012	105	LEAR CORP	39.66	38.18	4,164.30	4,008.66	155.64
05/06/2011	08/15/2012	95	LEAR CORP	39.66	49.14	3,767.70	4,667.83	-900.13
10/22/2010	08/16/2012	120	MCGRAW-HILL COMPANIES INC	49.05	41.26	5,885.45	4,950.78	934.67
08/08/2011	08/16/2012	6	GILEAD SCIENCES INC	57.12	38.86	342.70	233.18	109.52
10/30/2009	08/16/2012	75	GILEAD SCIENCES INC	57.12	36.86	4,283.74	2,764.21	1,519.53
12/07/2010	08/16/2012	300	PFIZER INC	23.93	17.20	7,180.08	5,160.27	2,019.81
12/13/2010	08/16/2012	25	VIACOM INC-CLASS B	49.87	39.67	1,246.77	991.72	255.05
02/03/2010	08/17/2012	50	VIACOM INC-CLASS B	49.87	39.42	2,493.53	1,970.99	522.54
05/04/2010	08/17/2012	65	DANAHER CORP	53.39	36.37	3,470.49	2,363.84	1,106.65
08/04/2011	08/17/2012	35	DANAHER CORP	53.39	41.51	1,868.73	1,452.93	415.80
12/30/2009	08/21/2012	50	VISA INC - CLASS A SHRS	128.98	85.88	6,448.78	4,283.87	2,164.91
04/29/2011	08/21/2012	55	TIME WARNER CABLE	89.46	42.13	4,920.03	2,316.96	2,603.07
08/10/2011	08/23/2012	70	TIME WARNER CABLE	89.46	77.51	6,261.85	5,425.82	836.23
05/04/2010	08/24/2012	75	CENTURYLINK INC	41.56	33.61	3,117.06	2,520.91	596.15
11/04/2010	08/24/2012	65	DANAHER CORP	53.36	41.51	3,468.34	2,698.29	770.05
07/09/2010	08/28/2012	10	DANAHER CORP	53.36	44.68	533.59	448.62	86.97
08/16/2010	08/28/2012	50	NOBLE ENERGY INC	87.04	65.97	870.41	659.74	210.67
				87.04	66.79	4,352.05	3,339.34	1,012.71

Capital Gains Report

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/27/2010	08/28/2012	50	NORLE ENERGY INC	87.04	84.88	4,352.05	4,244.03	108.02
03/10/2011	08/29/2012	180	CITIGROUP INC	29.58	45.85	4,733.02	7,336.80	-2,603.78
10/18/2010	08/29/2012	150	GANNETT CO	15.06	12.58	2,259.00	1,887.66	371.34
08/12/2011	08/29/2012	225	GANNETT CO	15.06	10.19	3,388.50	2,292.84	1,095.66
11/10/2009	09/05/2012	7	NVR INC	841.53	674.80	5,890.74	4,723.60	1,167.14
03/30/2011	09/12/2012	75	MOODY'S CORP	43.55	34.48	3,266.11	2,586.15	679.96
06/17/2011	09/12/2012	125	MOODY'S CORP	43.55	38.07	5,443.51	4,508.30	935.21
07/15/2011	09/12/2012	30	TRANSOCEAN LTD	46.22	62.38	1,386.64	1,871.42	-484.78
08/02/2011	09/12/2012	70	TRANSOCEAN LTD	46.22	60.31	3,235.50	4,221.56	-986.06
10/08/2010	09/13/2012	50	EOG RESOURCES INC	115.24	99.17	5,761.85	4,958.37	803.48
08/12/2011	09/14/2012	375	APPLIED MATERIALS INC	11.87	11.77	4,452.26	4,413.08	39.18
03/14/2011	09/20/2012	3,733	AB DISCOVERY GROWTH FND CL ADV	7.59	6.82	28,335.00	25,460.44	2,874.56
12/30/2008	09/20/2012	10	APPLE INC	699.06	210.60	6,990.62	2,106.03	4,884.59
08/11/2011	09/20/2012	100	BP PLC-SPONS ADR	43.22	39.65	4,321.59	3,985.20	336.39
09/14/2010	09/20/2012	85	THE WALT DISNEY CO	52.56	34.08	4,467.86	2,897.20	1,570.66
12/29/2010	09/20/2012	15	THE WALT DISNEY CO	52.56	37.71	788.44	565.59	222.85
01/20/2011	09/20/2012	25	EOG RESOURCES INC	113.36	99.82	2,833.88	2,495.48	338.40
02/23/2011	09/20/2012	71	HEWLETT-PACKARD CO	17.83	43.18	1,265.81	3,065.77	-1,799.96
02/25/2011	09/20/2012	129	HEWLETT-PACKARD CO	17.83	42.69	2,299.85	5,506.57	-3,206.72
01/21/2011	09/20/2012	50	INTUIT INC	58.73	47.31	2,936.74	2,365.56	571.18
08/24/2011	09/20/2012	25	LORILLARD INC	120.65	110.93	3,016.25	2,773.23	243.02
10/30/2009	09/20/2012	200	Pfizer Inc	24.39	17.20	4,877.00	3,440.18	1,436.82
04/29/2011	09/20/2012	50	TIME WARNER CABLE	93.29	77.51	4,664.28	3,875.45	788.83
06/23/2011	09/20/2012	59	UNITEDHEALTH GROUP INC	54.80	50.86	3,232.98	3,000.91	232.05
12/27/2010	09/20/2012	135	WELLS FARGO & COMPANY	35.10	31.28	4,737.85	4,222.17	515.68
03/08/2011	09/20/2012	70	WELLPPOINT INC	58.86	68.56	4,120.54	4,799.00	-678.46
04/12/2011	09/20/2012	30	WELLPPOINT INC	58.86	69.27	1,765.94	2,078.09	-312.15
03/14/2011	09/20/2012	3,632	OVERLAY A PORTFOLIO	10.51	11.62	38,180.00	42,212.33	-4,032.33
10/30/2009	09/20/2012	2,254	BERNSTEIN INTERNATIONAL	13.55	14.60	30,550.00	32,917.35	-2,367.35
03/30/2011	09/27/2012	90	CITIGROUP INC	33.15	44.97	2,983.62	4,047.39	-1,063.77
04/25/2011	09/27/2012	140	CITIGROUP INC	33.15	45.58	4,641.18	6,361.48	-1,740.30
04/29/2011	09/27/2012	110	CITIGROUP INC	33.15	45.58	3,646.64	5,013.58	-1,366.94
11/04/2010	10/02/2012	50	DANAHER CORP	55.74	44.68	2,787.15	2,233.07	554.08
12/29/2010	10/23/2012	85	THE WALT DISNEY CO	50.86	37.71	4,322.77	3,205.03	1,117.74
07/13/2011	10/23/2012	15	THE WALT DISNEY CO	50.86	39.69	762.84	595.41	167.43
12/30/2009	10/26/2012	2	APPLE INC	608.56	210.60	1,217.12	421.21	795.91
05/11/2010	10/26/2012	8	APPLE INC	608.56	252.13	4,868.46	2,017.04	2,851.42
03/14/2011	11/07/2012	12	OVERLAY A PORTFOLIO	10.19	11.62	123.89	141.04	-17.35
11/07/2011	11/08/2012	125	TRANSOCEAN LTD	46.74	50.55	5,842.30	6,318.70	-476.40
06/16/2011	11/12/2012	15	PRECISION CASTPARTS CORP	179.52	152.38	2,692.79	2,285.73	407.06
08/04/2011	11/12/2012	5	PRECISION CASTPARTS CORP	179.52	151.85	897.60	759.24	138.36
01/21/2011	11/13/2012	50	INTUIT INC	59.63	47.31	2,981.56	2,365.55	616.01
05/25/2010	11/19/2012	200	ASTRAZENECA PLC-SPONS ADR	44.76	40.65	8,952.58	8,129.12	823.46
05/04/2011	11/20/2012	100	TYSON FOODS INC-CL A	18.99	19.45	1,898.86	1,944.91	-46.05
06/23/2011	11/20/2012	50	TYSON FOODS INC-CL A	18.99	18.55	949.43	927.45	21.98

Capital Gains Report

THE H.B. FOUNDATION (Account. 888-49813)

January 1, 2012 through December 31, 2012

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/20/2011	12/07/2012	25	EOG RESOURCES INC	117.58	99.82	2,939.62	2,495.47	444.15
08/16/2011	12/17/2012	325	NV ENERGY INC	18.38	14.55	5,973.89	4,728.52	1,245.37
10/06/2011	12/17/2012	25	NV ENERGY INC	18.38	14.41	459.53	360.35	99.18
04/09/2010	12/20/2012	50	SCHLUMBERGER LTD	71.05	66.59	3,552.49	3,329.38	223.11
10/05/2010	12/20/2012	25	SCHLUMBERGER LTD	71.05	62.68	1,776.24	1,566.88	209.36
SUBTOTAL FOR LONG-TERM NON-COVERED						1,288,875.63	1,206,349.17	82,526.46
CASH IN LIEU COVERED								
11/13/2012 KRAFT FOODS GROUP INC-W/I								
SUBTOTAL FOR CASH IN LIEU COVERED						15.19	0.00	15.19
TOTAL						2,465,383.77	2,357,021.47	108,362.30

** ACCOUNT TOTALS **

CURRENT PERIOD - G/L 108,362.30

SHORT TERM - COVERED (COST BASIS REPORTED ON 1099-B)

SHORT TERM - NON-COVERED (COST BASIS NOT REPORTED ON 1099-B)

SHORT TERM TOTAL

LONG TERM - COVERED (COST BASIS REPORTED ON 1099-B)

LONG TERM - NON-COVERED (COST BASIS NOT REPORTED ON 1099-B)

LONG TERM TOTAL

CIL - COVERED

Capital-Gains Distributions: If you own shares of the Sanford C. Bernstein Fund, Inc., you may have received an annual capital-gains distribution (different from the capital gains or losses on securities sold, which are listed in this report) Long-term capital-gains distributions are a separate item on the I R S forms, and appear on the Summary-of-Key-Items report

Zero-Cost Transactions: If you transferred securities to Bernstein for which the purchase price was unavailable, the total capital-gains figure that appears on this report needs to be adjusted. Any such transactions are segregated on the Capital-Gains report, with the cost entered as zero. You will need to update the report data with the correct purchase information

CIL represents cash in lieu of fractional shares

2012 Tax Information Statement

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Account Number: 70-698800
 Recipient's Tax ID Number: XX-XXX4969
☐ Corrected ☐ 2nd TIN notice
 Recipient's Name and Address:
 THE H B B FOUNDATION
 C/O MARK A STEPHENITCH, TRUSTEE
 BABSON FARMS, INC
 400 N MICHIGAN AVENUE SUITE 1120
 CHICAGO, IL 60611

CAPITAL GUARDIAN TRUST COMPANY
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
 IRVINE, CA 92618

2012 Proceeds from Broker and Barter Exchange Transactions

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

Cusip	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										
G1151C101	ACCENTURE PLC US\$			ACN						
100.0000	08/17/2012 Various			6,108.24	5,451.78	0.00	0.00	656.46	0.00	0.00
G1151C101	ACCENTURE PLC US\$			ACN						
25.0000	08/20/2012 01/12/2012			1,521.60	1,342.85	0.00	0.00	178.75	0.00	0.00
01741R102	ALLEGHENY TECHNOLOGIES INC			ATI						
100.0000	01/18/2012 08/31/2011			4,986.22	4,990.92	0.00	0.00	-4.70	0.00	0.00
01741R102	ALLEGHENY TECHNOLOGIES INC			ATI						
100.0000	05/24/2012 08/30/2011			3,457.07	4,929.87	0.00	0.00	-1,472.80	0.00	0.00
03523TBK3	ANHEUSER-BUSCH INBEV FRN 07/14/14									
5000.0000	04/24/2012 07/07/2011			5,008.68	5,000.00	0.00	0.00	8.68	0.00	0.00
03938LAT1	ARCELOMITTAL SR UNSEC 3.75% 03/01/16									
5000.0000	03/20/2012 08/10/2011			4,964.30	5,007.20	0.00	0.00	-42.90	0.00	0.00
03938LAT1	ARCELOMITTAL SR UNSEC 3.75% 03/01/16									
5000.0000	03/26/2012 08/10/2011			4,984.35	5,007.20	0.00	0.00	-22.85	0.00	0.00
03938LAW4	ARCELOMITTAL SR UNSEC 4.75% 02/25/17									
5000.0000	04/24/2012 03/26/2012			5,006.62	5,018.20	0.00	0.00	-11.58	0.00	0.00
03938LAX2	ARCELOMITTAL SR UNSEC 6.5% 02/25/22									
5000.0000	04/24/2012 02/24/2012			5,038.56	5,081.30	0.00	0.00	-42.74	0.00	0.00

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2012 Tax Information Statement

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Account Number: 70-698800
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 THE H B FOUNDATION
 C/O MARK A STEPHENITCH, TRUSTEE
 BABSON FARMS, INC
 400 N MICHIGAN AVENUE SUITE 1120
 CHICAGO, IL 60611

CAPITAL GUARDIAN TRUST COMPANY
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
 IRVINE, CA 92618

☐ Corrected ☐ 2nd TIN notice

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

Cusip	Description	Date of Sale or Exchange	Quantity Sold	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
00206RBD3	AT&T CORP SR UNSEC 3.0% 02/15/22	04/24/2012	03/02/2012		4,985.96	5,014.45	0.00	-28.49	0.00	0.00
5000.0000	04/24/2012	03/02/2012								
00206RAZ5	AT&T CORP SR UNSEC 3.875% 08/15/21	03/02/2012	09/22/2011		5,414.55	5,180.40	0.00	234.15	0.00	0.00
5000.0000	03/02/2012	09/22/2011								
06051GEM7	BANK OF AMER CORP SR UNSEC 5.7% 01/24/22	04/24/2012	02/02/2012		10,344.24	10,483.10	0.00	-138.86	0.00	0.00
10000.0000	04/24/2012	02/02/2012								
06051GEO8	BANK OF AMERICA CORP 3.875% 03-22-17	04/24/2012	04/09/2012		14,885.19	14,851.22	0.00	33.97	0.00	0.00
15000.0000	04/24/2012	04/09/2012								
815456906	BANK OF CHINA LTD H	12/11/2012	01/27/2012	3988.HK	3,456.56	3,468.34	0.00	-11.78	0.00	0.00
8000.0000	12/11/2012	01/27/2012								
067901959	BARRICK GOLD CORP CS	05/24/2012	12/05/2011	ABX.CN	3,907.58	5,128.43	0.00	-1,220.85	0.00	0.00
100.0000	05/24/2012	12/05/2011								
055451AP3	BHP BILLITON FIN SR UNSEC 1.625% 2/24/17	04/24/2012	02/21/2012		10,026.32	9,972.80	0.00	53.52	0.00	0.00
10000.0000	04/24/2012	02/21/2012								
055451AJ7	BHP BILLITON FIN USA LTD 1.125% 11/21/14	02/21/2012	11/16/2011		10,081.70	9,967.46	0.00	114.24	0.00	0.00
10000.0000	02/21/2012	11/16/2011								
06051GEK1	BK OF AMERI CORP SR UNSEC 3.75% 07/12/16	04/09/2012	Various		14,962.65	14,971.11	0.00	-8.46	0.00	0.00
15000.0000	04/09/2012	Various								

