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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning , 2012, **and ending** , 20

Name of foundation

The Lesley Waldheim Charitable Foundation

A Employer identification number

43-6886268

Number and street (or P O box number if mail is not delivered to street address) | Room/suite

600 Washington Avenue | 2500

B Telephone number (see instructions)

314-444-7600

City or town, state, and ZIP code

St. Louis, MO 63101

C If exemption application is pending check here . . . . . ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations check here . ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation . . . . . ▶ ☐

H Check type of organization ☐ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☒ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A) check here . ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 21,636,116.90

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

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

SCANNED AUG 26 2013

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,994.64	1,994.64	1,994.64	
	4 Dividends and interest from securities	541,384.74	541,384.74	541,384.74	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		8,500,352.85		
	8 Net short-term capital gain			0.00	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	543,379.38	9,043,732.23	543,379.38	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	16,159.00	16,159.00	16,159.00	
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	47,948.42	47,948.42	47,948.42	
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,679.96	3,679.96	3,679.96	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	67,787.38	67,787.38	67,787.38	
	25 Contributions, gifts, grants paid	1,097,000.00			1,097,000.00
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,164,787.38	67,787.38	67,787.38	1,097,000.00
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	-621,408.00			
	b **Net investment income** (if negative, enter -0-)		8,975,944.85		
	c **Adjusted net income** (if negative, enter -0-)			475,592.00	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	3,119,412.71	416,360.16	416,360.16
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	7,680,784.16	14,930,727.13	16,577,661.00
	c Investments - corporate bonds (attach schedule)	503,945.00	3,022,931.11	3,243,301.53
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ LP)		1,000,000.00	1,398,794.21
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	11,304,141.87	19,370,018.40	21,636,116.90
Liabilities	17 Accounts payable and accrued expenses	0.00	0.00	
	18 Grants payable	0.00	0.00	
	19 Deferred revenue	0.00	0.00	
	20 Loans from officers, directors, trustees, and other disqualified persons	0.00	0.00	
	21 Mortgages and other notes payable (attach schedule)	0.00	0.00	
	22 Other liabilities (describe ▶)	0.00	0.00	
	23 **Total liabilities** (add lines 17 through 22)	0.00	0.00	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☐			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	11,304,141.87	19,370,018.40	
	31 **Total liabilities and net assets/fund balances** (see instructions)	11,304,141.87	19,370,018.40	

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	11,304,141.87
2	Enter amount from Part I, line 27a	2	-621,408.00
3	Other increases not included in line 2 (itemize) ▶ Gain from step-up in basis	3	8,687,284.53
4	Add lines 1, 2, and 3	4	19,370,018.40
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	19,370,018.40

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	0, Publicly traded securities - Wells Fargo			
b	Publicly traded securities - Goldman Sachs			
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	0.00		0.00	0.00
b	12,398,941.72		3,898,588.87	8,500,352.85
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				8,500,352.85
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	8,500,352.85
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	-52,337.39

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	1,093,445.80	19,627,076.07	0.0557
2010	945,000.00	18,567,951.44	0.0509
2009	1,020,000.00	16,357,591.71	0.0624
2008	1,080,000.00	21,235,412.42	0.0509
2007	770,000.00	14,802,908.10	0.0520

2	**Total** of line 1, column (d)	2	0.2719
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.0544
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	20,492,381.84
5	Multiply line 4 by line 3	5	1,114,785.57
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	89,759.45
7	Add lines 5 and 6	7	1,204,545.02
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	1,097,000.00

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	179,518.90
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	179,518.90
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	179,518.90
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 30,810.44		
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	30,810.44
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	148,708.46
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0.00 (2) On foundation managers ▶ $ 0.00			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.00			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Missouri			
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

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?	13	X	

Website address ▶ NA

14 The books are in care of ▶ Marian V. Mehan Telephone no ▶ 314-444-7600

Located at ▶ 600 Washington Avenue, Ste. 2500, St. Louis, MO ZIP+4 ▶ 63101

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

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X

See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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)	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)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b		X

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Lesley A. Waldheim One McKnight Pl Apt 476 St. Louis, MO 63124	Co-Trustee	0.00	0.00	0.00
Marian V. Mehan 600 Washington Avenue, Ste. 2500 St. Louis, MO 63101	Co-Trustee	0.00	0.00	0.00

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

3 ***Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."***

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 Distribution to Washington University Medical School J Constantino Trauma Recovery Services	200,000.00
2 Distribution to Washington University Medical School Development Biology (Stem Cell Research)	150,000.00
3 Distribution to Washington University Medical School Department of Oncology (Stem cell research)	150,000.00
4 Distribution to Matthews-Dickey Boys-Girls Club	100,000.00

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	17,904,960.28
b	Average of monthly cash balances	1b	2,899,488.29
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	20,804,448.57
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	20,804,448.57
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	312,066.73
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	20,492,381.84
6	**Minimum investment return.** Enter 5% of line 5	6	1,024,619.09

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	1,024,619.09
2a	Tax on investment income for 2012 from Part VI, line 5	2a	179,518.90		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	179,518.90
3	Distributable amount before adjustments Subtract line 2c from line 1			3	845,100.19
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	845,100.19
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	845,100.19

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	1,097,000.00
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,097,000.00
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,097,000.00

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				845,100.19
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20____,20____,20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007 34,043.94				
b From 2008 41,071.77				
c From 2009 293,130.41				
d From 2010 501,529.65				
e From 2011 125,200.40				
f Total of lines 3a through e	994,976.17			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 1,097,000.00				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus	56,777.57			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,051,753.74			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				845,100.19
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	1,051,753.74			
10 Analysis of line 9				
a Excess from 2008 41,071.77				
b Excess from 2009 293,130.41				
c Excess from 2010 24,723.69				
d Excess from 2011 125,200.40				
e Excess from 2012 56,777.57				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . .					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

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

1 Information Regarding Foundation Managers:

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

Lesley A. Waldheim

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

N/A

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

Marian V. Mehan, Co-Trustee, 600 Washington Ave., Ste. 2500, St. Louis, MO 63101

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

No set form

c Any submission deadlines

No set deadlines

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

None

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*				
Hot City Theatre		Public	Theatrical Events	10,000.00
New Line Theatre		Public	Theatrical Events	10,000.00
Washington University Med School		Public	Prevention of Child	200,000.00
Access Academies		Public	Education	100,000.00
Mustard Seed Theatre		Public	Theatrical Events	10,000.00
Places for People		Public	Homeless Shelter	100,000.00
KPLR Channel 9		Public		1,000.00
Arts & Education Council of St Louis		Public		1,000.00
Matthews-Dickey Boys and Girls Club		Public	Community Center	100,000.00
St. Louis Symphony		Public	Music Events	100,000.00
Food Outreach		Public	Food for the poor	15,000.00
Opera Theatre		Public	Theatrical Events	50,000.00
Planned Parenthood		Public		100,000.00
Washington University Med School		Public	Stem Cell Research	150,000.00
Washington University Med School		Public	Stem Cell Research	150,000.00
Total . . . . . ▶ **3a**				1,097,000.00
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,994.64	
4 Dividends and interest from securities			14	541,384.74	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				543,379.38	
13 **Total.** Add line 12, columns (b), (d), and (e)				13	543,379.38