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C/O MARK A STEPHENITCH, TRUSTEE
BABSON FARMS, INC
400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

Account Number: 70-698800
Recipient's Tax ID Number: XX-XXX4969

CAPITAL GUARDIAN TRUST COMPANY
C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
IRVINE, CA 92618

☐ Corrected ☐ 2nd TIN notice

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

Cusip	Description	Stock or Other Symbol	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
05567LG68	BNP PARIBAS 3.25% 03/11/2015		10000.0000	02/23/2012	08/24/2011	9,647.21	0.00	442.99	0.00	0.00
05567L308	BNP PARIBAS FR UNSEC 3 31315% 12/20/14		5000.0000	04/24/2012	02/23/2012	4,994.49	0.00	58.39	0.00	0.00
105340AL7	BRANDYWINE OPER PARTNERS LP SR UNSEC 4.95%		8000.0000	04/15/2018	04/24/2012	7,797.67	0.00	339.34	0.00	0.00
110122108	BRISTOL-MYERS SQUIBB CO	BMV	300.0000	11/23/2012	Various	10,419.02	0.00	-664.38	0.00	0.00
110122108	BRISTOL-MYERS SQUIBB CO	BMV	100.0000	11/26/2012	01/10/2012	3,463.24	0.00	-220.82	0.00	0.00
110122108	BRISTOL-MYERS SQUIBB CO	BMV	100.0000	11/28/2012	01/10/2012	3,463.24	0.00	-218.29	0.00	0.00
110122108	BRISTOL-MYERS SQUIBB CO	BMV	125.0000	12/10/2012	01/10/2012	4,329.05	0.00	-229.90	0.00	0.00
124765959	CAE INC	CAE.CN	1100.0000	11/20/2012	Various	11,422.18	0.00	-1,102.10	0.00	0.00
14042Y304	CAPITAL CORE BOND FUND	CCBPX	12229.5390	12/11/2012	06/11/2012	128,777.05	0.00	1,222.95	0.00	0.00

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2012 Tax Information Statement

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Account Number: 70-698800

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Capital Guardian Trust Company
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IRVINE, CA 92618

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BABSON FARMS, INC
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CHICAGO, IL 60611

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

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
172967FS5	CITIGROUP INC SR UNSEC 3 953% 06/15/2016								
5000 0000	02/16/2012 06/08/2011			5,128.70	5,101.92	0.00	26.78	0.00	0.00
172967FW6	CITIGROUP INC SR UNSEC 4.45% 01/10/17								
5000 0000	04/24/2012 02/16/2012			5,200.13	5,209.75	0.00	-9.62	0.00	0.00
12572Q105	CME GROUP INC			CME					
100 0000	12/10/2012 09/10/2012			5,405.87	5,857.78	0.00	-451.91	0.00	0.00
235851102	DANAHER CORP			DHR					
75 0000	01/24/2012 04/01/2011			3,939.08	3,950.51	0.00	-11.43	0.00	0.00
235851AL6	DANAHER CORP SR UNSEC 2.3% 06/23/16								
10000 0000	04/24/2012 Various			10,453.64	10,027.05	0.00	426.60	0.00	0.00
664038007	DENSO CORP			6902.JP					
100 0000	12/11/2012 02/09/2012			3,232.90	3,132.77	0.00	100.13	0.00	0.00
260543CF8	DOW CHEMICAL SR UNSEC 4.125% 11/15/21								
5000 0000	04/24/2012 11/04/2011			5,176.77	4,980.15	0.00	196.62	0.00	0.00
278058102	EATON CORP								
1025 0000	12/13/2012 Various			52,946.39	49,468.55	0.00	3,477.84	0.00	0.00
278865AJ9	ECOLAB INC SR UNSEC 2 375% 12/08/14								
10000 0000	04/24/2012 12/05/2011			10,357.77	9,994.63	0.00	362.94	0.00	0.00

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2012 Tax Information Statement

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CAPITAL GUARDIAN TRUST COMPANY
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
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Cusip	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
292505955	ENCANA CORP	11/12/2012	08/15/2012	ECA.CN	2,072.74	2,241.30	0.00	-168.56	0.00	0.00
100.0000										
G3167S106	ENSCO PLC-CL A	12/10/2012	02/24/2012	ESV	2,907.93	2,969.00	0.00	-61.07	0.00	0.00
50.0000										
30303M102	FACEBOOK INC-A	06/25/2012	Various	FB	23,413.49	25,806.38	0.00	-2,392.89	0.00	0.00
725.0000										
31428X106	FEDEX CORP	06/14/2012	01/24/2012	FDX	5,206.75	5,454.34	0.00	-247.59	0.00	0.00
60.0000										
3128M74W3	FGLMC 4.5 G05937 08/01/40	03/15/2012	02/08/2012		1,698.23	1,802.71	0.00	-104.48	0.00	0.00
48096.4313										
3128M74W3	FGLMC 4.5 G05937 08/01/40	04/18/2012	02/08/2012		1,613.86	1,713.15	0.00	-99.29	0.00	0.00
46482.5686										
3128M74W3	FGLMC 4.5 G05937 08/01/40	04/24/2012	02/08/2012		49,563.85	49,342.34	0.00	221.51	0.00	0.00
72000.0000										
* 02R042629	FGLMC 4.5 TBA 02/12 02/01/42	02/08/2012	01/11/2012		53,062.50	53,019.53	0.00	42.97	0.00	0.00
50000.0000										
02R042629	FGLMC 4.5 TBA 02/12 02/01/42	02/08/2012	02/08/2012		53,062.50	53,062.50	0.00	0.00	0.00	0.00
50000.0000										

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2012 Tax Information Statement

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 400 N MICHIGAN AVENUE SUITE 1120
 CHICAGO, IL 60611

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

Cusip	Description	Quantity Sold	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
3137EACY3	FHLMC 0.75% 11/25/14	25000.0000	04/24/2012	10/05/2011		25,210.00	24,991.50	0.00	218.50	0.00	0.00
3137EADG1	FHLMC 1.75% 05/30/19	25000.0000	04/24/2012	04/12/2012		25,188.25	24,995.25	0.00	193.00	0.00	0.00
3137AA4W0	FHMS K013 A2 3.974% 01/25/21	14000.0000	04/24/2012	05/12/2011		15,541.25	14,139.12	0.00	1,402.13	0.00	0.00
3137AEV77	FHMS K703 A2 2.699% 05/25/18	15000.0000	04/24/2012	08/24/2011		15,688.50	15,149.58	0.00	538.92	0.00	0.00
336433107	FIRST SOLAR INC	140.0000	02/09/2012	08/08/2011	FSLR	6,594.21	14,038.14	0.00	-7,443.93	0.00	0.00
01F030421	FNCI 3.0 TBA 02/13 02-01-28	45000.0000	02/08/2012	01/13/2012		46,870.31	46,643.55	0.00	226.76	0.00	0.00
01F030439	FNCI 3.0 TBA 03/13 03-01-28	45000.0000	03/06/2012	02/08/2012		46,826.37	46,757.81	0.00	68.56	0.00	0.00
01F030454	FNCI 3.0 TBA 05/12 05-01/27	45000.0000	04/25/2012	04/10/2012		46,856.25	46,785.94	0.00	70.31	0.00	0.00
01F030447	FNCI 3.0 TBA 4/12 04-01/27	45000.0000	04/10/2012	03/05/2012		46,903.71	46,701.56	0.00	202.15	0.00	0.00

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C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
IRVINE, CA 92618

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Cusip	Description	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
01F032419	FNCL 3.5 TBA 01/13 01/01/28	25000.0000	01/12/2012	01/09/2012	26,244.14	26,237.30	0.00	6.84	0.00	0.00
01F032427	FNCL 3.5 TBA 02/13 02-01-28	25000.0000	01/24/2012	01/12/2012	26,177.73	26,195.31	0.00	17.58	0.00	0.00
01F032435	FNCL 3.5 TBA 03/13 03-01-28	25000.0000	03/06/2012	01/24/2012	26,258.79	26,132.81	0.00	125.98	0.00	0.00
01F032450	FNCL 3.5 TBA 05/12 05/01/27	25000.0000	04/25/2012	04/10/2012	26,335.94	26,289.06	0.00	46.88	0.00	0.00
01F032443	FNCL 3.5 TBA 4/12 04/01/27	25000.0000	04/10/2012	03/06/2012	26,331.05	26,218.75	0.00	112.30	0.00	0.00
01F032617	FNCL 3.5 TBA 01/13 01-01-43	60000.0000	01/09/2012	12/07/2011	61,877.34	61,312.50	0.00	564.84	0.00	0.00
01F032625	FNCL 3.5 TBA 02/13 02-01-43	60000.0000	02/06/2012	01/09/2012	62,339.06	61,706.25	0.00	632.81	0.00	0.00
01F032633	FNCL 3.5 TBA 03/13 03-01-43	60000.0000	03/01/2012	02/06/2012	61,823.44	62,175.00	0.00	351.56	0.00	0.00
01F032641	FNCL 3.5 TBA 04/13 04-01-43	60000.0000	03/30/2012	03/01/2012	61,828.13	61,631.25	0.00	196.88	0.00	0.00

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Account Number: 70-698800
 Recipient's Tax ID Number: XX-XXX4969
 Recipient's Name and Address:
 THE H B FOUNDATION
 C/O MARK A STEPHENITCH, TRUSTEE
 BABSON FARMS, INC
 400 N MICHIGAN AVENUE SUITE 1120
 CHICAGO, IL 60611

CAPITAL GUARDIAN TRUST COMPANY
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
 IRVINE, CA 92618

☐ Corrected ☐ 2nd TIN notice

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01F032658	FNCL 3.5 TBA 05/13 05-01-43	25000.0000	04/11/2012	03/30/2012	25,816.41	25,687.50	0.00	128.91	0.00	0.00
01F032658	FNCL 3.5 TBA 05/13 05-01-43	35000.0000	04/25/2012	03/30/2012	36,227.73	35,962.50	0.00	265.23	0.00	0.00
01F032658	FNCL 3.5 TBA 05/13 05-01-43	35000.0000	04/30/2012	04/30/2012	36,348.05	36,348.05	0.00	0.00	0.00	0.00
01F040628	FNCL 4.0 TBA 02/12 02/01/42	45000.0000	02/02/2012	01/31/2012	47,591.02	47,576.95	0.00	14.07	0.00	0.00
01F040636	FNCL 4.0 TBA 03/13 03-01-43	45000.0000	03/01/2012	02/02/2012	47,328.10	47,475.00	0.00	-146.90	0.00	0.00
01F040644	FNCL 4.0 TBA 04/13 04-01-43	45000.0000	04/02/2012	03/01/2012	47,246.48	47,235.94	0.00	10.54	0.00	0.00
01F040651	FNCL 4.0 TBA 05/12 05/01/42	45000.0000	04/25/2012	04/02/2012	47,490.82	47,151.56	0.00	339.26	0.00	0.00
01F040651	FNCL 4.0 TBA 05/12 05/01/42	45000.0000	04/30/2012	04/30/2012	47,601.56	47,601.56	0.00	0.00	0.00	0.00
3138AA4J7	FNCL 4.5 AH8924 MHA 04/01/41	81546.1848	01/25/2012	04/01/2011	344.07	349.72	0.00	-5.65	0.00	0.00

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CAPITAL GUARDIAN TRUST COMPANY
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-28
 IRVINE, CA 92618

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

Cusip	Description	Stock or Other Symbol		Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
		Stocks, Bonds, etc.	Cost or Other Basis				
3138AA4J7	FNCL 4.5 AH8924 MHA 04/01/41	1,014.16	1,030.79	0.00	-16.63	0.00	0.00
80532.0286	02/27/2012 04/01/2011						
3138AA4J7	FNCL 4.5 AH8924 MHA 04/01/41	25,478.92	24,074.49	0.00	1,404.43	0.00	0.00
25000.0000	03/15/2012 04/01/2011						
01F042640	FNCL 4.5 TBA 04/12 04/01/42	26,552.73	26,503.91	0.00	48.82	0.00	0.00
25000.0000	03/22/2012 03/15/2012						
01F042640	FNCL 4.5 TBA 04/12 04/01/42	26,619.14	26,619.14	0.00	0.00	0.00	0.00
25000.0000	03/29/2012 03/29/2012						
3138AJZA3	FNCL 5.0 AI5236 MHA 06-01-41	86.59	93.39	0.00	-6.80	0.00	0.00
67382.8400	01/25/2012 06/08/2011						
3138AJZA3	FNCL 5.0 AI5236 MHA 06-01-41	85.40	92.12	0.00	-6.72	0.00	0.00
67297.4385	02/27/2012 06/08/2011						
3138AJZA3	FNCL 5.0 AI5236 MHA 06-01-41	86.82	93.64	0.00	-6.82	0.00	0.00
67210.6190	03/26/2012 06/08/2011						
3138AJZA3	FNCL 5.0 AI5236 MHA 06-01-41	74,251.47	72,405.89	0.00	1,845.58	0.00	0.00
70000.0000	04/24/2012 06/08/2011						
01F060642	FNCL 6.0 TBA 04/12 04/01/42	55,093.75	55,050.78	0.00	42.97	0.00	0.00
50000.0000	04/02/2012 03/22/2012						

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01F060659	FNCL 6.0 TBA 05/12 05/01/42		50000.0000	04/25/2012	04/02/2012	55,312.50	55,015.63	0.00	296.87	0.00	0.00
3135G0GY3	FNMA 1 25% 01/30/17		25000.0000	04/24/2012	01/05/2012	25,312.75	24,959.75	0.00	353.00	0.00	0.00
36962G5J9	GE CAP CORP SR UNSEC 4.65% 10/17/21		5000.0000	04/24/2012	10/12/2011	5,400.24	4,989.30	0.00	410.94	0.00	0.00
B011JK902	GEMALTO NV	GTO.FP	50.0000	12/11/2012	Various	4,820.88	3,819.32	0.00	1,001.56	0.00	0.00
369604BC6	GENERAL ELECTRIC CO 5.25% 12/06/17		10000.0000	04/24/2012	03/29/2012	11,659.29	11,574.60	0.00	84.69	0.00	0.00
G3922B107	GENPACT LTD	G	25.0000	12/10/2012	02/09/2012	397.84	392.76	0.00	5.08	0.00	0.00
636679003	GENTING SINGAPORE PLC	GENS SP	5000.0000	12/12/2012	04/13/2012	5,330.07	6,851.41	0.00	-1,521.34	0.00	0.00
375558103	GILEAD SCIENCES INC	GILD	300.0000	12/10/2012	Various	22,260.91	15,987.61	0.00	6,273.30	0.00	0.00
38141G104	GOLDMAN SACHS GROUP INC	GS	250.0000	05/24/2012	Various	24,151.03	31,709.70	0.00	-7,558.67	0.00	0.00

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38143USC6	GOLDMAN SACHS GROUP SR UNSEC 3.625% 02/07/16								
5000.0000		03/05/2012	06/28/2011	5,011.50	5,046.35	0.00	-34.85	0.00	0.00
38141GGS7	GOLDMAN SACHS GRP SR UNSEC 5.75% 1/24/22								
5000.0000		04/24/2012	01/19/2012	5,141.05	4,993.25	0.00	147.80	0.00	0.00
406216101	HALLIBURTON CO			HAL					
100.0000		12/10/2012	01/17/2012	3,372.42	3,428.49	0.00	-56.07	0.00	0.00
640587002	HAMAMATSU PHOTONIC KK			6955 JP					
100.0000		12/11/2012	05/01/2012	3,474.82	3,947.03	0.00	-472.21	0.00	0.00
428236BK8	HEWLETT-PACKARD CO SR UNSEC 1.55% 05-30-14								
15000.0000		01/24/2012	05/25/2011	14,945.40	14,995.65	0.00	-50.25	0.00	0.00
642910004	HITACHI			6501 JP					
1000.0000		12/11/2012	03/30/2012	5,560.67	6,503.28	0.00	-942.61	0.00	0.00
460146CG6	INTL PAPER CO SR UNSEC 4.75% 02/15/22								
10000.0000		04/24/2012	11/08/2011	10,628.70	9,991.90	0.00	636.80	0.00	0.00
462846106	IRON MOUNTAIN INC			IRM					
.0685		11/30/2012	11/21/2012	2.18	2.25	0.00	-0.07	0.00	0.00
462846106	IRON MOUNTAIN INC			IRM					
100.0000		12/10/2012	Various	3,124.42	3,241.19	0.00	-116.77	0.00	0.00

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466313103	JABIL CIRCUIT INC	12/10/2012	Various	JBL	5,484.87	0.00	-1,977.00	0.00	0.00
300.0000					7,461.87	0.00			
46625HHR4	JP MORGAN CHASE SR UNSEC 3.4% 06/24/15	04/24/2012	08/12/2011		15,681.14	0.00	490.49	0.00	0.00
15000.0000									
46625HJD3	JP MORGAN CHASE SR UNSEC 4 5% 01/24/22	04/25/2012	01/13/2012		5,278.95	0.00	305.60	0.00	0.00
5000.0000					4,973.35				
659678007	MITSUBISHI CORP	02/10/2012	03/10/2011		4,659.26	0.00	-776.51	0.00	0.00
200.0000					5,435.77				
62718QAA3	MURRAY ST INV TRUST I (H) 03/09/17	04/24/2012	Various		15,052.17	0.00	-95.58	0.00	0.00
15000.0000					15,147.75				
637432MP7	NATIONAL RURAL UTIL SR SEC 1ST LIEN 10%02/02/15	04/24/2012	01/26/2012		5,027.13	0.00	41.70	0.00	0.00
5000.0000				NLSN	4,985.43				
N63218106	NIELSEN HOLDINGS NV US\$	12/10/2012	02/03/2012		1,461.63	0.00	-40.18	0.00	0.00
50.0000				OIBR C	1,501.81				
670851104	OISA ON ADR	04/09/2012	05/24/2011		4.60	0.00	-4.86	0.00	0.00
.8000				OIBR	9.46				
670851203	OISA PN ADR	04/09/2012	05/24/2011		1.99	0.00	.148	0.00	0.00
.1330					3.47				

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C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
IRVINE, CA 92618

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670851203	OI SA PN ADR			OIBR	3,449.16	0.00	-1,158.01	0.00	0.00
900.0000	12/10/2012 Various				4,607.17	0.00			
713448BT4	PEPSICO INC SR UNSEC 2.5% 05/10/16				14,988.84	0.00	808.74	0.00	0.00
15000.0000	04/24/2012 05/03/2011			PCG	4,178.50	0.00	108.35	0.00	0.00
69331C108	PG&E CORP			PCG	3,133.88	0.00	62.48	0.00	0.00
100.0000	04/05/2012 09/08/2011			VRUS	5,687.94	0.00	4,587.06	0.00	0.00
69331C108	PG&E CORP			PCG	8,425.10	0.00	-2,723.55	0.00	0.00
75.0000	04/09/2012 09/08/2011			VRUS	2,724.53	0.00	-52.09	0.00	0.00
71715N106	PHARMASSET INC			VRUS	9,251.15	0.00	-111.66	0.00	0.00
75.0000	01/13/2012 10/04/2011			PFLN	7,050.20	0.00	-2,787.18	0.00	0.00
033184003	PREMIER FARNELL PLC			PFLN					
1700.0000	02/10/2012 03/08/2011			RSG					
760759100	REPUBLIC SERVICES INC			RSG					
100.0000	11/12/2012 01/11/2012			RDS A					
780259206	ROYAL DUTCH SHELL CL A ADR			RDS A					
125.0000	09/14/2012 Various								
677103905	SHANGRI-LA ASIA								
4000.0000	01/05/2012 06/24/2011								

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78442FEM6	SLM CORP SR UNSEC 6 0% 01/25/17				10,200 00	9,903 93	0.00	296.07	0.00	0.00
10000.0000	04/24/2012 01/24/2012			1972.HK	1,757.58	1,287.36	0.00	470.22	0.00	0.00
B67C2G906	SWIRE PROPERTIES LTD									
700 0000	02/01/2012 01/04/2012									
088470000	TESCO PLC									
500.0000	02/17/2012 01/12/2012			TIF	2,519.97	2,677.53	0.00	-157.56	0.00	0.00
886547108	TIFFANY & CO NEW									
75.0000	12/10/2012 05/14/2012				4,307.90	4,840.59	0.00	-332.69	0.00	0.00
91324PBS0	UNITED HEALTH SR UNSEC 1.875% 11/15/16									
5000.0000	02/24/2012 11/07/2011			UTX	5,088.35	4,958.84	0.00	129.51	0.00	0.00
913017109	UNITED TECHNOLOGIES CORP									
75.0000	02/09/2012 02/14/2011				6,280.37	6,382.49	0.00	-102.12	0.00	0.00
912810QU5	US TREASURY BOND 3 125% 02/15/42									
25000.0000	04/24/2012 03/22/2012				25,016.50	23,864.36	0.00	1,152.14	0.00	0.00
912810QS0	US TREASURY BOND 3.75% 08/15/41									
5000.0000	01/13/2012 09/23/2011				5,876.54	5,903.34	0.00	-26.80	0.00	0.00
912810OS0	US TREASURY BOND 3.75% 08/15/41									
5000.0000	01/31/2012 10/26/2011				5,816.78	5,501.00	0.00	315.78	0.00	0.00

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912828QD5	US TREASURY I/L FRN 0.125% 04/15/16	04/24/2012	Various	81,744.69	80,513.66	0.00	1,231.03	0.00	0.00
75000.0000									
912828QV5	US TREASURY I/L FRN 0.625% 07/15/21	01/06/2012	Various	48,670.48	45,637.96	0.00	3,032.52	0.00	0.00
45000.0000									
912828BD1	US TREASURY I/L FRN 1.875% 07/15/13	04/24/2012	Various	38,894.82	39,146.62	0.00	-251.80	0.00	0.00
30000.0000									
912828RT9	US TREASURY NOTE 1.375% 11/30/18	03/22/2012	11/23/2011	59,148.98	59,840.58	0.00	-691.60	0.00	0.00
60000.0000									
912828RC6	US TREASURY NOTE 2.125% 08/15/21	01/11/2012	Various	20,413.20	20,453.40	0.00	-40.20	0.00	0.00
20000.0000									
912828RC6	US TREASURY NOTE 2.125% 08/15/21	01/31/2012	Various	46,444.74	45,769.32	0.00	675.42	0.00	0.00
45000.0000									
912828RC6	US TREASURY NOTE 2.125% 08/15/21	04/24/2012	11/16/2011	51,049.00	50,592.00	0.00	457.00	0.00	0.00
50000.0000									
912828QQ6	US TREASURY NOTE 2.375% 05-31-18	04/24/2012	06/16/2011	48,290.85	45,437.70	0.00	2,853.15	0.00	0.00
45000.0000									
912828KS8	US TREASURY NOTE 2.625% 02/29/16	01/06/2012	10/26/2011	10,805.04	10,740.66	0.00	64.38	0.00	0.00
10000.0000									

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912828KS8	US TREASURY NOTE 2.625% 02/29/16	04/24/2012	10/26/2011		5,384.00	5,370.33	0.00	13.67	0.00	0.00
5000.0000										
912828ND8	US TREASURY NOTE 3.5% 05/15/20	04/24/2012	07/21/2011		62,993.70	58,018.56	0.00	4,975.14	0.00	0.00
55000.0000										
92769L101	VIRGIN MEDIA INC	01/13/2012	08/31/2011	VMED	2,345.65	2,551.23	0.00	-205.58	0.00	0.00
100.0000										
92769L101	VIRGIN MEDIA INC	01/13/2012	08/31/2011	VMED	2,336.46	2,551.23	0.00	-214.77	0.00	0.00
100.0000										
92769L101	VIRGIN MEDIA INC	01/17/2012	Various	VMED	10,046.54	10,834.82	0.00	-788.28	0.00	0.00
425.0000										
92857WAX8	VODAFONE GRP PLC SR UNSEC 1.625% 3-20-17	04/24/2012	03/13/2012		9,956.44	9,944.70	0.00	11.74	0.00	0.00
10000.0000										
94974BFC9	WELLS FARGO CO BANK SR UNSEC 3.5% 3/8/22	04/24/2012	03/01/2012		5,011.05	4,989.10	0.00	21.95	0.00	0.00
5000.0000										
949746NA5	WELLS FARGO CO HLD FRN SR UNSEC 0.52375%	04/24/2012	09/07/2011		9,793.00	9,517.00	0.00	276.00	0.00	0.00
10000.0000										
Total Short Term Sales					2,698,003.18	2,689,789.78	0.00	8,213.41	0.00	0.00

Long Term 15% Sales

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Account Number: 70-598800
 Recipient's Tax ID Number: XX-XXX4969
 Recipient's Name and Address:
 THE H B FOUNDATION
 C/O MARK A STEPHENITCH, TRUSTEE
 BABSON FARMS, INC
 400 N MICHIGAN AVENUE SUITE 1120
 CHICAGO, IL 60611

☐ Corrected ☐ 2nd TIN notice

CAPITAL GUARDIAN TRUST COMPANY
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
 IRVINE, CA 92618

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

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
88579Y101	3M COMPANY	02/09/2012	03/01/2010	MMM	8,083.48	0.00	748.35	0.00	0.00
100.0000									
88579Y101	3M COMPANY	11/13/2012	Various	MMM	7,155.00	0.00	912.96	0.00	0.00
90.0000									
001055102	AFLAC INC	12/10/2012	11/22/2011	AFL	4,098.78	0.00	1,266.09	0.00	0.00
100.0000									
B4TX8S909	AIA GROUP LTD	09/17/2012	03/31/2011	1299 HK	5,573.80	0.00	1,148.67	0.00	0.00
1800.0000									
B4TX8S909	AIA GROUP LTD	12/11/2012	03/31/2011	1299 HK	9,908.99	0.00	2,458.21	0.00	0.00
3200.0000									
009158106	AIR PRODUCTS & CHEMICALS INC	02/09/2012	10/07/2005	APD	2,748.00	0.00	1,809.91	0.00	0.00
50.0000									
009158106	AIR PRODUCTS & CHEMICALS INC	09/14/2012	10/07/2005	APD	4,122.00	0.00	2,292.60	0.00	0.00
75.0000									
009158106	AIR PRODUCTS & CHEMICALS INC	12/10/2012	10/07/2005	APD	5,496.00	0.00	2,813.81	0.00	0.00
100.0000									
010392EY0	ALABAMA PWR CO 4.85% 12/15/12	04/24/2012	11/15/2010		10,275.67	0.00	-532.53	0.00	0.00
10000.0000									

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Account Number: 70-698800
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 THE H B B FOUNDATION
 C/O MARK A STEPHENITCH, TRUSTEE
 BABSON FARMS, INC
 400 N MICHIGAN AVENUE SUITE 1120
 CHICAGO, IL 60611

CAPITAL GUARDIAN TRUST COMPANY
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
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01741R102	ALLEGHENY TECHNOLOGIES INC	25.0000	01/19/2012	10/21/2009	ATI	1,257.24	874.03	0.00	383.21	0.00	0.00
01741R102	ALLEGHENY TECHNOLOGIES INC	100.0000	05/24/2012	Various	ATI	3,457.07	3,357.59	0.00	99.48	0.00	0.00
01741R102	ALLEGHENY TECHNOLOGIES INC	100.0000	05/25/2012	01/08/2009	ATI	3,430.76	2,942.02	0.00	488.74	0.00	0.00
01741R102	ALLEGHENY TECHNOLOGIES INC	100.0000	05/29/2012	Various	ATI	3,488.18	2,936.71	0.00	551.47	0.00	0.00
01741R102	ALLEGHENY TECHNOLOGIES INC	100.0000	05/30/2012	01/07/2009	ATI	3,311.32	2,920.81	0.00	390.51	0.00	0.00
01741R102	ALLEGHENY TECHNOLOGIES INC	100.0000	05/31/2012	01/07/2009	ATI	3,202.04	2,920.81	0.00	281.23	0.00	0.00
01741R102	ALLEGHENY TECHNOLOGIES INC	100.0000	06/04/2012	01/07/2009	ATI	2,970.39	2,920.81	0.00	49.58	0.00	0.00
01741R102	ALLEGHENY TECHNOLOGIES INC	25.0000	06/05/2012	01/07/2009	ATI	755.54	730.20	0.00	25.34	0.00	0.00
018490102	ALLERGAN INC	150.0000	02/09/2012	11/11/2005	AGN	13,132.24	7,526.25	0.00	5,605.99	0.00	0.00

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Account Number: 70-898800
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☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
 THE H B B FOUNDATION
 C/O MARK A STEPHENITCH, TRUSTEE
 BABSON FARMS, INC
 400 N MICHIGAN AVENUE SUITE 1120
 CHICAGO, IL 60611

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

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Other Basis	Cost or Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
018490102	ALLERGAN INC	09/14/2012	Various	AGN	8,899.80	4,997.91	0.00	3,901.89	0.00	0.00
100.0000										
018490102	ALLERGAN INC	12/10/2012	06/02/2006	AGN	13,807.19	7,467.48	0.00	6,339.71	0.00	0.00
150.0000										
020002101	ALLSTATE CORP (THE)	09/25/2012	05/20/2009	ALL	3,999.88	2,580.26	0.00	1,419.62	0.00	0.00
100.0000										
020002101	ALLSTATE CORP (THE)	09/26/2012	05/20/2009	ALL	3,962.88	2,580.26	0.00	1,382.62	0.00	0.00
100.0000										
020002101	ALLSTATE CORP (THE)	09/27/2012	05/20/2009	ALL	3,971.93	2,580.26	0.00	1,391.67	0.00	0.00
100.0000										
03063TAF1	AMCAR 07-D A4A FSA 5.56% 06/06/2014	01/06/2012	09/11/2007		522.79	522.74	0.00	0.05	0.00	0.00
8096.5752										
03063TAF1	AMCAR 07-D A4A FSA 5.56% 06/06/2014	02/06/2012	09/11/2007		500.79	500.74	0.00	0.05	0.00	0.00
7595.7854										
03063TAF1	AMCAR 07-D A4A FSA 5.56% 06/06/2014	03/06/2012	09/11/2007		538.16	539.11	0.00	0.05	0.00	0.00
7057.6238										
03063TAF1	AMCAR 07-D A4A FSA 5.56% 06/06/2014	04/06/2012	09/11/2007		508.00	507.96	0.00	0.04	0.00	0.00
6549.6228										