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

▶ Marian V. Mehan | 8/8/13 | ▶ Co-Trustee

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
Marian V. Mehan	Marian V. Mehan	8/8/13		P00992944

Firm's name ▶ Lewis, Rice & Fingersh, L.C. | Firm's EIN ▶ 48-1072151

Firm's address ▶ 600 Washington Avenue, Ste. 2500 St. Louis, MO 63101 | Phone no 314-444-7600

The Lesley Waldheim Charitable Foundation
EIN: 43-6886268
2012 Form 990-PF

	Pt 1, Ln 3	Pt 1, Ln 4
Wells Fargo, Acct#6423-0061	$ 789.77	$ 292,912.11
Goldman Sachs, Acct#020-57074-3	$ 48.77	$ 40,359.06
Goldman Sachs, Acct#020-53028-3	$ 738.93	$ 55,411.35
Goldman Sachs, Acct#020-66956-0	$ 31.62	$ 45,988.64
Goldman Sachs, Acct#020-67176-4	$ 95.47	$ 46,519.95
Goldman Sachs, Acct#020-67178-0	$ 126.30	$ 36,699.75
Goldman Sachs, Acct#020-67180-6	$ 163.78	$ 23,493.88
	$ 1,994.64	$ 541,384.74

The Lesley Waldheim Charitable Foundation
EIN: 43-6886268
2012 Form 990-PF

Long Term Capital Gain/Loss

	Gross Sale	Cost Basis	Gain/Loss
Wells Fargo, Acct#6423-0061	$ -	$ -	$ -
Goldman Sachs, Acct#020-57074-3	$ 389,258.70	$ 399,874.44	$ (10,615.74)
Goldman Sachs, Acct#020-53028-3	$ 901,245.05	$ 729,430.95	$ 171,814.10
Goldman Sachs, Acct#020-66956-0	$ 2,850,846.77	$ 493,008.08	$ 2,357,838.69
Goldman Sachs, Acct#020-67176-4	$ 458,749.95	$ 250,397.50	$ 208,352.45
Goldman Sachs, Acct#020-67178-0	$ 4,165,596.63	$ 519,018.08	$ 3,646,578.55
Goldman Sachs, Acct#020-67180-6	$ 3,633,244.62	$ 1,506,859.82	$ 2,126,384.80
	$ 12,398,941.72	$ 3,898,588.87	$ 8,500,352.85

Short Term Capital Gain/Loss

Wells Fargo, Acct#6423-0061	$ -	$ -	$ -
Goldman Sachs, Acct#020-57074-3	$ 494,711.58	$ 518,934.82	$ (24,223.24)
Goldman Sachs, Acct#020-53028-3	$ -	$ -	0
Goldman Sachs, Acct#020-66956-0	$ 274,868.27	$ 312,600.09	$ (37,731.82)
Goldman Sachs, Acct#020-67176-4	$ 6.58	$ -	$ 6.58
Goldman Sachs, Acct#020-67178-0	$ 294,929.53	$ 285,318.44	$ 9,611.09
Goldman Sachs, Acct#020-67180-6	$ -	$ -	$ -
	$ 1,064,515.96	$ 1,116,853.35	$ (52,337.39)

REALIZED GAINS AND LOSSES

Supplemental Information - Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	(24,223 24)	Net Covered Long-Term Gains (Losses)	(5,471 15)	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	0 00	Net NonCovered Long-Term Gains (Losses)	(5,144 59)		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**(24,223.24)**	**Total Long-Term Gains (Losses)**	**(10,615.74)**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	04/12/2011	01/05/2012	35 00	2,459 38	0 00	2,489 12	(29.74)
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	01/21/2011	01/05/2012	2 00	91 80	0 00	74 76	17 04
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	02/09/2011	01/05/2012	16 00	734 39	0 00	611 46	122 93
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	03/11/2011	01/05/2012	14 00	801 24	0 00	768 35	32 89
SMITH & NEPHEW PLC ADR CMN (83175M205)	07/13/2011	01/05/2012	9.00	424 07	0 00	485 06	(60 99)
SMITH & NEPHEW PLC ADR CMN (83175M205)	05/16/2011	01/05/2012	29 00	1,366 45	0 00	1,624 14	(257 69)
DEUTSCHE POST AG SPONSORED ADR CMN (25157Y202)	04/27/2011	01/06/2012	59 00	919 57	0 00	1,138 54	(218 97)
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	03/04/2011	01/09/2012	31.00	1,377 63	0 00	1,185.68	191 95
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	02/09/2011	01/09/2012	33 00	1,466 50	0 00	1,261 13	205 37
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	06/17/2011	01/09/2012	57 00	2,533 06	0 00	2,360 87	172.19
SMITH & NEPHEW PLC ADR CMN (83175M205)	07/15/2011	01/12/2012	14 00	641 76	0 00	753.31	(111 55)
SMITH & NEPHEW PLC ADR CMN (83175M205)	07/13/2011	01/12/2012	18 00	825 13	0 00	970 13	(145 00)
SMITH & NEPHEW PLC ADR CMN (83175M205)	07/14/2011	01/12/2012	21 00	962 65	0 00	1,131 39	(168 74)
BRIDGESTONES CORP ADR ADR CMN (108441205)	05/06/2011	01/13/2012	19.00	853 93	0 00	929 63	(75.70)
BRIDGESTONES CORP ADR ADR CMN (108441205)	05/06/2011	01/13/2012	59 00	2,651 70	0 00	2,670 49	(18 79)

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

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

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Realized and unrealized gains and loss values do not include securities for which cost basis is unavailable The recognition of any loss reflected herein may be disallowed or deferred by the application of capital loss limitations, wash sale rules or other special tax rules, and you are strongly urged to consult your own outside tax and other advisors about this and all tax-related matters addressed in any way herein All information regarding the cost basis and acquisition dates of securities that you acquired elsewhere and that were subsequently delivered into your Goldman Sachs account(s) were provided by you and/or a third party and Goldman Sachs makes no representation as to the accuracy and completeness of such information and it should not be relied upon as such

REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
BRIDGESTONES CORP ADR ADR CMN (108441205)	05/06/2011	01/13/2012	71 00	3,191 02	0 00	3,602 55	(411 53)
FORTUM OYJ UNSPONSORED ADR CMN (34959F106)	08/02/2011	01/17/2012	475 00	1,890 84	0 00	2,440.65	(549.81)
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS) (654624105)	02/18/2011	01/19/2012	57 00	1,401 53	0 00	1,402 45	(0.92)
SMITH & NEPHEW PLC ADR CMN (83175M205)	07/15/2011	01/19/2012	51 00	2,358.62	0 00	2,744 22	(385.60)
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	10/21/2011	01/20/2012	22 00	419.76	0 00	404 10	15 66
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	10/20/2011	01/20/2012	32 00	610 55	0 00	576 61	33 94
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	10/24/2011	01/20/2012	48 00	915.83	0 00	905 81	10 02
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	06/06/2011	01/20/2012	106 00	2,022.46	0 00	1,973.89	48 57
SAFRAN SA SPONSORED ADR CMN (786584102)	04/26/2011	01/20/2012	8 00	240 67	0 00	289 27	(48 60)
SAFRAN SA SPONSORED ADR CMN (786584102)	04/13/2011	01/20/2012	38 00	1,143 17	0 00	1,331 28	(188 11)
SAFRAN SA SPONSORED ADR CMN (786584102) Disallowed Loss							188 11
SAFRAN SA SPONSORED ADR CMN (786584102)	05/06/2011	01/20/2012	53 00	1,594 43	0 00	2,003 67	(409 24)
SAFRAN SA SPONSORED ADR CMN (786584102)	04/26/2011	01/20/2012	80 00	2,406 69	0 00	2,867 86	(461 17)
SAFRAN SA SPONSORED ADR CMN (786584102) Disallowed Loss							17 29
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	08/30/2011	01/20/2012	15 00	230.18	0 00	269.18	(39 00)
TOTAL SA SPONSORED ADR CMN (89151E109)	10/13/2011	01/20/2012	76 00	3,908 93	0 00	3,817 81	91 12
TOTAL SA SPONSORED ADR CMN (89151E109)	10/13/2011	01/24/2012	62 00	3,249 61	0 00	3,114.53	135 08
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	05/02/2011	01/25/2012	8 00	435 86	0 00	474.24	(38 38)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	04/20/2011	01/25/2012	38 00	2,070 34	0 00	2,196 20	(125 86)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	03/11/2011	01/25/2012	42 00	2,288 27	0 00	2,305 05	(16 78)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	03/23/2011	01/25/2012	55 00	2,996.54	0 00	2,991.42	5.12
TELENOR ASA AMERICAN DEPOSITARY SHARES 1 ADS = 3 ORDS (87944W105)	07/27/2011	01/25/2012	60 00	2,801 01	0 00	2,989 05	(188 04)
CHEUNG KONG HLDGS LTD (ADR) ADR CMN (166744201)	10/28/2011	01/26/2012	482 00	6,451 25	0 00	6,102 75	348 50

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

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

Goldman Sachs

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
E ON AG SPONSORED ADR CMN (268780103)	10/14/2011	01/26/2012	191 00	4,068 56	0 00	4,668 60	(600 04)
SMITHS GROUP PLC SPONSORED ADR CMN (83238P203)	07/05/2011	01/26/2012	5 00	76 93	0 00	98 93	(22 00)
SMITHS GROUP PLC SPONSORED ADR CMN (83238P203)	05/20/2011	01/26/2012	130 00	2,000 04	0 00	2,645.99	(645 95)
TOTAL SA SPONSORED ADR CMN (89151E109)	12/01/2011	01/27/2012	36 00	1,901 60	0 00	1,863 02	38 58
TOTAL SA SPONSORED ADR CMN (89151E109)	11/11/2011	01/27/2012	37 00	1,954 42	0 00	1,911.32	43.10
TOTAL SA SPONSORED ADR CMN (89151E109)	10/13/2011	01/27/2012	55 00	2,905.23	0 00	2,762.89	142 34
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	08/05/2011	01/27/2012	41 00	1,370 05	0 00	1,353 46	16 59
SMITHS GROUP PLC SPONSORED ADR CMN (83238P203)	09/30/2011	01/30/2012	158 00	2,350 03	0 00	2,481 18	(131 15)
SMITHS GROUP PLC SPONSORED ADR CMN (83238P203)	07/05/2011	01/30/2012	159 00	2,364 90	0 00	3,145.86	(780 96)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	05/02/2011	02/06/2012	13 00	730 02	0 00	770.63	(40.61)
TELENOR ASA AMERICAN DEPOSITARY SHARES 1 ADS = 3 ORDS (87944W105)	07/27/2011	02/06/2012	112 00	5,401 03	0 00	5,579.56	(178 53)
CAIRN ENERGY PLC ADR CMN (12776P200)	01/17/2012	02/07/2012	0 79	10 87	0 00	0 00	10.87
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	09/29/2011	02/07/2012	17 00	464 80	0 00	476 29	(11.49)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	04/26/2011	02/07/2012	26.00	710 87	0 00	1,167 59	(456.72)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	10/12/2011	02/07/2012	55 00	1,503 77	0 00	1,593 91	(90 14)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	07/01/2011	02/07/2012	105 00	2,870.84	0 00	4,164.94	(1,294 10)
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	06/17/2011	02/07/2012	8 00	357 63	0 00	331 35	26 28
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	08/03/2011	02/07/2012	18.00	804 67	0 00	782 64	22 03
BRIDGESTONES CORP ADR ADR CMN (108441205)	05/06/2011	02/08/2012	16 00	733 95	0 00	811 84	(77 89)
BRIDGESTONES CORP. ADR ADR CMN (108441205)	05/13/2011	02/08/2012	20 00	917 44	0 00	905 71	11 73
BRIDGESTONES CORP ADR ADR CMN (108441205)	05/06/2011	02/08/2012	28 00	1,284 41	0 00	1,317.39	(32.98)
INTESA SANPAOLO SPONSORED ADR CMN (46115H107)	10/27/2011	02/08/2012	102 00	1,291 04	0 00	1,212 72	78 32
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS) (654624105)	02/18/2011	02/09/2012	6 00	146 72	0 00	147.63	(0.91)