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Account Number: 70-698800

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CAPITAL GUARDIAN TRUST COMPANY
C/O PCS TAX, 6455 IRVINE CENTER DR, C-28
IRVINE, CA 92618

Recipient's Name and Address:
THE H B FOUNDATION
C/O MARK A STEPHENITCH, TRUSTEE
BABSON FARMS, INC
400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

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

Cusip	Description	Stock or Other Symbol	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
03063TAF1	AMCAR 07-D A4A FSA 5.56% 06/06/2014		20000.0000	04/24/2012	09/11/2007	6,585.45	6,549.03	0.00	36.42	0.00	0.00
03027X100	AMERICAN TOWER CORP	AMT	200.0000	02/01/2012	Various	12,671.88	8,554.32	0.00	4,117.55	0.00	0.00
03027X100	AMERICAN TOWER CORP	AMT	50.0000	02/09/2012	06/13/2008	3,190.44	2,127.75	0.00	1,062.69	0.00	0.00
03027X100	AMERICAN TOWER CORP	AMT	100.0000	02/09/2012	02/08/2011	6,380.87	5,426.49	0.00	954.38	0.00	0.00
032511BH9	ANADARKO PETROLEUM CORP SR UNSEC 6.375% 09/15/17		10000.0000	04/24/2012	Various	11,874.70	11,084.00	0.00	790.70	0.00	0.00
037389103	AON CORP		200.0000	04/10/2012	07/20/2010	9,809.50	7,077.60	0.00	2,731.90	0.00	0.00
037411A08	APACHE CORP SR UNSEC 6.25% 04/15/12		15000.0000	04/16/2012	09/14/2010	15,000.00	16,215.90	0.00	-1,215.90	0.00	0.00
037833100	APPLE INC	AAPL	25.0000	02/09/2012	03/01/2010	12,363.51	5,145.00	0.00	7,218.51	0.00	0.00
594936908	ASML HOLDING NV		113.0000	04/24/2012	06/29/2010	5,479.55	3,214.72	0.00	2,264.83	0.00	0.00

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Account Number: 70-698800

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THE H B B FOUNDATION
C/O MARK A STEPHENITCH, TRUSTEE
BABSON FARMS, INC
400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

Recipient's Tax ID Number: XX-XXX4969

☐ Corrected ☐ 2nd TIN notice

CAPITAL GUARDIAN TRUST COMPANY
C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
IRVINE, CA 92618

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
AC102GTQ9	ASML HOLDING NV	11/26/2012	Various	ASML.NA	3,286.98	0.00	2,682.38	0.00	0.00
114.7700				5,969.36					
AC102GTQ9	ASML HOLDING NV	12/11/2012	06/30/2010	ASML.NA	1,816.16	0.00	2,276.65	0.00	0.00
63.0000				4,092.81					
AC102GTQ9	ASML HOLDING NV	12/12/2012	06/30/2010	ASML.NA	6.63	0.00	7.90	0.00	0.00
2300				14.53					
569878903	ASSA ABLOY AB B	12/11/2012	10/28/2011	ASSAB.SS	2,641.17	0.00	1,140.35	0.00	0.00
105.0000				3,781.52					
046353AB4	ASTRAZENECA PLC 5.9% 09/15/2017	04/24/2012	09/05/2007		14,994.56	0.00	3,020.75	0.00	0.00
15000.0000				18,015.31					
B15456906	BANK OF CHINA LTD H	12/11/2012	03/01/2010	3988.HK	6,456.32	0.00	-839.42	0.00	0.00
13000.0000				5,616.90					
607564002	BANK OF EAST ASIA	02/10/2012	03/01/2010	23.HK	7,509.04	0.00	418.05	0.00	0.00
2000.0000				7,927.09					
607564002	BANK OF EAST ASIA	09/06/2012	03/01/2010	23.HK	3,003.62	0.00	-230.68	0.00	0.00
800.0000				2,772.94					
607564002	BANK OF EAST ASIA	09/11/2012	03/01/2010	23.HK	3,754.52	0.00	-153.40	0.00	0.00
1000.0000				3,601.12					

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BABSON FARMS, INC
400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

Account Number: 70-698800
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CAPITAL GUARDIAN TRUST COMPANY
C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
IRVINE, CA 92618

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Cusip	Quantity Sold	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
					Bonds, etc.	Stocks				
607564002		BANK OF EAST ASIA			23.HK					
600.0000		09/12/2012	03/01/2010		2,181.16		0.00	-71.55	0.00	0.00
067901108		BARRICK GOLD CORP US\$			ABX					
375.0000		03/30/2012	Various		16,233.76		0.00	5,487.58	0.00	0.00
506921907		BAYER AG			BAYN.GR					
114.0000		12/11/2012	04/01/2011		10,795.33		0.00	1,744.38	0.00	0.00
084870AY4		BERKSHIRE HATHAWAY FRN	02/11/13							
20000.0000		04/24/2012	02/04/2010		20,101.20		0.00	101.20	0.00	0.00
087628905		BG GROUP PLC								
300.0000		02/10/2012	03/01/2010		7,041.95		0.00	1,797.40	0.00	0.00
087628905		BG GROUP PLC								
200.0000		08/06/2012	03/01/2010		3,496.37		0.00	484.27	0.00	0.00
087628905		BG GROUP PLC								
500.0000		09/17/2012	03/01/2010		10,510.49		0.00	1,769.56	0.00	0.00
087628905		BG GROUP PLC								
300.0000		11/20/2012	03/01/2010		4,870.04		0.00	-374.51	0.00	0.00
614469005		BHP BILLITON LTD (AUD)								
181.0000		02/10/2012	03/01/2010		7,077.53		0.00	448.80	0.00	0.00

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C/O PCS TAX, 6455 IRVINE CENTER DR, C-28
IRVINE, CA 92618

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400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

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Cusip	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
614469005	BHP BILLITON LTD (AUD)	09/17/2012	03/01/2010		4,874.51	5,017.32	0.00	142.81	0.00	0.00
137.0000										
09062XAA1	BIOGEN IDEC INC 6% 03/01/13	04/24/2012	02/28/2008		15,632.78	14,997.15	0.00	635.63	0.00	0.00
15000.0000										
575602909	BMW AG	12/11/2012	08/15/2011		7,515.14	7,081.46	0.00	433.68	0.00	0.00
82.0000										
730968906	BNP PARIBAS	12/11/2012	03/01/2010	BNP FP	3,880.80	5,071.29	0.00	1,190.49	0.00	0.00
69.0000										
653611905	BOC HONG KONG HOLDINGS LTD	12/11/2012	Various	2388 HK	3,066.96	2,321.47	0.00	745.50	0.00	0.00
1000.0000										
400212908	BOUYGUES	02/10/2012	03/01/2010		4,799.78	6,788.22	0.00	1,988.44	0.00	0.00
145.0000										
400212908	BOUYGUES	04/13/2012	03/01/2010		5,990.89	10,065.29	0.00	4,074.40	0.00	0.00
215.0000										
400212908	BOUYGUES	08/30/2012	03/01/2010		3,032.95	5,805.10	0.00	2,772.15	0.00	0.00
124.0000										
400212908	BOUYGUES	08/31/2012	Various		2,807.29	5,336.94	0.00	2,529.65	0.00	0.00
114.0000										

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Quantity Sold	Stocks, Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
111320107	BROADCOM CORP	02/09/2012	02/19/2009	BRCM	300.0000	11,351.78	5,121.30	0.00	6,230.48	0.00	0.00
111320107	BROADCOM CORP	12/10/2012	07/08/2011	BRCM	150.0000	5,105.13	5,129.60	0.00	-24.47	0.00	0.00
07388LAD2	BSCMS 06-PW13 AAB 5.53% 09/11/41	01/11/2012	07/12/2010		27726.7870	518.40	555.66	0.00	-37.26	0.00	0.00
07388LAD2	BSCMS 06-PW13 AAB 5.53% 09/11/41	02/13/2012	07/12/2010		27168.8484	557.94	598.04	0.00	-40.10	0.00	0.00
07388LAD2	BSCMS 06-PW13 AAB 5.53% 09/11/41	03/12/2012	07/12/2010		26503.6154	665.23	713.04	0.00	-47.81	0.00	0.00
07388LAD2	BSCMS 06-PW13 AAB 5.53% 09/11/41	04/11/2012	07/12/2010		25986.5146	517.10	554.27	0.00	-37.17	0.00	0.00
07388LAD2	BSCMS 06-PW13 AAB 5.53% 09/11/41	04/24/2012	07/12/2010		30000.0000	27,397.71	27,854.30	0.00	-456.59	0.00	0.00
12189TBB9	BURLINGTON NORTH SANTA FE CORP 7% 02/01/2014	04/24/2012	Various		15000.0000	16,618.67	15,727.90	0.00	890.77	0.00	0.00
13063BF00	CA ST GO TAXABLE BAB 5.75% 03/01/17	04/25/2012	03/25/2010		25000.0000	28,884.25	25,133.75	0.00	3,750.50	0.00	0.00

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124765959	CAE INC			CAE.CN						
400.0000	11/20/2012 Various				3,752.76	5,405.39	0.00	-1,652.63	0.00	0.00
136375850	CANADIAN NATIONAL RAILWAY 4.95% 01/15/2014									
15000.0000	04/24/2012, 10/07/2010				16,103.19	16,801.95	0.00	-698.46	0.00	0.00
617232004	CANON INC									
200.0000	02/10/2012 Various				8,930.06	9,646.32	0.00	-716.26	0.00	0.00
617232004	CANON INC									
200.0000	11/12/2012 Various				6,190.22	9,595.23	0.00	-3,405.01	0.00	0.00
138006309	CANON INC ADR			CAJ						
100.0000	09/26/2012 12/20/2007				3,277.72	4,750.00	0.00	-1,472.28	0.00	0.00
138006309	CANON INC ADR			CAJ						
200.0000	11/29/2012 12/20/2007				6,989.02	9,500.00	0.00	-2,510.98	0.00	0.00
143658300	CARNIVAL CORP COMMON PAIRED STOCK			CCL						
400.0000	12/10/2012 Various				15,169.19	12,400.10	0.00	2,769.09	0.00	0.00
144141CS5	CAROLINA POWER & LIGHT SR UNSEC 6 5% 07/15/12									
15000.0000	04/24/2012 Various				15,198.48	16,447.95	0.00	-1,249.47	0.00	0.00
12513EAG9	CD 05-CD1 A4 5.39701% 07/15/44									
35000.0000	04/24/2012, 07/15/2010				39,112.78	37,571.68	0.00	1,541.10	0.00	0.00

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15135U950	CENOVUS ENERGY INC C\$	01/25/2012	07/20/2010	CVE.CN	2,123.48	0.00	589.08	0.00	0.00
15135U950	CENOVUS ENERGY INC C\$	02/09/2012	Various	CVE.CN	1,143.43	0.00	2,669.43	0.00	0.00
15135U950	CENOVUS ENERGY INC C\$	04/16/2012	Various	CVE.CN	3,364.56	0.00	688.05	0.00	0.00
15135U950	CENOVUS ENERGY INC C\$	04/17/2012	Various	CVE.CN	3,356.05	0.00	743.64	0.00	0.00
15135U950	CENOVUS ENERGY INC C\$	04/17/2012	Various	CVE.CN	3,383.04	0.00	777.61	0.00	0.00
15135U950	CENOVUS ENERGY INC C\$	04/18/2012	Various	CVE.CN	1,288.67	0.00	401.89	0.00	0.00
156782104	CERNER CORP	02/09/2012	08/02/2006	CERN	12,188.51	0.00	8,583.13	0.00	0.00
156782104	CERNER CORP	12/10/2012	Various	CERN	7,845.81	0.00	5,823.39	0.00	0.00
17275RAG7	CISCO SYSTEMS INC SR UNSEC 2.9% 11/17/14	04/24/2012	10/07/2010		21,193.66	0.00	173.14	0.00	0.00

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Account Number: 70-698800
 Recipient's Tax ID Number: XX-XXX4969
 Recipient's Name and Address:
 THE H B B FOUNDATION
 C/O MARK A STEPHENITCH, TRUSTEE
 BABSON FARMS, INC
 400 N MICHIGAN AVENUE SUITE 1120
 CHICAGO, IL 60611

CAPITAL GUARDIAN TRUST COMPANY
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-28
 IRVINE, CA 92618

☐ Corrected ☐ 2nd TIN notice

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

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
172967FE6	CITIGROUP INC SR UNSEC 6.0% 12/13/13	04/25/2012	09/22/2010	10,557.30	10,957.00	0.00	-399.70	0.00	0.00
10000.0000								4	
191216AL4	COCA COLA CO 3.625% 03/15/2014	04/24/2012	03/03/2009	15,878.97	14,974.98	0.00	903.99	0.00	0.00
15000.0000								7	
194162103	COLGATE-PALMOLIVE CO	07/27/2012	03/09/2011	10,685.35	7,890.31	0.00	2,795.04	0.00	0.00
100.0000									
194162103	COLGATE-PALMOLIVE CO	07/27/2012	03/10/2011	10,604.74	7,893.78	0.00	2,710.96	0.00	0.00
100.0000								8	
20030NAE1	COMCAST CORP 5.3% 01-15-14	04/24/2012	08/16/2010	10,736.13	11,151.20	0.00	-415.07	0.00	0.00
10000.0000								1	
20030N101	COMCAST CORP CL A (NEW)	01/24/2012	11/22/2010	9,022.23	7,119.91	0.00	1,902.32	0.00	0.00
350.0000									
20030N101	COMCAST CORP CL A (NEW)	02/09/2012	Various	10,984.30	8,059.37	0.00	2,924.94	0.00	0.00
400.0000									
20030N101	COMCAST CORP CL A (NEW)	09/14/2012	Various	7,059.35	3,959.11	0.00	3,100.23	0.00	0.00
200.0000								9	
210518C07	CONSUMERS ENERGY CO 5.65% 09/15/2018	04/24/2012	Various	17,900.22	15,000.70	0.00	2,899.52	0.00	0.00
15000.0000									

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Account Number: 70-698800

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CAPITAL GUARDIAN TRUST COMPANY
C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
IRVINE, CA 92618

☐ Corrected

☐ 2nd TIN notice

Recipient's Name and Address:
THE H B B FOUNDATION
C/O MARK A STEPHENITCH, TRUSTEE
BABSON FARMS, INC
400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