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS) (654624105)	02/22/2011	02/09/2012	50 00	1,222 61	0 00	1,220.26	2 35
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0.5944 (928662402)	10/17/2011	02/10/2012	103 00	3,848 55	0 00	3,276 97	571 58
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	04/12/2011	02/16/2012	3 00	217 02	0 00	213.35	3 67
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	05/13/2011	02/16/2012	8 00	578 72	0 00	573 01	5 71
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	05/12/2011	02/16/2012	20 00	1,446 80	0 00	1,434 70	12 10
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	05/02/2011	02/29/2012	21 00	1,150 95	0 00	1,244 87	(93 92)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	05/02/2011	03/02/2012	2 00	108 02	0 00	118 56	(10 54)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	06/22/2011	03/02/2012	19 00	1,026 15	0 00	1,151 96	(125 81)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	07/20/2011	03/02/2012	32 00	1,728 25	0 00	2,003 19	(274 94)
NOVARTIS AG-ADR SPONSORED ADR CMN (66987V109)	07/25/2011	03/02/2012	54 00	2,916 42	0 00	3,390 41	(473 99)
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	08/11/2011	03/06/2012	7.00	177 47	0 00	160 65	16 82
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	08/12/2011	03/06/2012	8.00	202 82	0 00	189 86	12 96
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	08/17/2011	03/06/2012	46 00	1,166 22	0 00	1,106.71	59 51
EAST JAPAN RAILWAY COMPANY UNSPONSORED ADR (JAPAN) (273202101)	05/06/2011	03/14/2012	490 00	5,244 52	0 00	4,691 16	553.36
YPF SOCIEDAD ANONIMA SPONSORED ADR REPSTG CL D (984245100)	06/23/2011	03/19/2012	21 00	575 96	0 00	914 05	(338 09)
YPF SOCIEDAD ANONIMA SPONSORED ADR REPSTG CL D (984245100)	06/23/2011	03/19/2012	103 00	2,824 94	0 00	4,290 88	(1,465 94)
COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO ADR (20441A102)	01/25/2012	03/21/2012	21 00	1,562 26	0 00	1,348 73	213 53
YPF SOCIEDAD ANONIMA SPONSORED ADR REPSTG CL D (984245100)	06/23/2011	03/21/2012	35 00	1,024 29	0 00	1,523 41	(499 12)
YPF SOCIEDAD ANONIMA SPONSORED ADR REPSTG CL D (984245100)	06/24/2011	03/21/2012	110 00	3,219 19	0 00	4,601.59	(1,382 40)
BRIDGESTONES CORP ADR ADR CMN (108441205)	05/13/2011	03/22/2012	40 00	1,932 67	0.00	1,811 41	121 26

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REALIZED GAINS AND LOSSES (Continued)

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Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
BRIDGESTONES CORP ADR ADR CMN (108441205)	06/03/2011	03/22/2012	66 00	3,188 90	0 00	2,902 70	286 20
SONIC HEALTHCARE LIMITED UNSPONSORED ADR CMN (83546A104)	09/26/2011	03/22/2012	307 00	3,689 18	0 00	3,433.52	255.66
HONDA MTR LTD (AMER SHS) ADR CMN (438128308)	05/02/2011	03/23/2012	20 00	763 21	0 00	786 10	(22 89)
TOYOTA MOTOR CORPORATION SPON ADR (892331307)	01/12/2012	03/26/2012	32 00	2,688 15	0 00	2,181.35	506 80
YPF SOCIEDAD ANONIMA SPONSORED ADR REPSTG CL D (984245100)	06/24/2011	04/02/2012	17 00	423 85	0 00	711 15	(287 30)
SONIC HEALTHCARE LIMITED UNSPONSORED ADR CMN (83546A104)	09/26/2011	04/03/2012	62 00	793 50	0 00	693.41	100 09
GAFISA, S A SPONSORED ADR CMN (362607301)	09/29/2011	04/04/2012	78 00	358 50	0 00	489.72	(131 22)
GAFISA, S A SPONSORED ADR CMN (362607301)	07/14/2011	04/04/2012	156 00	717 00	0 00	1,340 21	(623 21)
HITACHI LTD (ADR 10 COM) ADR CMN (433578507)	05/02/2011	04/10/2012	23 00	1,436 06	0 00	1,491 29	(55 23)
HITACHI LTD (ADR 10 COM) ADR CMN (433578507)	05/03/2011	04/10/2012	36 00	2,247 73	0 00	2,011 64	236.09
YPF SOCIEDAD ANONIMA SPONSORED ADR REPSTG CL D (984245100)	06/24/2011	04/10/2012	34 00	760 10	0 00	1,422.31	(662 21)
YPF SOCIEDAD ANONIMA SPONSORED ADR REPSTG CL D (984245100)	07/13/2011	04/10/2012	41 00	916 59	0 00	1,801 73	(885 14)
BRITISH SKY BROADCASTING GROUP PLC AMERICAN DEPOSITARY SHARES (1 ADS = 4 ORDS) (111013108)	08/15/2011	04/11/2012	126 00	5,150 09	0 00	5,688 97	(538 88)
CHEUNG KONG HLDGS LTD (ADR) ADR CMN (166744201)	10/28/2011	04/11/2012	104 00	1,289 46	0 00	1,316 78	(27 32)
HITACHI LTD (ADR 10 COM) ADR CMN (433578507)	05/03/2011	04/11/2012	48 00	3,040 17	0 00	2,682 19	357 98
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS) (654624105)	08/15/2011	04/11/2012	27 00	602 92	0 00	642.93	(40 01)
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS) (654624105)	12/01/2011	04/11/2012	56 00	1,250 51	0 00	1,364 90	(114 39)
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS) (654624105)	05/02/2011	04/11/2012	59 00	1,317 50	0 00	1,371 92	(54 42)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	05/13/2011	04/11/2012	4 00	135 40	0 00	145 44	(10 04)
YPF SOCIEDAD ANONIMA SPONSORED ADR REPSTG CL D (984245100)	09/09/2011	04/11/2012	4 00	84 27	0 00	148 98	(64 71)
YPF SOCIEDAD ANONIMA SPONSORED ADR REPSTG CL D (984245100)	07/13/2011	04/11/2012	11 00	231 73	0 00	483 39	(251 66)
YPF SOCIEDAD ANONIMA SPONSORED ADR REPSTG CL D (984245100)	01/13/2012	04/11/2012	26 00	547 73	0 00	959 16	(411.43)

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
YPF SOCIEDAD ANONIMA SPONSORED ADR REPSTG CL D (984245100)	01/05/2012	04/11/2012	44 00	926 93	0 00	1,556.79	(629 86)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	05/13/2011	04/12/2012	8.00	273 64	0 00	290.87	(17.23)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	07/20/2011	04/12/2012	15 00	513 07	0 00	536 17	(23 10)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	05/16/2011	04/12/2012	35 00	1,197 17	0 00	1,265 67	(68 50)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	07/21/2011	04/12/2012	38 00	1,299 79	0 00	1,386.81	(87 02)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	07/21/2011	04/13/2012	11.00	366 18	0 00	401.44	(35 26)
EAST JAPAN RAILWAY COMPANY UNSPONSORED ADR (JAPAN) (273202101)	05/06/2011	04/16/2012	72 00	739 17	0 00	689 31	49 86
THE KANSAI ELECTRIC POWER COMP UNSPONSORED ADR CMN (484602305)	06/22/2011	04/16/2012	1,089 00	8,724 00	0 00	10,121 60	(1,397.60)
HONDA MTR LTD (AMER SHS) ADR CMN (438128308)	05/02/2011	04/18/2012	115 00	4,094.13	0 00	4,520.08	(425 95)
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	08/08/2011	04/18/2012	107 00	6,594 70	0 00	6,517 59	77 11
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	09/09/2011	04/18/2012	31 00	847 23	0 00	799 62	47 61
HITACHI LTD (ADR 10 COM) ADR CMN (433578507)	05/03/2011	04/19/2012	27 00	1,739 82	0 00	1,508 73	231 09
HITACHI LTD (ADR 10 COM) ADR CMN (433578507)	09/29/2011	04/19/2012	48 00	3,093 02	0 00	2,429 76	663 26
HITACHI LTD (ADR 10 COM) ADR CMN (433578507)	02/09/2012	04/19/2012	49 00	3,157 45	0 00	2,717 82	439 63
MITSUBISHI ESTATE LTD ADR ADR CMN (606783207)	06/03/2011	04/19/2012	39 00	673 77	0 00	673 99	(0 22)
MITSUBISHI ESTATE LTD ADR ADR CMN (606783207) Disallowed Loss							0 22
MITSUBISHI ESTATE LTD ADR ADR CMN (606783207)	05/02/2011	04/19/2012	250 00	4,319 02	0.00	4,451.62	(132.60)
MITSUBISHI ESTATE LTD ADR ADR CMN (606783207) Disallowed Loss							132 60
RESMED INC CMN (761152107)	12/16/2011	05/04/2012	91 00	3,088 93	0 00	2,243 54	845 39
CHEUNG KONG HLDGS LTD (ADR) ADR CMN (166744201)	10/28/2011	05/07/2012	233 00	3,017 02	0 00	2,950 08	66 94
AVIVA PLC SPONSORED ADR CMN (05382A104)	10/12/2011	05/18/2012	26 00	216 56	0 00	318 37	(101 81)
AVIVA PLC SPONSORED ADR CMN (05382A104)	10/12/2011	05/18/2012	169 00	1,407 67	0 00	2,040 12	(632 45)
AVIVA PLC SPONSORED ADR CMN (05382A104)	10/12/2011	05/18/2012	290 00	2,415 53	0 00	3,136 06	(720 53)

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REALIZED GAINS AND LOSSES (Continued)

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Covered Short-Term Gains (Losses)							
CHEUNG KONG HLDGS LTD (ADR) ADR CMN (166744201)	10/28/2011	05/18/2012	175 00	2,021 04	0 00	2,215 73	(194 69)
MITSUBISHI ESTATE LTD ADR ADR CMN (606783207)	06/03/2011	05/18/2012	33 00	497 99	0 00	570 30	(72 31)
XSTRATA PLC ADR CMN (98418K105)	10/12/2011	05/21/2012	545 00	1,593 49	0 00	1,673.15	(79 66)
XSTRATA PLC ADR CMN (98418K105)	10/27/2011	05/21/2012	855 00	2,499 88	0 00	3,122 80	(622.92)
AVIVA PLC SPONSORED ADR CMN (05382A104)	10/12/2011	05/22/2012	69 00	600 46	0 00	849.33	(248 87)
AVIVA PLC SPONSORED ADR CMN (05382A104)	10/12/2011	05/22/2012	75 00	652 68	0 00	987 74	(335 06)
AVIVA PLC SPONSORED ADR CMN (05382A104)	10/12/2011	05/22/2012	150 00	1,305 36	0 00	1,836 75	(531.39)
MITSUBISHI ESTATE LTD ADR ADR CMN (606783207)	06/03/2011	05/23/2012	19 00	284 77	0 00	334 57	(49 80)
MITSUBISHI ESTATE LTD ADR ADR CMN (606783207)	06/03/2011	05/23/2012	78 00	1,169 06	0 00	1,347 98	(178 92)
TELECOM ITALIA SPA SPONSORED ADR CMN (87927Y102)	01/13/2012	06/21/2012	37 00	344 14	0 00	393.81	(49 67)
TELECOM ITALIA SPA SPONSORED ADR CMN (87927Y102)	10/27/2011	06/21/2012	80 00	744 08	0 00	1,081 68	(337.60)
TELECOM ITALIA SPA SPONSORED ADR CMN (87927Y102)	01/13/2012	06/22/2012	14 00	132 67	0 00	149 01	(16 34)
TELECOM ITALIA SPA SPONSORED ADR CMN (87927Y102)	01/18/2012	06/22/2012	54 00	511 72	0 00	568 44	(56 72)
TELECOM ITALIA SPA SPONSORED ADR CMN (87927Y102)	05/11/2012	06/22/2012	96 00	909 72	0 00	1,033 12	(123.40)
TELECOM ITALIA SPA SPONSORED ADR CMN (87927Y102)	01/17/2012	06/22/2012	138 00	1,307 72	0 00	1,470 05	(162 33)
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	08/04/2011	07/02/2012	9 00	416 69	0 00	390 32	26 37
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	08/03/2011	07/02/2012	52 00	2,407 54	0 00	2,260 95	146 59
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	08/17/2011	07/03/2012	65 00	1,760 31	0 00	1,563 84	196 47
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	01/27/2012	07/03/2012	39 00	3,378 07	0 00	3,914.49	(536 42)
SONIC HEALTHCARE LIMITED UNSPONSORED ADR CMN (83546A104)	09/26/2011	07/03/2012	5 00	63.96	0 00	55 92	8 04
SONIC HEALTHCARE LIMITED UNSPONSORED ADR CMN (83546A104)	10/26/2011	07/03/2012	13 00	166 30	0 00	149 41	16 89
SONIC HEALTHCARE LIMITED UNSPONSORED ADR CMN (83546A104)	09/28/2011	07/03/2012	213 00	2,724 71	0 00	2,488 95	235 76
VINCI ADR CMN (927320101)	10/28/2011	07/03/2012	30 00	348 71	0 00	393.92	(45 21)
VINCI ADR CMN (927320101)	01/20/2012	07/03/2012	40 00	464 96	0 00	471 92	(6 96)
VINCI ADR CMN (927320101)	01/13/2012	07/03/2012	164 00	1,906 31	0 00	1,840 49	65 82