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

Cusip	Description	Date of Sale or Exchange	Quantity Sold	Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
22160K105	COSTCO WHOLESALE CORP	01/06/2012	100.0000	8,179.06 COST	3,178.00	0.00	5,001.06	0.00	0.00
22160K105	COSTCO WHOLESALE CORP	01/09/2012	100.0000	7,912.40 COST	3,178.00	0.00	4,734.40	0.00	0.00
018270009	CRH PLC	01/11/2012	200.0000	3,822.87 CRH.LN	4,273.81	0.00	-450.94	0.00	0.00
018270009	CRH PLC	01/12/2012	38.0000	737.99 CRH.LN	795.23	0.00	-57.24	0.00	0.00
235851102	DANAHER CORP	01/24/2012	75.0000	3,939.08 DHR	2,608.05	0.00	1,331.03	0.00	0.00
235851102	DANAHER CORP	09/14/2012	100.0000	5,494.87 DHR	5,047.04	0.00	447.83	0.00	0.00
B1Y9TB906	DANONE	02/06/2012	53.0000	3,389.37 BN.FP	3,156.31	0.00	233.06	0.00	0.00
B1Y9TB906	DANONE	11/22/2012	40.0000	2,536.29 BN.FP	2,382.12	0.00	154.17	0.00	0.00
B1Y9TB906	DANONE	11/22/2012	114.0000	7,201.72 BN.FP	7,785.84	0.00	-584.12	0.00	0.00

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 CHICAGO, IL 60611

Capital Guardian Trust Company
 C/O PCS TAX, 6455 IRVINE CENTER DR. C-2B
 IRVINE, CA 92618

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Cusip	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
B1Y9TB906	DANONE	11/22/2012	04/13/2011	BN.FP	11,032.87	11,772.49	0.00	-739.62	0.00	0.00
174.0000										
B1Y9TB906	DANONE	11/22/2012	04/14/2011	BN.FP	1,515.84	1,648.41	0.00	-132.57	0.00	0.00
24.0000										
B1Y9TB906	DANONE	12/11/2012	07/15/2010	BN.FP	8,225.89	7,444.12	0.00	781.77	0.00	0.00
125.0000										
B1Y9TB906	DANONE	12/13/2012	07/15/2010	BN.FP	7,239.29	6,431.72	0.00	807.57	0.00	0.00
108.0000										
23918K108	DAVITA HEALTHCARE PARTNERS INC	01/23/2012	12/22/2009	DVA	4,018.71	2,959.00	0.00	1,059.71	0.00	0.00
50.0000										
23918K108	DAVITA HEALTHCARE PARTNERS INC	02/09/2012	Various	DVA	8,347.82	5,429.50	0.00	2,918.32	0.00	0.00
100.0000										
23918K108	DAVITA HEALTHCARE PARTNERS INC	06/04/2012	10/07/2005	DVA	6,032.48	3,705.75	0.00	2,326.73	0.00	0.00
75.0000										
023740905	DIAGEO PLC	12/11/2012	03/01/2010	DGE LN	12,002.50	6,452.43	0.00	5,550.07	0.00	0.00
400.0000										
25470F104	DISCOVERY COMMUNICATIONS INC CL A	12/19/2012	02/28/2011	DISCA	6,299.48	4,271.18	0.00	2,028.30	0.00	0.00
100.0000										

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400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

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CAPITAL GUARDIAN TRUST COMPANY
C/O PCS TAX, 6455 IRVINE CENTER DR, C-28
IRVINE, CA 92618

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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.				
25470F104	DISCOVERY COMMUNICATIONS INC CL A						
75.0000	12/19/2012	03/01/2011	DISCA	0.00	1,544.97	0.00	0.00
254687AW6	DISNEY WALT CO SR UNSEC 4.5% 12/15/13						
15000.0000	04/24/2012	09/20/2010	15,983.29	0.00	-655.96	0.00	0.00
26442EAB6	DUKE ENERGY OHIO INC 2.1% 06/15/13						
10000.0000	04/25/2012	08/09/2010	10,170.60	0.00	64.30	0.00	0.00
263534CH0	DUPONT EI NEMOUR FRN SR UNSEC						
10000.0000	04/24/2012	03/22/2011	10,090.75	0.00	90.75	0.00	0.00
278642103	EBAY INC						
425.0000	01/06/2012	01/22/2008	EBAY	0.00	1,409.46	0.00	0.00
278865100	ECOLAB INC						
125.0000	02/09/2012	Various	ECL	0.00	3,384.90	0.00	0.00
278865100	ECOLAB INC						
200.0000	07/27/2012	Various	ECL	0.00	6,950.74	0.00	0.00
281020107	EDISON INTERNATIONAL						
150.0000	01/06/2012	01/20/2009	EIX	0.00	1,175.32	0.00	0.00
291011104	EMERSON ELECTRIC CO						
200.0000	03/01/2012	10/07/2005	EMR	0.00	3,054.01	0.00	0.00

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 IRVINE, CA 92618

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Cusip	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
291011104	EMERSON ELECTRIC CO	03/02/2012	10/07/2005	EMR	1,253.52	874.00	0.00	379.52	0.00	0.00
25.0000										
291011104	EMERSON ELECTRIC CO	09/14/2012	10/07/2005	EMR	5,026.88	3,496.00	0.00	1,530.88	0.00	0.00
100.0000										
29250NAB1	ENBRIDGE INC 5.60% 04/01/17	04/24/2012	06/20/2008		17,355.47	14,639.59	0.00	2,715.88	0.00	0.00
15000.0000										
292505955	ENCANA CORP	11/12/2012	Various	ECA.CN	18,654.70	29,251.60	0.00	-10,596.90	0.00	0.00
900.0000										
292505955	ENCANA CORP	12/10/2012	Various	ECA.CN	10,619.93	15,563.02	0.00	-4,943.09	0.00	0.00
500.0000										
26875P101	EOG RESOURCES INC	01/18/2012	09/25/2006	EOG	10,429.30	6,225.82	0.00	4,203.48	0.00	0.00
100.0000										
31428X106	FEDEX CORP	06/14/2012	Various	FDX	10,847.40	6,763.69	0.00	4,083.71	0.00	0.00
125.0000										
034521906	FIRSTGROUP PLC	11/30/2012	05/24/2011	FGP.LN	903.95	1,686.87	0.00	-782.92	0.00	0.00
300.0000										
034521906	FIRSTGROUP PLC	12/07/2012	05/24/2011	FGP.LN	4,521.20	8,434.36	0.00	-3,913.16	0.00	0.00
1500.0000										

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400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

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CAPITAL GUARDIAN TRUST COMPANY
C/O PCS TAX, 6455 IRVINE CENTER DR, C-28
IRVINE, CA 92618

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

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
034521906	FIRSTGROUP PLC	12/17/2012	Various	FGPLN	5,065.94	0.00	-2,284.25	0.00	0.00
900.0000									
343412102	FLUOR CORP (NEW)	01/18/2012	10/07/2005	FLR	2,990.30	0.00	2,544.61	0.00	0.00
100.0000									
343412102	FLUOR CORP (NEW)	01/18/2012	10/07/2005	FLR	2,990.30	0.00	2,585.98	0.00	0.00
100.0000									
31419LXU2	FNCL 4.0 AE9690 85K MAX 11/01/40	02/27/2012	12/08/2010		957.50	0.00	0.75	0.00	0.00
59222.0969									
31419LXU2	FNCL 4.0 AE9690 85K MAX 11/01/40	03/26/2012	12/08/2010		873.82	0.00	0.68	0.00	0.00
58347.5967									
31419LXU2	FNCL 4.0 AE9690 85K MAX 11/01/40	04/24/2012	12/08/2010		58,030.24	0.00	4,344.53	0.00	0.00
65126.0000									
3138AA4J7	FNCL 4.5 AH8924 MHA 04/01/41	04/09/2012	04/01/2011		353.81	0.00	-5.71	0.00	0.00
80038.8917									
3138AA4J7	FNCL 4.5 AH8924 MHA 04/01/41	04/25/2012	04/01/2011		873.65	0.00	-14.09	0.00	0.00
78821.1911									
3138AA4J7	FNCL 4.5 AH8924 MHA 04/01/41	04/26/2012	04/01/2011		56,551.32	0.00	3,964.23	0.00	0.00
60000.0000									

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C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
IRVINE, CA 92618

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BABSON FARMS, INC
400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

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Cusip	Quantity Sold	Date of Sale or Exchange	Description	Stock or Other Symbol		Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
				Stocks, Bonds, etc.	Cost or Other Basis				
3138AA4J7		05/25/2012	FNCL 4.5 AH8924 MHA 04/01/41	638 18	0.00	0.00	638 18	0.00	0.00
55000.3110		01/25/2012	FNR 07-33 HE PAC 5.5% 04/25/2037	321.11	321.83	0.00	-0.72	0.00	0.00
31396VGT9		02/27/2012	FNR 07-33 HE PAC 5.5% 04/25/2037	303.43	304.11	0.00	-0.68	0.00	0.00
21669.8080		03/26/2012	FNR 07-33 HE PAC 5.5% 04/25/2037	323.40	324.11	0.00	-0.71	0.00	0.00
31396VGT9		04/24/2012	FNR 07-33 HE PAC 5.5% 04/25/2037	23,221.26	21,077.82	0.00	2,143.44	0.00	0.00
40000.0000		01/17/2012	FREDDIE MAC 6% 02/15/2037	1,079.54	1,100.81	0.00	-21.27	0.00	0.00
31397FAG7		02/15/2012	FREDDIE MAC 6% 02/15/2037	735.54	750.03	0.00	-14.49	0.00	0.00
32066.6918		03/15/2012	FREDDIE MAC 6% 02/15/2037	736.07	750.57	0.00	-14.50	0.00	0.00
31397FAG7		04/16/2012	FREDDIE MAC 6% 02/15/2037	1,155.85	1,178.62	0.00	-22.77	0.00	0.00

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Cusip	Description	Date of Sale or Exchange	Quantity Sold	Stocks, Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
31397FAG7	FREDDIE MAC 6% 02/15/2037	04/24/2012	Various	32,587.17	30,229.88	0.00	2,357.29	0.00	0.00
65000.0000									
36202FDW3	G2SF 4.5 4617 01/20/40	02/21/2012	01/25/2010	816.87	825.29	0.00	-8.42	0.00	0.00
62261.2680									
36202FDW3	G2SF 4.5 4617 01/20/40	03/20/2012	01/25/2010	1,061.16	1,072.11	0.00	-10.95	0.00	0.00
61200.1035									
36202FDW3	G2SF 4.5 4617 01/20/40	04/20/2012	01/25/2010	1,141.98	1,153.76	0.00	-11.78	0.00	0.00
60058.1228									
36202FDW3	G2SF 4.5 4617 01/20/40	04/24/2012	01/25/2010	65,914.99	60,677.48	0.00	5,237.51	0.00	0.00
75000.0000									
B0C2CQ902	GDF SUEZ	08/17/2012	03/01/2010	7,376.64	11,145.57	0.00	-3,768.93	0.00	0.00
300.0000									
369604103	GENERAL ELECTRIC CO (USD)	12/10/2012	08/09/2011	4,278.90	3,087.74	0.00	1,191.16	0.00	0.00
200.0000									
370334104	GENERAL MILLS INC	01/18/2012	Various	7,150.50	5,425.53	0.00	1,724.97	0.00	0.00
175.0000									
G3922B107	GENPACT LTD	12/10/2012	Various	7,956.71	8,017.78	0.00	-61.07	0.00	0.00
500.0000									

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Cusip	Description	Quantity Sold	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
38186CBF9	GMAC FDIC 2.2% 12/19/12	25000.0000	04/24/2012	09/03/2010		25,330.50	25,794.05	0.00	-463.55	0.00	0.00
38141G104	GOLDMAN SACHS GROUP INC	100.0000	12/10/2012	04/14/2009	GS	11,686.02	12,300.00	0.00	-613.98	0.00	0.00
38143USC6	GOLDMAN SACHS GROUP SR UNSEC 3.625% 02/07/16	5000.0000	03/05/2012	02/02/2011		5,011.50	4,992.36	0.00	19.14	0.00	0.00
38143USC6	GOLDMAN SACHS GROUP SR UNSEC 3.625% 02/07/16	5000.0000	03/05/2012	02/02/2011		5,010.95	4,992.36	0.00	18.59	0.00	0.00
38259P508	GOOGLE INC CL A	20.0000	02/09/2012	02/27/2008	GOOG	12,231.36	9,318.30	0.00	2,913.06	0.00	0.00
38259P508	GOOGLE INC CL A	10.0000	12/10/2012	02/27/2008	GOOG	6,852.44	4,659.15	0.00	2,193.30	0.00	0.00
38259P508	GOOGLE INC CL A	10.0000	12/10/2012	10/21/2011	GOOG	6,852.44	5,886.07	0.00	966.38	0.00	0.00
40415F101	HDFC BANK LTD	100.0000	01/12/2012	03/01/2010	HDB	2,813.96	2,447.20	0.00	366.76	0.00	0.00
40415F101	HDFC BANK LTD	100.0000	01/13/2012	03/01/2010	HDB	2,797.20	2,447.20	0.00	350.00	0.00	0.00

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Cusip	Description	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
40415F101	HDFC BANK LTD	HDB	2,851.48	2,447.20	0.00	404.28	0.00	0.00
100 0000	01/17/2012 03/01/2010							
40415F101	HDFC BANK LTD	HDB	2,185.21	1,835.40	0.00	349.81	0.00	0.00
75 0000	01/18/2012 03/01/2010							
568743900	HENNES & MAURITZ AB	HMB.SS	7,236.90	6,380.42	0.00	856.48	0.00	0.00
209.0000	02/10/2012 03/01/2010							
568743900	HENNES & MAURITZ AB	HMB.SS	6,796.89	7,302.31	0.00	-505.42	0.00	0.00
209.0000	12/11/2012 10/27/2011							
437076102	HOME DEPOT INC	HD	9,463.28	5,243.60	0.00	4,219.68	0.00	0.00
150.0000	12/10/2012 09/20/2011							
43812KAC7	HONDA AUTO REC OWNER TR SER 2010-2 CL A31.34%		1,176.34	1,176.19	0.00	0.15	0.00	0.00
14088.4539	03/18/2014 01/18/2012 05/12/2010							
43812KAC7	HONDA AUTO REC OWNER TR SER 2010-2 CL A31.34%		1,180.46	1,180.32	0.00	0.14	0.00	0.00
12907.9907	03/18/2014 02/21/2012 05/12/2010							
43812KAC7	HONDA AUTO REC OWNER TR SER 2010-2 CL A31.34%		1,128.91	1,128.77	0.00	0.14	0.00	0.00
11779.0802	03/19/2012 05/12/2010							
43812KAC7	HONDA AUTO REC OWNER TR SER 2010-2 CL A31.34%		1,163.62	1,163.48	0.00	0.14	0.00	0.00
10615.4579	03/18/2014 04/18/2012 05/12/2010							

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Recipient's Name and Address:
THE H B B FOUNDATION
C/O MARK A STEPHENITCH, TRUSTEE
BABSON FARMS, INC
400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

Account Number:
70-698800
Recipient's Tax ID Number:
XX-XXX4969

Capital Guardian Trust Company
C/O PCS TAX, 6455 IRVINE CENTER DR, C-28
IRVINE, CA 92618

☐ Corrected ☐ 2nd TIN notice

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43812KAC7	HONDA AUTO REC OWNER TR SER 2010-2 CL A31 34%	20000.0000	03/18/2014	05/12/2010	10,655.58	10,614.16	0.00	41.42	0.00	0.00
643655004	HONG KONG/CHINA GAS	5000.0000	02/09/2012	Various	11,749.15	9,821.87	0.00	1,927.28	0.00	0.00
643655004	HONG KONG/CHINA GAS	2000.0000	02/10/2012	03/01/2010	4,697.04	3,769.08	0.00	927.96	0.00	0.00
643655004	HONG KONG/CHINA GAS	1000.0000	12/11/2012	03/01/2010	2,731.84	1,713.22	0.00	1,018.62	0.00	0.00
44266RAA5	HOWARD HUGHES MED TAXABLE SR UNSEC 3.45%	30000.0000	09/01/14	08/12/2009	32,027.28	29,967.77	0.00	2,059.51	0.00	0.00
054052907	HSBC HOLDINGS PLC UKP	.8714	01/26/2012	03/01/2010	7.45	9.29	0.00	-1.84	0.00	0.00
054052907	HSBC HOLDINGS PLC UKP	1170.0000	09/17/2012	03/01/2010	11,077.04	12,466.90	0.00	-1,389.86	0.00	0.00
054052907	HSBC HOLDINGS PLC UKP	1293.0000	12/11/2012	03/01/2010	13,373.15	13,777.52	0.00	-404.37	0.00	0.00
45104G104	ICICI BANK LTD SPON ADR	150.0000	09/14/2012	Various	5,787.47	6,390.24	0.00	-602.77	0.00	0.00

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45104G104	ICICI BANK LTD SPON ADR	IBN	100.0000	09/14/2012	02/23/2011	3,858.31	4,428.54	0.00	-570.23	0.00	0.00
45104G104	ICICI BANK LTD SPON ADR	IBN	100.0000	12/10/2012	04/22/2010	4,373.90	4,237.08	0.00	136.82	0.00	0.00
452152HP9	ILLINOIS ST GO PENSION TAXABLE 4.026% 03/01/14		10000.0000	04/24/2012	02/23/2011	10,438.70	10,000.00	0.00	438.70	0.00	0.00
452308109	ILLINOIS TOOL WORKS INC	ITW	100.0000	01/23/2012	10/07/2005	5,145.89	3,999.50	0.00	1,146.39	0.00	0.00
452308109	ILLINOIS TOOL WORKS INC	ITW	100.0000	02/09/2012	10/07/2005	5,622.89	3,999.50	0.00	1,623.39	0.00	0.00
452308109	ILLINOIS TOOL WORKS INC	ITW	100.0000	02/29/2012	10/07/2005	5,590.48	3,999.50	0.00	1,590.98	0.00	0.00
045449907	IMPERIAL TOBACCO PLC		101.0000	12/11/2012	03/01/2010	4,027.13	3,153.57	0.00	873.56	0.00	0.00
459200101	INTERNATIONAL BUSINESS MACHINES CORP	IBM	75.0000	01/31/2012	03/31/2009	14,393.71	7,320.97	0.00	7,072.74	0.00	0.00
459200101	INTERNATIONAL BUSINESS MACHINES CORP	IBM	50.0000	02/09/2012	03/31/2009	9,663.81	4,880.65	0.00	4,783.16	0.00	0.00

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459200101	INTERNATIONAL BUSINESS MACHINES CORP	10/19/2012	03/31/2009	IBM	19,373.02	9,761.29	0.00	9,611.73	0.00	0.00
459200101	INTERNATIONAL BUSINESS MACHINES CORP	10/22/2012	03/31/2009	IBM	969.22	488.06	0.00	481.16	0.00	0.00
459200101	INTERNATIONAL BUSINESS MACHINES CORP	12/10/2012	Various	IBM	9,645.03	4,811.28	0.00	4,833.75	0.00	0.00
459902102	INTERNATIONAL GAME TECHNOLOGY	10/19/2012	12/29/2010	IGT	1,299.96	1,756.35	0.00	-456.39	0.00	0.00
459902102	INTERNATIONAL GAME TECHNOLOGY	10/22/2012	12/30/2010	IGT	1,297.91	1,753.89	0.00	-455.98	0.00	0.00
459902102	INTERNATIONAL GAME TECHNOLOGY	10/23/2012	12/30/2010	IGT	1,267.70	1,753.89	0.00	-486.19	0.00	0.00
459902102	INTERNATIONAL GAME TECHNOLOGY	10/25/2012	12/28/2010	IGT	1,274.03	1,737.55	0.00	-463.52	0.00	0.00
459902102	INTERNATIONAL GAME TECHNOLOGY	10/26/2012	12/28/2010	IGT	1,270.16	1,737.55	0.00	-467.39	0.00	0.00
462846106	IRON MOUNTAIN INC	09/14/2012	Various	IRM	9,907.78	6,379.63	0.00	3,528.15	0.00	0.00

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					Bonds, etc.	Stocks					
426281101		JACK HENRY & ASSOC INC			JKHY						
125.0000		09/14/2012	04/26/2011		4,690.89		4,219.99	0.00	470.90	0.00	0.00
426281101		JACK HENRY & ASSOC INC			JKHY						
125.0000		12/10/2012	04/26/2011		4,874.14		4,219.99	0.00	654.15	0.00	0.00
46625H100		JPMORGAN CHASE & CO			JPM						
125.0000		05/24/2012	12/22/2009		4,237.21		5,246.25	0.00	-1,009.04	0.00	0.00
46625H100		JPMORGAN CHASE & CO			JPM						
200.0000		12/10/2012	Various		8,480.80		7,409.10	0.00	1,071.70	0.00	0.00
48203R104		JUNIPER NETWORKS INC			JNPR						
200.0000		07/16/2012	Various		2,861.84		4,725.45	0.00	-1,863.61	0.00	0.00
49446QBD2		KIMCO RLTY CORP 5.584% 11/23/15									
20000.0000		04/24/2012	01/13/2011		21,527.02		21,924.40	0.00	-397.38	0.00	0.00
4945508G0		KINDER MORGAN ENERGY SR UNSEC 3.5% 03/01/16									
12000.0000		04/24/2012	Various		12,723.04		12,063.54	0.00	659.50	0.00	0.00
482480100		KLA-TENCOR CORP			KLAC						
75.0000		01/24/2012	10/01/2010		3,842.20		2,633.49	0.00	1,208.71	0.00	0.00
482480100		KLA-TENCOR CORP			KLAC						
100.0000		02/09/2012	Various		5,078.90		3,511.22	0.00	1,567.68	0.00	0.00

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482480100	KLAC	09/06/2012	09/30/2010	KLAC	10,407.36	7,022.38	0.00	3,384.98	0.00	0.00
200.0000										
482480100	KLAC	09/14/2012	Various	KLAC	5,254.88	3,498.47	0.00	1,756.41	0.00	0.00
100.0000										
482480100	KLAC	12/10/2012	09/29/2010	KLAC	4,746.89	3,494.22	0.00	1,252.67	0.00	0.00
100.0000										
595607804	KONINKLIJKE KPN NV	02/17/2012	03/01/2010		7,322.59	11,091.92	0.00	-3,769.33	0.00	0.00
695.0000										
595607904	KONINKLIJKE KPN NV	07/24/2012	03/01/2010		4,013.12	7,453.13	0.00	-3,440.01	0.00	0.00
467.0000										
595607904	KONINKLIJKE KPN NV	12/17/2012	03/01/2010		721.36	2,202.42	0.00	-1,481.06	0.00	0.00
138.0000										
50075N104	KRAFT FOODS INC CL A	04/16/2012	04/13/2011	KFT	4,690.57	4,053.05	0.00	637.52	0.00	0.00
125.0000										
501044CL3	KROGER CO 7.5% 01/15/2014	04/24/2012	11/18/2008		16,564.60	14,990.25	0.00	1,674.35	0.00	0.00
15000.0000										
649796000	KURITA WATER INDUSTRIES LTD	03/09/2012	Various	6370.JP	4,975.58	5,538.65	0.00	-563.07	0.00	0.00
200.0000										

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Cusip	Description	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
649796000	KURITA WATER INDUSTRIES LTD	6370 JP	4,806 12	5,670 14	0.00	-864 02	0.00	0.00
200.0000	03/27/2012 Various							
649796000	KURITA WATER INDUSTRIES LTD	6370 JP	2,375 72	2,638 94	0.00	-263 22	0.00	0.00
100.0000	04/19/2012 06/03/2010							
649796000	KURITA WATER INDUSTRIES LTD	6370 JP	2,406 82	2,841 48	0.00	-434 66	0.00	0.00
100.0000	04/24/2012 08/20/2010							
649796000	KURITA WATER INDUSTRIES LTD	6370 JP	2,473 58	2,841 47	0.00	-367 89	0.00	0.00
100.0000	04/27/2012 08/20/2010							
649796000	KURITA WATER INDUSTRIES LTD	6370 JP	4,852 14	5,367 39	0.00	-515 25	0.00	0.00
200.0000	05/02/2012 Various							
649796000	KURITA WATER INDUSTRIES LTD	6370 JP	4,688 28	5,181 35	0.00	-493 08	0.00	0.00
200.0000	05/09/2012 Various							
649796000	KURITA WATER INDUSTRIES LTD	6370 JP	8,530 56	11,048 59	0.00	-2,518 03	0.00	0.00
400.0000	05/24/2012 Various							
649796000	KURITA WATER INDUSTRIES LTD	6370 JP	4,298 56	5,458 31	0.00	1,159 75	0.00	0.00
200.0000	05/25/2012 Various							
B1YXBJ905	L'AIR LIQUIDE (L)	AI FP	7,460 02	7,479 91	0.00	-19 89	0.00	0.00
58.0000	02/06/2012 12/29/2010							

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B1YXBJ905	L'AIR LIQUIDE (L)	AI.FP	2000	07/05/2012	12/29/2010	22.10	23.45	0.00	-1.35	0.00	0.00
B1YXBJ905	L'AIR LIQUIDE (L)	AI.FP	53,0000	09/17/2012	Various	6,795.30	5,879.89	0.00	915.41	0.00	0.00
628625907	LI & FUNG LTD	494.HK	8000.0000	09/26/2012	03/01/2010	11,992.84	19,113.27	0.00	-7,120.43	0.00	0.00
628625907	LI & FUNG LTD	494.HK	12000.0000	09/26/2012	Various	17,989.26	20,351.25	0.00	-2,361.99	0.00	0.00
574081907	LINDE AG	LIN.GR	27.0000	12/11/2012	02/04/2011	4,761.09	4,027.07	0.00	734.02	0.00	0.00
405780909	L'OREAL		118.0000	12/11/2012	Various	16,362.17	12,355.63	0.00	4,006.54	0.00	0.00
548661107	LOWES COMPANIES INC	LOW	350.0000	01/11/2012	01/11/2008	9,273.14	7,127.01	0.00	2,146.13	0.00	0.00
406141903	LVMH MOET HENNESSY LOUIS VUITTON SA	MC.FP	23.0000	12/11/2012	10/18/2011	4,182.11	3,533.71	0.00	648.40	0.00	0.00
57772K101	MAXIM INTEGRATED PRODS INC	MXIM	100.0000	01/03/2012	01/26/2009	2,652.39	1,344.85	0.00	1,307.54	0.00	0.00

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57772K101	MAXIM INTEGRATED PRODS INC	01/04/2012	01/28/2009	100.0000	2,600.46 MXIM	1,343.64	0.00	1,256.82	0.00	0.00
57772K101	MAXIM INTEGRATED PRODS INC	01/05/2012	01/23/2009	100.0000	2,608.10 MXIM	1,263.68	0.00	1,344.42	0.00	0.00
57772K101	MAXIM INTEGRATED PRODS INC	01/06/2012	01/23/2009	100.0000	2,607.86 MXIM	1,263.68	0.00	1,344.18	0.00	0.00
57772K101	MAXIM INTEGRATED PRODS INC	01/09/2012	01/23/2009	100.0000	2,636.74 MXIM	1,198.50	0.00	1,438.24	0.00	0.00
57772K101	MAXIM INTEGRATED PRODS INC	01/10/2012	01/22/2009	100.0000	2,631.19 MXIM	1,172.60	0.00	1,458.59	0.00	0.00
57772K101	MAXIM INTEGRATED PRODS INC	01/12/2012	01/22/2009	100.0000	2,628.75 MXIM	1,172.60	0.00	1,456.15	0.00	0.00
57772K101	MAXIM INTEGRATED PRODS INC	01/18/2012	01/22/2009	100.0000	2,734.03 MXIM	1,137.28	0.00	1,596.75	0.00	0.00
580135101	MCDONALDS CORP	05/10/2012	03/31/2011	50.0000	4,611.41 MCD	3,808.95	0.00	802.46	0.00	0.00
58013MED2	MCDONALDS CORP SR UNSEC 4.3% 03/01/13	04/24/2012	Various	15000.0000	15,486.77	16,234.80	0.00	-748.03	0.00	0.00

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58155QAC7	MCKESSON CORP SR UNSEC 3 25% 03/01/16	10000.0000	04/24/2012	02/28/2011	10,780.38	10,094.30	0.00	686.08	0.00	0.00
595017104	MICROCHIP TECHNOLOGY INC	300.0000	02/08/2012	Various	11,191.94	8,791.41	0.00	2,400.53	0.00	0.00
595017104	MICROCHIP TECHNOLOGY INC	100.0000	02/09/2012	02/05/2008	3,744.92	2,920.98	0.00	823.94	0.00	0.00
595017104	MICROCHIP TECHNOLOGY INC	100.0000	02/09/2012	02/05/2008	3,733.18	2,920.98	0.00	812.20	0.00	0.00
595017104	MICROCHIP TECHNOLOGY INC	100.0000	05/09/2012	02/06/2008	3,205.65	2,813.88	0.00	291.77	0.00	0.00
595017104	MICROCHIP TECHNOLOGY INC	100.0000	05/10/2012	01/28/2008	3,172.57	2,456.95	0.00	715.62	0.00	0.00
595017104	MICROCHIP TECHNOLOGY INC	100.0000	05/11/2012	10/07/2008	3,215.60	1,990.91	0.00	1,224.69	0.00	0.00
594918104	MICROSOFT CORP	300.0000	02/09/2012	10/07/2005	9,209.82	7,371.00	0.00	1,838.82	0.00	0.00
594918104	MICROSOFT CORP	150.0000	09/14/2012	10/07/2005	4,674.39	3,685.50	0.00	988.89	0.00	0.00

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659678007	DATE OF SALE OR EXCHANGE							
200.0000	DATE OF ACQUISITION							
61166W101	DATE OF ACQUISITION							
75.0000	DATE OF ACQUISITION							
61166W101	DATE OF ACQUISITION							
100.0000	DATE OF ACQUISITION							
661040006	DATE OF ACQUISITION							
200.0000	DATE OF ACQUISITION							
636274AC6	DATE OF ACQUISITION							
15000.0000	DATE OF ACQUISITION							
636274300	DATE OF ACQUISITION							
75.0000	DATE OF ACQUISITION							
636518102	DATE OF ACQUISITION							
300.0000	DATE OF ACQUISITION							
637432MM4	DATE OF ACQUISITION							
15000.0000	DATE OF ACQUISITION							
641069406	DATE OF ACQUISITION							
200.0000	DATE OF ACQUISITION							

This is important tax information and is being furnished to you

2012 Tax Information Statement

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Recipient's Name and Address:
THE H B FOUNDATION
C/O MARK A STEPHENITCH, TRUSTEE
BABSON FARMS, INC
400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