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 5944 (928662402)	10/17/2011	07/03/2012	46 00	1,463 06	0 00	1,463 50	(0 44)
YAMANA GOLD INC CMN (98462Y100)	07/25/2011	07/05/2012	294 00	4,711 24	0 00	3,970 56	740 68
CHEUNG KONG HLDGS LTD (ADR) ADR CMN (166744201)	10/28/2011	07/06/2012	12 00	151 82	0 00	151.94	(0.12)
CHEUNG KONG HLDGS LTD (ADR) ADR CMN (166744201)	11/08/2011	07/06/2012	389 00	4,921 35	0 00	4,775 44	145 91
MITSUBISHI ESTATE LTD ADR ADR CMN (606783207)	03/22/2012	07/06/2012	18 00	315 20	0 00	316 86	(1 66)
MITSUBISHI ESTATE LTD ADR ADR CMN (606783207)	09/30/2011	07/06/2012	30 00	525 33	0 00	497 78	27.55
MITSUBISHI ESTATE LTD ADR ADR CMN (606783207)	09/12/2011	07/06/2012	80 00	1,400.87	0 00	1,248 13	152 74
SONIC HEALTHCARE LIMITED UNSPONSORED ADR CMN (83546A104)	10/26/2011	07/06/2012	35.00	450 90	0 00	402 25	48 65
SONIC HEALTHCARE LIMITED UNSPONSORED ADR CMN (83546A104)	11/10/2011	07/06/2012	149 00	1,919 56	0 00	1,647 37	272 19
VINCI ADR CMN (927320101)	03/14/2012	07/06/2012	191 00	2,112 54	0 00	2,503 74	(391 20)
VINCI ADR CMN (927320101)	01/20/2012	07/06/2012	220 00	2,433 30	0 00	2,595 54	(162 24)
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 5944 (928662402)	10/17/2011	07/06/2012	8 00	259 85	0 00	270 30	(10 45)
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0.5944 (928662402)	10/17/2011	07/06/2012	76 00	2,468 53	0 00	2,417 95	50.58
COMPANHIA VALE DO RIO DOCE ADR (91912E105)	01/27/2012	07/13/2012	233 00	4,578 41	0 00	5,770.52	(1,192.11)
TOYOTA MOTOR CORPORATION SPON ADR (892331307)	01/12/2012	07/13/2012	12 00	917 49	0 00	818 00	99 49
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 5944 (928662402)	12/07/2011	07/13/2012	1 00	32 83	0 00	34 08	(1 25)
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0.5944 (928662402)	10/17/2011	07/13/2012	19 00	623 82	0 00	652.56	(28 74)
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 5944 (928662402)	10/17/2011	07/13/2012	60 00	1,969 98	0 00	2,027 23	(57 25)
WPP PLC ADR CMN (92933H101)	03/14/2012	07/13/2012	15 00	923 22	0 00	989 75	(66 53)
WPP PLC ADR CMN (92933H101) Disallowed Loss							35 49

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
VOLKSWAGEN AG, WOLFSBURG SPONSORED ADR PFD USD0 5944 (928662402)	12/07/2011	07/16/2012	68 00	2,268 37	0 00	2,317 65	(49 28)
E ON AG SPONSORED ADR CMN (268780103)	10/14/2011	07/19/2012	3 00	65 04	0 00	83 43	(18 39)
E ON AG SPONSORED ADR CMN (268780103)	10/28/2011	07/19/2012	53 00	1,148 96	0 00	1,359 60	(210 64)
E ON AG SPONSORED ADR CMN (268780103)	10/14/2011	07/19/2012	91 00	1,972 74	0 00	2,224 31	(251 57)
E ON AG SPONSORED ADR CMN (268780103)	10/14/2011	07/19/2012	114 00	2,471 33	0 00	3,009 28	(537 95)
SONIC HEALTHCARE LIMITED UNSPONSORED ADR CMN (83546A104)	11/10/2011	07/20/2012	61 00	801 34	0 00	674 43	126 91
SONIC HEALTHCARE LIMITED UNSPONSORED ADR CMN (83546A104)	11/23/2011	07/20/2012	89 00	1,169 15	0 00	995 08	174 07
E ON AG SPONSORED ADR CMN (268780103)	10/28/2011	07/23/2012	1 00	20 08	0 00	25 65	(5 57)
E ON AG SPONSORED ADR CMN (268780103)	03/22/2012	07/23/2012	2 00	40 18	0 00	47 67	(7 49)
E ON AG SPONSORED ADR CMN (268780103)	11/14/2011	07/23/2012	90 00	1,807 72	0 00	2,156 57	(348 85)
FORTUM OYJ UNSPONSORED ADR CMN (34959F106)	08/02/2011	07/23/2012	865 00	2,684 54	0 00	4,444 54	(1,760 00)
SONIC HEALTHCARE LIMITED UNSPONSORED ADR CMN (83546A104)	11/23/2011	07/24/2012	236 00	3,053 63	0 00	2,638 65	414 98
E ON AG SPONSORED ADR CMN (268780103)	03/22/2012	07/25/2012	236 00	4,645 69	0 00	5,624 43	(978 74)
FORTUM OYJ UNSPONSORED ADR CMN (34959F106)	08/02/2011	07/25/2012	234 00	736 62	0 00	1,202 34	(465 72)
FORTUM OYJ UNSPONSORED ADR CMN (34959F106)	08/25/2011	07/25/2012	440 00	1,385 09	0 00	2,310 22	(925 13)
FORTUM OYJ UNSPONSORED ADR CMN (34959F106)	08/17/2011	07/25/2012	861 00	2,710 37	0 00	4,316 71	(1,606.34)
COMPANHIA VALE DO RIO DOCE ADR (91912E105)	03/02/2012	07/27/2012	150 00	2,717 20	0 00	3,851 54	(1,134 34)
COMPANHIA VALE DO RIO DOCE ADR (91912E105)	02/03/2012	07/27/2012	164 00	2,970 81	0 00	4,386 26	(1,415 45)
COMPANHIA VALE DO RIO DOCE ADR (91912E105)	01/27/2012	07/27/2012	171 00	3,097 61	0 00	4,235 02	(1,137 41)
SHIRE LIMITED SPONSORED ADR CMN (82481R106)	01/27/2012	07/27/2012	32 00	2,888 22	0 00	3,211 89	(323.67)
INTESA SANPAOLO SPONSORED ADR CMN (46115H107)	10/27/2011	08/10/2012	516 00	4,160 36	0 00	6,134 93	(1,974.57)
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	01/23/2012	08/16/2012	72 00	3,958 80	0 00	3,569 59	389 21
RESMED INC CMN (761152107)	12/16/2011	08/17/2012	62 00	2,276 21	0 00	1,528 57	747 64
CANON INC ADR SPONSORED ADR CMN (138006309)	04/18/2012	08/20/2012	11 00	383 10	0 00	514 77	(131 67)