Account Number: 70-698800
Recipient's Tax ID Number: XX-XXX4969

CAPITAL GUARDIAN TRUST COMPANY
C/O PCS TAX, 6455 IRVINE CENTER DR, C-28
IRVINE, CA 92618

☐ Corrected ☐ 2nd TIN notice

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

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax-Withheld	State Tax Withheld
641069406	NESTLE NAM SPON ADR	12/10/2012	Various	NSRGY	9,800.78	0.00	3,337.58	0.00	0.00
150.0000					6,463.20	0.00			
663710002	NEWCREST MINING NPV	05/25/2012	12/29/2010	NCM	3,170.50	0.00	-2,208.29	0.00	0.00
130.0000					5,378.79				
663710002	NEWCREST MINING NPV	05/28/2012	Various	NCM	8,511.92	0.00	-3,467.72	0.00	0.00
341.0000					11,979.64				
663710002	NEWCREST MINING NPV	06/21/2012	03/01/2010	NCM	5,415.08	0.00	-1,047.27	0.00	0.00
224.0000					6,462.35				
6524828G4	NEWS AMERICA SR UNSEC 5.3% 12/15/14	04/24/2012	10/07/2010		22,801.00	0.00	-679.24	0.00	0.00
20000.0000									
N63218106	NIELSEN HOLDINGS NV US\$	12/10/2012	Various	NLSN	7,308.16	0.00	404.72	0.00	0.00
250.0000					6,903.44				
655044105	NOBLE ENERGY INC	04/24/2012	09/21/2010	NBL	7,482.27	0.00	1,911.57	0.00	0.00
100.0000									
655684100	NORDSTROM INC	12/10/2012	01/15/2008	JWN	5,231.88	0.00	2,206.33	0.00	0.00
100.0000					3,025.55				
66989HAA6	NOVARTIS 4.125% 02/10/2014	04/24/2012	02/04/2009		14,994.59	0.00	933.57	0.00	0.00
15000.0000									

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Account Number: 70-698800
 Recipient's Tax ID Number: XX-XXX4969
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
 THE H B B FOUNDATION
 C/O MARK A STEPHENITCH, TRUSTEE
 BABSON FARMS, INC
 400 N MICHIGAN AVENUE SUITE 1120
 CHICAGO, IL 60611

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

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax-Withheld	State Tax Withheld
710306903	NOVARTIS AG NAMED	12/11/2012	07/28/2010	14,016.14	10,937.14	0.00	3,079.00	0.00	0.00
220.0000									
66989HAC2	NOVARTIS CAPITAL CORP SR UNSEC 2.9% 04/24/15	04/24/2012	03/09/2010	15,924.30	14,958.37	0.00	965.93	0.00	0.00
15000.0000									
707752903	NOVO NORDISK A/S B	01/23/2012	03/01/2010	1,294.92	783.10	0.00	511.82	0.00	0.00
11.0000									
707752903	NOVO NORDISK A/S B	05/02/2012	03/01/2010	14,270.14	6,976.73	0.00	7,293.41	0.00	0.00
98.0000									
707752903	NOVO NORDISK A/S B	12/11/2012	03/01/2010	7,212.91	3,132.41	0.00	4,080.50	0.00	0.00
44.0000									
670851203	OI SA PN ADR	12/10/2012	05/24/2011	383.24	870.38	0.00	-487.14	0.00	0.00
100.0000									
681919106	OMNICOM GROUP INC	01/10/2012	10/07/2005	4,528.00	3,948.50	0.00	579.50	0.00	0.00
100.0000									
681919106	OMNICOM GROUP INC	01/11/2012	10/07/2005	4,508.23	3,948.50	0.00	559.73	0.00	0.00
100.0000									
681919106	OMNICOM GROUP INC	01/12/2012	10/07/2005	5,658.54	4,935.62	0.00	722.92	0.00	0.00
125.0000									

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2012 Tax Information Statement

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Account Number: 70-698800
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Recipiant's Name and Address:
 THE H B B FOUNDATION
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 BABSON FARMS, INC
 400 N MICHIGAN AVENUE SUITE 1120
 CHICAGO, IL 60611

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

Cusip	Description	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
68389X105	ORACLE CORP	100.0000	05/21/2012	03/31/2011	ORCL	3,353.10	0.00	-728.81	0.00	0.00
68389X105	ORACLE CORP	250.0000	09/14/2012	10/08/2010	ORCL	6,996.30	0.00	1,235.26	0.00	0.00
68389X105	ORACLE CORP	400.0000	12/10/2012	10/08/2010	ORCL	11,194.08	0.00	1,633.63	0.00	0.00
685114CH9	PACIFICORP 5.65% 07/15/18	15000.0000	04/24/2012	05/24/2010	PEP	16,853.70	0.00	1,216.53	0.00	0.00
713448108	PEPSICO INC	250.0000	01/27/2012	09/27/1996	PEP	6,691.41	0.00	9,761.60	0.00	0.00
713448108	PEPSICO INC	100.0000	01/30/2012	09/27/1996	PEP	2,676.57	0.00	3,859.55	0.00	0.00
713448108	PEPSICO INC	100.0000	02/02/2012	09/27/1996	PEP	2,676.56	0.00	3,953.12	0.00	0.00
468232004	PERNOD RICARD SA	78.0000	12/11/2012	Various	RI FP	7,257.27	0.00	1,828.58	0.00	0.00
468232004	PERNOD RICARD SA	98.0000	12/11/2012	03/01/2010	RI FP	7,440.54	0.00	3,975.01	0.00	0.00

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Recipient's Name and Address:

THE H B FOUNDATION
C/O MARK A STEPHENITCH, TRUSTEE
BABSON FARMS, INC
400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

Account Number: 70-698800

Recipient's Tax ID Number: XX-XXX4969

Capital Guardian Trust Company

C/O PCS TAX, 6455 IRVINE CENTER DR, C-28
IRVINE, CA 92618

☐ Corrected

☐ 2nd TIN notice

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Cusip	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
718172109	PHILIP MORRIS INTERNATIONAL INC	02/09/2012	04/29/2008	PM	8,027.84	5,195.91	0.00	2,831.93	0.00	0.00
100.0000										
718172109	PHILIP MORRIS INTERNATIONAL INC	12/10/2012	04/29/2008	PM	4,455.90	2,597.96	0.00	1,857.94	0.00	0.00
50.0000										
73172K104	POLYCOM INC	01/04/2012	10/09/2007	PLCM	3,176.49	2,529.58	0.00	646.91	0.00	0.00
200.0000										
73172K104	POLYCOM INC	01/05/2012	Various	PLCM	6,375.18	4,610.17	0.00	1,765.02	0.00	0.00
400.0000										
033184003	PREMIER FARNELL PLC	09/17/2012	Various	PFL LN	6,809.34	10,241.72	0.00	-3,632.38	0.00	0.00
2100.0000										
742718DS5	PROCTER & GAMBLE CO SR UNSEC 1.8% 11/15/15	04/24/2012	11/15/2010		20,719.28	19,882.75	0.00	836.53	0.00	0.00
20000.0000										
743315103	PROGRESSIVE CORP OHIO	12/10/2012	Various	PGR	4,332.90	3,006.83	0.00	1,326.07	0.00	0.00
200.0000										
74340XAC5	PROLOGIS 7.625% 8/15/2014	04/24/2012	08/11/2009		11,115.45	9,976.15	0.00	1,139.30	0.00	0.00
10000.0000										
747525103	QUALCOMM INC	02/09/2012	Various	QCOM	9,290.82	6,491.76	0.00	2,799.06	0.00	0.00
150.0000										

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Account Number: 70-698800
 Recipient's Tax ID Number: XX-XXX4969
 Recipient's Name and Address:
 THE H B B FOUNDATION
 C/O MARK A STEPHENITCH, TRUSTEE
 BABSON FARMS, INC
 400 N MICHIGAN AVENUE SUITE 1120
 CHICAGO, IL 60611

CAPITAL GUARDIAN TRUST COMPANY
 C/O PCS TAX, 6455 IRVINE CENTER DR, C-28
 IRVINE, CA 92618

☐ Corrected ☐ 2nd TIN notice

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Cusip		Description	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.						
747525103	100.0000	12/10/2012	06/15/2010	QUALCOMM INC	6,393.35	0.00	2,843.85	0.00	0.00
755111AUS	10000.0000	04/24/2012	08/13/2009	RAYTHEON CO SR UNSEC 6 4% 12/15/18	11,514.70	0.00	870.37	0.00	0.00
B24CGK904	100.0000	12/11/2012	03/01/2010	RECKITT BENCKISER GROUP PLC	5,249.89	0.00	1,180.38	0.00	0.00
760759100	100.0000	11/12/2012	12/28/2010	REPUBLIC SERVICES INC	3,015.71	0.00	-344.06	0.00	0.00
760759100	125.0000	11/16/2012	12/28/2010	REPUBLIC SERVICES INC	3,769.64	0.00	-392.85	0.00	0.00
760759100	75.0000	12/10/2012	12/28/2010	REPUBLIC SERVICES INC	2,261.78	0.00	-88.33	0.00	0.00
760759100	25.0000	12/10/2012	03/09/2011	REPUBLIC SERVICES INC	749.03	0.00	-24.55	0.00	0.00
B3DCZF902	233.0000	09/17/2012	03/01/2010	RICHEMONT CIE FIN	8,058.43	0.00	7,222.46	0.00	0.00
B3DCZF902	119.0000	12/11/2012	Various	RICHEMONT CIE FIN	9,577.26	0.00	2,729.28	0.00	0.00

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CAPITAL GUARDIAN TRUST COMPANY
C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
IRVINE, CA 92618

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BABSON FARMS, INC
400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

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Cusip	Description	Stock or Other Symbol	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
767204100	RIO TINTO PLC ADR SPON	RIO	400.0000	08/28/2012	03/01/2010	18,096.95	20,887.50	0.00	-2,590.55	0.00	0.00
767204100	RIO TINTO PLC ADR SPON	RIO	100.0000	12/10/2012	03/01/2010	5,300.38	5,171.88	0.00	128.50	0.00	0.00
711038901	ROCHE HOLDING AG GENUSSCHEIN	ROG.VX	20.0000	12/11/2012	05/20/2011	4,059.70	3,396.36	0.00	663.34	0.00	0.00
78010XAJ0	ROYAL BK OF SCOTLAND SR UNSEC 3.25% 01/11/14		10000.0000	01/09/2012	01/04/2011	9,690.00	9,979.80	0.00	-289.80	0.00	0.00
78010XAJ0	ROYAL BK OF SCOTLAND SR UNSEC 3.25% 01/11/14		10000.0000	04/24/2012	01/04/2011	10,083.32	9,983.17	0.00	100.15	0.00	0.00
780259206	ROYAL DUTCH SHELL CL A ADR	RDS A	175.0000	09/14/2012	10/07/2005	12,795.29	11,012.89	0.00	1,782.40	0.00	0.00
780259206	ROYAL DUTCH SHELL CL A ADR	RDS A	50.0000	09/24/2012	10/07/2005	3,559.27	3,146.54	0.00	412.73	0.00	0.00
780259206	ROYAL DUTCH SHELL CL A ADR	RDS A	100.0000	11/06/2012	Various	6,921.95	6,265.06	0.00	656.89	0.00	0.00
780259206	ROYAL DUTCH SHELL CL A ADR	RDS A	100.0000	11/12/2012	03/02/2006	6,803.40	6,181.00	0.00	622.40	0.00	0.00

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Account Number: 70-698800

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CAPITAL GUARDIAN TRUST COMPANY
C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
IRVINE, CA 92618

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C/O MARK A STEPHENITCH, TRUSTEE
BABSON FARMS, INC
400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
780259206	ROYAL DUTCH SHELL CL A ADR	11/14/2012	Various	RDS A	16,747.89	0.00	3,324.96	0.00	0.00
300.0000									
780259206	ROYAL DUTCH SHELL CL A ADR	11/29/2012	02/26/2009	RDS A	4,500.55	0.00	2,154.66	0.00	0.00
100.0000									
780259206	ROYAL DUTCH SHELL CL A ADR	12/10/2012	02/26/2009	RDS A	7,875.96	0.00	3,952.02	0.00	0.00
175.0000									
522603901	SAMPO OYJ A SHS	09/17/2012	06/23/2011	SAMAS.FH	7,291.89	0.00	48.96	0.00	0.00
234.0000									
522603901	SAMPO OYJ A SHS	12/11/2012	Various	SAMAS.FH	12,450.83	0.00	1,335.92	0.00	0.00
426.0000									
477309009	SAMSUNG ELEC GDS N/V PF	02/10/2012	03/02/2010	0593Q1	3,445.60	0.00	1,154.88	0.00	0.00
16.0000									
477309009	SAMSUNG ELEC GDS N/V PF	09/17/2012	03/11/2011	0593Q1	5,011.53	0.00	1,594.58	0.00	0.00
19.0000									
477309009	SAMSUNG ELEC GDS N/V PF	12/11/2012	03/11/2011	0593Q1	3,428.94	0.00	1,797.06	0.00	0.00
13.0000									
808657108	SCHLUMBERGER LTD	03/13/2012	10/25/2010	SLB	5,177.29	0.00	404.10	0.00	0.00
75.0000									

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Account Number: 70-698800

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IRVINE, CA 92618

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
806857108	SCHLUMBERGER LTD	09/14/2012	Various	SLB	7,609.71	0.00	2,116.07	0.00	0.00
483410007	SCHNEIDER ELECTRIC SA	09/17/2012	02/07/2011		6,349.90	0.00	-665.44	0.00	0.00
83.0000	SCHNEIDER ELECTRIC SA	12/11/2012	Various		8,041.17	0.00	-546.37	0.00	0.00
105.0000	SCHWAB CHARLES NEW	02/07/2012	Various	SCHW	3,783.47	0.00	-1,308.17	0.00	0.00
808513105	SCHWAB CHARLES NEW	02/08/2012	09/21/2009		1,807.89	0.00	-565.50	0.00	0.00
200.0000	SCHWAB CHARLES NEW	02/08/2012	Various	SCHW	5,411.15	0.00	-1,695.73	0.00	0.00
808513105	SCHWAB CHARLES NEW	02/10/2012	05/19/2009		1,797.87	0.00	-576.80	0.00	0.00
300.0000	SCHWAB CHARLES NEW	09/14/2012	Various		9,988.81	0.00	-1,802.47	0.00	0.00
808513105	SCHWAB CHARLES NEW	11/09/2012	10/29/2009		1,797.20	0.00	-493.05	0.00	0.00