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
CANON INC ADR SPONSORED ADR CMN (138006309)	09/29/2011	08/20/2012	21 00	731 38	0 00	963 99	(232 61)
CANON INC ADR SPONSORED ADR CMN (138006309)	03/13/2012	08/20/2012	35 00	1,218 96	0 00	1,578 92	(359 96)
CANON INC ADR SPONSORED ADR CMN (138006309)	04/18/2012	08/30/2012	21 00	715 24	0 00	982 75	(267 51)
CANON INC ADR SPONSORED ADR CMN (138006309)	05/04/2012	08/30/2012	49 00	1,668 88	0 00	2,163 66	(494 78)
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	04/02/2012	09/07/2012	17 00	767 42	0 00	779 54	(12 12)
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	11/22/2011	09/07/2012	18 00	812 56	0 00	762 73	49.83
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	09/23/2011	09/07/2012	68 00	3,069 68	0 00	2,754 55	315 13
DANONE SPONSORED ADR CMN (23636T100)	04/19/2012	09/10/2012	230 00	2,886 55	0 00	3,302 09	(415 54)
COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO ADR (20441A102)	01/25/2012	09/12/2012	13 00	996 42	0 00	834 93	161 49
COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO ADR (20441A102)	08/16/2012	09/12/2012	18 00	1,379 65	0 00	1,598 90	(219.25)
COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO ADR (20441A102)	01/26/2012	09/12/2012	122 00	9,350 94	0 00	7,859 41	1,491 53
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	05/11/2012	09/12/2012	23 00	1,056 05	0 00	1,056 25	(0 20)
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	04/02/2012	09/12/2012	36 00	1,652 95	0 00	1,650 80	2 15
BRITISH SKY BROADCASTING GROUP PLC AMERICAN DEPOSITARY SHARES (1 ADS = 4 ORDS) (111013108)	09/26/2011	09/17/2012	24 00	1,130 23	0 00	1,021.45	108 78
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	05/11/2012	09/17/2012	18 00	837 48	0 00	826 63	10 85
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	07/27/2012	09/17/2012	36 00	1,674 97	0 00	1,634 46	40 51
RESMED INC CMN (761152107)	12/16/2011	09/17/2012	31 00	1,209 69	0 00	764 28	445 41
RESMED INC CMN (761152107)	01/05/2012	09/17/2012	59 00	2,302 32	0 00	1,460 67	841 65
SCHNEIDER ELECTRIC SA UNSPONSORED ADR (FRANCE) (80687P106)	04/16/2012	09/17/2012	134 00	1,823 49	0 00	1,625.94	197.55
RESMED INC CMN (761152107)	01/05/2012	09/24/2012	50 00	1,980 67	0 00	1,237.86	742.81
LENOVO GROUP LIMITED SPONSORED ADR CMN (526250105)	09/17/2012	09/25/2012	321 00	5,265 44	0 00	5,262 34	3.10
SCHNEIDER ELECTRIC SA UNSPONSORED ADR (FRANCE) (80687P106)	04/16/2012	09/25/2012	111 00	1,387 88	0 00	1,346 86	41 02

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	01/23/2012	09/26/2012	54 00	2,947 15	0 00	2,677 20	269 95
SEADRILL LTD CMN (G7945E105)	01/05/2012	10/03/2012	33.00	1,293 66	0 00	1,136.59	157 07
TOYOTA MOTOR CORPORATION SPON ADR (892331307)	01/12/2012	10/03/2012	43 00	3,308 99	0 00	2,931 18	377 81
DONGFENG MOTOR CORPORATION ADR CLASS H (257738203)	03/27/2012	10/04/2012	24.00	1,337 15	0 00	2,050 52	(713 37)
RESMED INC CMN (761152107)	01/05/2012	10/05/2012	1 00	41 27	0 00	24.76	16 51
RESMED INC CMN (761152107)	01/19/2012	10/05/2012	74 00	3,053 58	0 00	1,963 79	1,089 79
FRESENIUS SE & CO KGAA SPONSORED ADR CMN (35804M105)	05/14/2012	10/08/2012	451 00	6,768 13	0 00	5,544 96	1,223 17
CAIRN ENERGY PLC ADR CMN (12776P200)	01/17/2012	10/12/2012	182 00	1,668 45	0 00	4,188 08	(2,519 63)
LENOVO GROUP LIMITED SPONSORED ADR CMN (526250105)	09/17/2012	10/12/2012	319 00	5,041 48	0 00	5,229 56	(188 08)
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	03/26/2012	10/17/2012	29 00	1,563 37	0 00	1,560 98	2 39
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	03/21/2012	10/17/2012	33 00	1,779 01	0 00	1,757.08	21 93
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	01/27/2012	10/17/2012	47 00	2,533 74	0 00	2,384 49	149 25
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	02/09/2012	10/17/2012	48 00	2,587 65	0 00	2,426 52	161 13
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	04/18/2012	10/17/2012	61 00	3,288 47	0 00	3,357.79	(69 32)
CHINA MOBILE LIMITED SPONSORED ADR CMN (16941M109)	01/23/2012	10/17/2012	73.00	3,935 38	0 00	3,619 17	316 21
SEADRILL LTD CMN (G7945E105)	06/01/2012	10/17/2012	4 00	164 52	0 00	129 67	34 85
SEADRILL LTD CMN (G7945E105)	01/05/2012	10/17/2012	68 00	2,796 74	0 00	2,342 06	454 68
SEADRILL LTD CMN (G7945E105)	08/16/2012	10/18/2012	73 00	3,034 99	0 00	2,975 60	59 39
SEADRILL LTD CMN (G7945E105)	06/01/2012	10/18/2012	123 00	5,113 74	0 00	3,987 33	1,126 41
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (874039100)	02/16/2012	10/18/2012	225 00	3,487 48	0 00	3,256.79	230 69
KASIKORNBANK PUB CO LTD ADR CMN (485785109)	02/14/2012	10/19/2012	4 00	90 38	0 00	73 12	17 26
KASIKORNBANK PUB CO LTD ADR CMN (485785109)	02/10/2012	10/19/2012	163 00	3,682 90	0 00	2,893 90	789 00
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	11/09/2011	10/24/2012	9 00	667 82	0 00	617 06	50 76