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70-698800

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THE H B B FOUNDATION
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808513105	SCHWAB CHARLES NEW	11/12/2012	Various	SCHW	2,685.33	0.00	-1,000.87	0.00	0.00
200.0000					3,586.19				
808513105	SCHWAB CHARLES NEW	11/13/2012	Various	SCHW	2,555.65	0.00	-990.83	0.00	0.00
200.0000					3,546.47				
808513105	SCHWAB CHARLES NEW	11/13/2012	10/28/2009	SCHW	2,564.52	0.00	974.44	0.00	0.00
200.0000					3,538.96				
808513105	SCHWAB CHARLES NEW	12/10/2012	10/28/2009	SCHW	3,344.92	0.00	-1,078.78	0.00	0.00
250.0000					4,423.70				
811065101	SCRIPPS NETWORKS INTERACTIVE CL A	02/09/2012	01/24/2011	SNI	4,437.91	0.00	-282.03	0.00	0.00
100.0000					4,719.94				
811065101	SCRIPPS NETWORKS INTERACTIVE CL A	12/10/2012	09/27/2010	SNI	5,780.87	0.00	1,084.13	0.00	0.00
100.0000					4,696.74				
B09RMO900	SEADRILL LTD	09/17/2012	12/16/2010	SDRLNO	3,807.92	0.00	906.59	0.00	0.00
117.0000					4,714.51				
B09RMO900	SEADRILL LTD	09/17/2012	01/07/2011	SDRLNO	3,545.96	0.00	610.01	0.00	0.00
88.0000					2,935.95				
812578102	SEATTLE GENETICS INC	12/10/2012	Various	SGEN	22,047.50	0.00	3,599.88	0.00	0.00
900.0000					18,447.62				

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Cusip	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
B00ZQ0907	SES FDR CL A (PARIS)	12/11/2012	03/01/2010	SESG.FP	5,801.46	4,918.91	0.00	882.55	0.00	0.00
82481R106	SHIRE PLC ADR	02/09/2012	06/04/2009	SHPG	18,131.40	7,515.92	0.00	10,615.48	0.00	0.00
82481R106	SHIRE PLC ADR	09/28/2012	06/04/2009	SHPG	8,843.72	4,294.81	0.00	4,548.91	0.00	0.00
82481R106	SHIRE PLC ADR	10/03/2012	06/04/2009	SHPG	8,796.86	4,294.81	0.00	4,502.05	0.00	0.00
82481R106	SHIRE PLC ADR	10/04/2012	02/18/2009	SHPG	8,830.63	4,284.80	0.00	4,545.83	0.00	0.00
82481R106	SHIRE PLC ADR	10/05/2012	02/18/2009	SHPG	8,832.90	4,284.80	0.00	4,548.10	0.00	0.00
82481R106	SHIRE PLC ADR	10/10/2012	02/18/2009	SHPG	8,680.90	4,284.80	0.00	4,396.10	0.00	0.00
82481R106	SHIRE PLC ADR	10/19/2012	03/04/2009	SHPG	8,806.65	3,438.37	0.00	5,368.28	0.00	0.00
G81276100	SIGNET JEWELERS LTD	12/10/2012	Various	SIG	10,810.76	7,945.52	0.00	2,865.23	0.00	0.00

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CAPITAL GUARDIAN TRUST COMPANY
C/O PCS TAX, 6455 IRVINE CENTER DR, C-2B
IRVINE, CA 92618

Recipient's Name and Address:
THE H B B FOUNDATION
C/O MARK A STEPHENITCH, TRUSTEE
BABSON FARMS, INC
400 N MICHIGAN AVENUE SUITE 1120
CHICAGO, IL 60611

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

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
828807BW6	SIMON PROPERTY GROUP 5.25% 12/01/16								
15000.0000	04/24/2012 10/19/2009			17,081.97	14,901.49	0.00	2,180.48	0.00	0.00
676396005	SMC CORP								
100.0000	09/18/2012 03/01/2010			15,881.97	12,526.33	0.00	3,355.64	0.00	0.00
676396005	SMC CORP								
100.0000	12/11/2012 03/01/2010			17,656.92	12,526.33	0.00	5,130.59	0.00	0.00
677062903	SOFTBANK CORP								
200.0000	09/18/2012 03/01/2010			8,411.07	5,163.05	0.00	3,248.02	0.00	0.00
677062903	SOFTBANK CORP								
300.0000	12/11/2012 03/01/2010			10,832.46	7,744.57	0.00	3,087.89	0.00	0.00
715603908	SONOVA HOLDING AG			SOON.VX					
53.0000	12/11/2012 03/01/2010			6,083.34	6,483.98	0.00	-400.64	0.00	0.00
847560109	SPECTRA ENERGY CORP			SE					
200.0000	01/10/2012 11/15/2005			6,115.48	4,248.47	0.00	1,867.01	0.00	0.00
847560109	SPECTRA ENERGY CORP			SE					
200.0000	01/11/2012 11/15/2005			6,106.34	4,248.47	0.00	1,857.87	0.00	0.00
040828907	STANDARD CHARTERED								
0510	10/29/2012 03/01/2010			1.22	1.20	0.00	0.02	0.00	0.00

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040828907	STANDARD CHARTERED	12/11/2012	03/01/2010	9,641.39	9,396.21	0.00	245.18	0.00	0.00
854502101	STANLEY BLACK & DECKER INC	02/09/2012	01/05/2010	SWK	2,662.21	0.00	1,093.21	0.00	0.00
854502101	STANLEY BLACK & DECKER INC	12/10/2012	01/05/2010	SWK	3,993.32	0.00	1,405.05	0.00	0.00
85771SAC0	STATOIL 2.9% 10/15/14	04/24/2012	08/16/2010	10,533.28	10,471.90	0.00	61.38	0.00	0.00
10000.0000	SUN HUNG KAI PROP	03/30/2012	03/01/2010	12,449.43	14,164.05	0.00	-1,714.62	0.00	0.00
685992000	SUNCOR ENERGY INC	01/04/2012	03/01/2010	SU,CN	8,884.92	0.00	197.28	0.00	0.00
300.0000	SWIRE PACIFIC LTD CL A	01/05/2012	03/01/2010	19 HK	11,363.86	0.00	-1,096.03	0.00	0.00
435664909	SYNGENTA AG	12/11/2012	02/18/2011	3,846.49	2,947.02	0.00	699.47	0.00	0.00
9.0000	SYSMEX CORP	12/11/2012	01/06/2011	6869.JP	9,123.35	0.00	2,396.47	0.00	0.00
688380906									
200.0000									

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87612E106	TARGET CORP	02/14/2012	12/20/2007	TGT	10,443.67	10,080.00	0.00	363.67	0.00	0.00
200.0000										
87612E106	TARGET CORP	12/10/2012	12/20/2007	TGT	6,197.86	5,040.00	0.00	1,157.86	0.00	0.00
100.0000										
H84989104	TE CONNECTIVITY LTD US\$	02/09/2012	Various	TEL	5,318.89	3,261.96	0.00	2,056.93	0.00	0.00
150.0000										
87875UAJ1	TECO FINANCE INC 4.0% 03/15/16	04/24/2012	Various		5,348.94	5,148.48	0.00	200.46	0.00	0.00
5000.0000										
688167006	TELEVISION BROADCAST	01/06/2012	Various		11,660.46	10,857.62	0.00	802.83	0.00	0.00
2000.0000										
608728903	TELSTRA CORP	02/10/2012	06/23/2010	TLS AU	8,741.58	6,882.67	0.00	1,858.91	0.00	0.00
2392.0000										
608728903	TELSTRA CORP	03/30/2012	06/23/2010	TLS AU	12,765.27	10,712.46	0.00	2,052.81	0.00	0.00
3723.0000										
608728903	TELSTRA CORP	03/30/2012	02/03/2011	TLS AU	5,314.58	4,406.44	0.00	908.14	0.00	0.00
1550.0000										
87971M954	TELUS CORPORATION NON VOTE	12/10/2012	07/22/2010	T ACN	4,854.19	2,910.05	0.00	1,944.14	0.00	0.00
75.0000										

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088470000	TESCO PLC	02/17/2012	03/01/2010		8,063.92	10,278.09	0.00	-2,214.17	0.00	0.00
1600.0000										
088470000	TESCO PLC	05/24/2012	03/01/2010		5,175.75	7,086.19	0.00	-1,890.44	0.00	0.00
1100.0000										
254687106	THE WALT DISNEY CO	09/14/2012	02/26/2009	DIS	7,852.32	2,565.03	0.00	5,287.29	0.00	0.00
150.0000										
886547108	TIFFANY & CO NEW	12/10/2012	08/10/2010	TIF	4,307.90	3,276.71	0.00	1,031.19	0.00	0.00
75.0000										
88732JAV0	TIME WARNER CABLE 3 5% 02/01/15	04/24/2012	10/07/2010		21,177.50	21,129.80	0.00	47.70	0.00	0.00
20000.0000										
88732J207	TIME WARNER CABLE INC	12/10/2012	03/31/2011	TWC	9,397.78	7,150.28	0.00	2,247.50	0.00	0.00
100.0000										
690355904	TINGYI HOLDING CORP	05/25/2012	08/10/2010	322 HK	5,004.15	5,028.78	0.00	-24.63	0.00	0.00
2000.0000										
690355904	TINGYI HOLDING CORP	05/29/2012	08/10/2010	322 HK	4,648.40	5,028.77	0.00	-380.37	0.00	0.00
2000.0000										
891160954	TORONTO-DOMINION BANK	01/05/2012	03/01/2010	TD.CN	7,416.12	6,523.14	0.00	892.98	0.00	0.00
100.0000										

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				Stocks Bonds, etc.	Cost or Other Basis				
612528901	TREND MICRO INC	06/15/2012	03/01/2010	5,427.59	6,952.84	0.00	-1,525.25	0.00	0.00
200.0000									
612528901	TREND MICRO INC	12/11/2012	03/01/2010	2,615.44	3,476.42	0.00	-860.98	0.00	0.00
100.0000									
907818108	UNION PACIFIC CORP	09/14/2012	10/07/2005	5,155.66	1,404.80	0.00	3,750.86	0.00	0.00
40.0000									
911312106	UNITED PARCEL SERVICE INC CL B	01/10/2012	10/07/2005	7,413.35	6,809.00	0.00	604.35	0.00	0.00
100.0000									
911312106	UNITED PARCEL SERVICE INC CL B	01/10/2012	10/07/2005	7,424.79	6,809.00	0.00	615.79	0.00	0.00
100.0000									
913017109	UNITED TECHNOLOGIES CORP	09/14/2012	Various	8,200.81	8,298.52	0.00	-97.71	0.00	0.00
100.0000									
913017BH1	UNITED TECHNOLOGIES CORP SR UNSEC 4.875% 05/01/15	04/24/2012	10/07/2010	22,374.82	22,997.80	0.00	-622.98	0.00	0.00
20000.0000									
91324P102	UNITEDHEALTH GROUP INC	01/23/2012	Various	6,592.54	3,934.93	0.00	2,657.61	0.00	0.00
125.0000									
91324P102	UNITEDHEALTH GROUP INC	02/09/2012	11/04/2009	5,339.89	2,807.70	0.00	2,532.19	0.00	0.00
100.0000									

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Cusip	Quantity Sold	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
					Bonds, etc.	Stocks					
91324P102	75.0000	UNITEDHEALTH GROUP INC	04/16/2012	11/04/2009	UNH	4,314.60	2,105.77	0.00	2,208.83	0.00	0.00
91324P102	150.0000	UNITEDHEALTH GROUP INC	12/10/2012	Various	UNH	8,135.81	4,093.12	0.00	4,042.69	0.00	0.00
917047102	200.0000	URBAN OUTFITTERS INC	01/11/2012	Various	URBN	4,810.76	3,168.90	0.00	1,641.86	0.00	0.00
917047102	400.0000	URBAN OUTFITTERS INC	01/11/2012	Various	URBN	9,631.53	6,766.96	0.00	2,864.57	0.00	0.00
917047102	150.0000	URBAN OUTFITTERS INC	01/12/2012	Various	URBN	3,636.47	2,340.59	0.00	1,295.88	0.00	0.00
912828DM9	15000.0000	US TREASURY BOND 4.0% 02/15/2015	01/11/2012	11/18/2010		16,660.50	16,677.00	0.00	-16.50	0.00	0.00
912828DM9	5000.0000	US TREASURY BOND 4.0% 02/15/2015	01/19/2012	11/18/2010		5,549.59	5,559.00	0.00	-9.41	0.00	0.00
912828DM9	60000.0000	US TREASURY BOND 4.0% 02/15/2015	04/24/2012	11/18/2010		66,017.40	66,708.02	0.00	-690.62	0.00	0.00
912810DW5	15000.0000	US TREASURY BOND 7.25% 05/15/2016	01/11/2012	12/18/2009		19,238.04	19,944.01	0.00	294.03	0.00	0.00

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912810DW6	US TREASURY BOND 7 25% 05/15/2016	04/25/2012	Various	56,852.78	56,456.04	0.00	396.74	0.00	0.00
45000 0000									
912828NW6	US TREASURY NOTE 1.875% 08/31/17	04/24/2012	10/21/2010	62,870.40	60,316.65	0.00	2,553.75	0.00	0.00
60000 0000									
912828KS8	US TREASURY NOTE 2.625% 02/29/16	04/24/2012	02/22/2011	43,072.00	40,865.76	0.00	2,206.24	0.00	0.00
40000 0000									
912828GS3	US TREASURY NOTES 4.5% 05/15/17	01/13/2012	08/06/2010	41,611.58	40,332.17	0.00	1,279.41	0.00	0.00
35000 0000									
912828GS3	US TREASURY NOTES 4.5% 05/15/17	04/24/2012	08/06/2010	47,180.80	46,083.91	0.00	1,096.89	0.00	0.00
40000 0000									
92343V104	VERIZON COMMUNICATIONS	01/10/2012	01/08/2010	15,449.90	11,903.94	0.00	3,545.96	0.00	0.00
400 0000									
92344SAJ9	VERIZON WIRELESS CAP LLC SR UNSEC 7.375% 11/15/13	04/24/2012	10/26/2010	10,978.82	11,813.10	0.00	-834.28	0.00	0.00
10000 0000									
927804FF6	VIRGINIA ELEC & PWR SR UNSEC 5.4% 04/30/18	04/24/2012	07/07/2010	17,997.84	16,782.15	0.00	1,215.69	0.00	0.00
15000 0000									
92826C839	VISA INC CL A	01/13/2012	08/21/2009	10,085.50	6,891.65	0.00	3,193.85	0.00	0.00
100 0000									

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92826C839	VISA INC CL A	01/17/2012	Various	V	13,310.15	0.00	7,077.79	0.00	0.00
200.0000									
92826C839	VISA INC CL A	01/18/2012	05/19/2009	V	1,619.29	0.00	961.31	0.00	0.00
25.0000									
92826C839	VISA INC CL A	02/09/2012	02/26/2009	V	2,797.76	0.00	2,848.63	0.00	0.00
50.0000									
92857WAP5	VODAFONE GROUP PLC 5.625% 02/27/2017	03/13/2012	07/01/2008		14,679.61	0.00	3,107.99	0.00	0.00
15000.0000									
9297664Q3	WBGMT 05-C20 A7 VAR 07/15/42	04/24/2012	Various		32,505.47	0.00	688.60	0.00	0.00
30000.0000									
94973VAR8	WELLPOINT INC 7% 02/15/2019	04/24/2012	08/24/2009		16,436.40	0.00	2,457.02	0.00	0.00
15000.0000									
961214BR3	WESTPAC BANKING CORP 1.85% 12/09/13	01/09/2012	12/02/2010		14,995.02	0.00	86.88	0.00	0.00
15000.0000									
961214BR3	WESTPAC BANKING CORP 1.85% 12/09/13	04/24/2012	12/02/2010		4,998.63	0.00	61.67	0.00	0.00
5000.0000									
Total Long Term 15% Sales					3,315,272.98	0.00	440,299.42	0.00	0.00

8213.41

448512.83

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