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
ABB LTD SPONSORED ADR CMN (000375204)	01/13/2012	10/26/2012	53 00	963 91	0 00	1,051 64	(87.73)
ABB LTD SPONSORED ADR CMN (000375204)	01/13/2012	11/07/2012	19 00	348 10	0 00	377.00	(28 90)
ABB LTD SPONSORED ADR CMN (000375204)	01/24/2012	11/07/2012	99 00	1,813 82	0 00	2,064 86	(251 04)
NEW WORLD DEVELOPMENT & CO LTD (SPONS ADR) (649274305)	01/26/2012	11/08/2012	2,368 00	7,457 85	0 00	5,280 88	2,176 97
CAIRN ENERGY PLC ADR CMN (12776P200)	01/17/2012	11/12/2012	127 00	1,117 33	0 00	2,922 45	(1,805 12)
CAIRN ENERGY PLC ADR CMN (12776P200)	01/23/2012	11/12/2012	171 00	1,504 44	0 00	4,037 91	(2,533 47)
CAIRN ENERGY PLC ADR CMN (12776P200)	01/23/2012	11/14/2012	40 00	341 21	0 00	944 54	(603 33)
CAIRN ENERGY PLC ADR CMN (12776P200)	04/11/2012	11/14/2012	213 00	1,816 93	0 00	2,249.86	(432 93)
CAIRN ENERGY PLC ADR CMN (12776P200)	04/19/2012	11/14/2012	252 00	2,149 61	0 00	2,769 66	(620 05)
NEW WORLD DEVELOPMENT & CO LTD (SPONS ADR) (649274305)	01/26/2012	11/16/2012	768 00	2,303 40	0 00	1,712 72	590 68
ABB LTD SPONSORED ADR CMN (000375204)	01/24/2012	11/20/2012	14 00	251 85	0 00	292.00	(40 15)
ABB LTD SPONSORED ADR CMN (000375204)	06/07/2012	11/20/2012	34 00	611 65	0 00	558 15	53 50
ABB LTD SPONSORED ADR CMN (000375204)	03/13/2012	11/20/2012	67 00	1,205 30	0 00	1,383 79	(178 49)
ABB LTD SPONSORED ADR CMN (000375204)	02/29/2012	11/20/2012	86 00	1,547 10	0 00	1,771.28	(224 18)
ABB LTD SPONSORED ADR CMN (000375204)	09/17/2012	11/20/2012	87 00	1,565 09	0 00	1,727.93	(162 84)
CAIRN ENERGY PLC ADR CMN (12776P200)	06/08/2012	11/20/2012	156 00	1,304 01	0 00	1,433 89	(129 88)
CAIRN ENERGY PLC ADR CMN (12776P200)	04/19/2012	11/20/2012	198 00	1,655 08	0 00	2,176 16	(521 08)
HONDA MTR LTD (AMER SHS) ADR CMN (438128308)	05/30/2012	11/20/2012	84 00	2,661 94	0 00	2,694.59	(32 65)
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	03/02/2012	11/21/2012	22 00	1,446 33	0 00	1,532 39	(86 06)
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	03/12/2012	11/21/2012	34 00	2,235 23	0 00	2,271 10	(35 87)
BALFOUR BEATTY PLC SPONSORED ADR CMN (05845R306)	05/23/2012	12/05/2012	351 00	2,868 93	0 00	3,122 25	(253 32)
YANZHOU COAL MINING CO LTD SPONSORED ADR CMN (984846105)	09/17/2012	12/05/2012	78 00	1,219 69	0 00	1,243 27	(23 58)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	05/14/2012	12/12/2012	13 00	510 76	0 00	539 52	(28 76)

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REALIZED GAINS AND LOSSES (Continued)

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SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	11/15/2012	12/12/2012	29 00	1,139 40	0 00	1,128 90	10 50
BALFOUR BEATTY PLC SPONSORED ADR CMN (05845R306)	06/06/2012	12/17/2012	117 00	999 72	0 00	1,039 00	(39.28)
BALFOUR BEATTY PLC SPONSORED ADR CMN (05845R306)	05/23/2012	12/17/2012	233 00	1,990 89	0 00	2,072 61	(81 72)
AVIVA PLC SPONSORED ADR CMN (05382A104)	07/16/2012	12/19/2012	56 00	693 27	0 00	519 55	173 72
AVIVA PLC SPONSORED ADR CMN (05382A104)	03/02/2012	12/19/2012	173 00	2,141 69	0 00	2,043 65	98 04
AVIVA PLC SPONSORED ADR CMN (05382A104)	01/20/2012	12/19/2012	218.00	2,698 78	0 00	2,367 63	331 15
DEUTSCHE POST AG SPONSORED ADR CMN (25157Y202)	08/16/2012	12/19/2012	54 00	1,182 54	0 00	1,056 03	126 51
DEUTSCHE POST AG SPONSORED ADR CMN (25157Y202)	03/02/2012	12/19/2012	152 00	3,328 63	0 00	2,727 38	601 25
FRESENIUS SE & CO KGAA SPONSORED ADR CMN (35804M105)	05/14/2012	12/19/2012	316 00	4,633 49	0 00	3,885 16	748 33
HENKEL AG AND CO KGAA SPONSORED ADR REPSTG ORDINARY SHRS (42550U109)	01/17/2012	12/19/2012	30 00	2,073 33	0 00	1,419 00	654 33
HENKEL AG AND CO KGAA SPONSORED ADR REPSTG ORDINARY SHRS (42550U109)	08/16/2012	12/19/2012	33.00	2,280 67	0 00	2,041 81	238 86
KDDI CORP UNSPONSORED ADR CMN (48667L106)	10/19/2012	12/19/2012	161 00	2,843 43	0 00	3,072 33	(228 90)
NEW WORLD DEVELOPMENT & CO LTD (SPONS ADR) (649274305)	01/26/2012	12/19/2012	838 00	2,596 23	0 00	1,868 82	727.41
VIVENDI ADR CMN (92852T201)	06/20/2012	12/19/2012	131 00	2,914 20	0 00	2,329 94	584 26
ANGLO AMERICAN PLC ADR CMN (03485P201)	01/13/2012	12/21/2012	35 00	524 52	0 00	685 00	(160 48)
Net Covered Short-Term Disallowed Losses							**373.71**
Net Covered Short-Term Gains (Losses)				**494,337.87**	**0.00**	**518,934.82**	**(24,223.24)**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS) (654624105)	02/22/2011	02/29/2012	64 00	1,510 89	0 00	1,561 93	(51 04)

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REALIZED GAINS AND LOSSES (Continued)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS) (654624105)	02/22/2011	03/01/2012	46 00	1,090 24	0 00	1,122 64	(32 40)
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS) (654624105)	02/23/2011	03/01/2012	76 00	1,801 26	0 00	1,840.52	(39 26)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	01/18/2011	03/02/2012	25 00	854 96	0 00	890 58	(35 62)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	01/19/2011	03/02/2012	26 00	889 16	0 00	925 79	(36 63)
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	03/11/2011	03/13/2012	4 00	246 55	0 00	222 14	24 41
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS) (654624105)	02/25/2011	03/21/2012	57 00	1,295 80	0 00	1,395 46	(99 66)
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS) (654624105)	02/23/2011	03/21/2012	81 00	1,841 39	0 00	1,961 61	(120.22)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	01/19/2011	03/21/2012	2 00	68 54	0 00	71.21	(2 67)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	02/18/2011	03/21/2012	26 00	891 13	0 00	957 93	(66 80)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	03/11/2011	03/22/2012	8 00	274 66	0 00	273 81	0 85
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	02/18/2011	03/22/2012	50 00	1,716 61	0 00	1,842 18	(125 57)
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS) (654624105)	03/04/2011	03/26/2012	33 00	748 69	0 00	818 54	(69 85)
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS) (654624105)	02/25/2011	03/26/2012	44 00	998 25	0 00	1,077 19	(78 94)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	03/14/2011	03/26/2012	14 00	500 33	0 00	477.13	23 20
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	03/11/2011	03/26/2012	25 00	893 45	0 00	855 65	37 80
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	03/14/2011	04/03/2012	31.00	1,108 97	0 00	1,056.51	52.46
NIPPON TELEG & TEL SPON ADR SPONSORED ADR CMN (1 ADR = 1/2 COMMON SHS) (654624105)	03/04/2011	04/11/2012	84 00	1,875 76	0 00	2,083 56	(207 80)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	03/14/2011	04/11/2012	2 00	67 70	0 00	68 16	(0 46)
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	03/15/2011	04/11/2012	30 00	1,015 48	0 00	979 99	35.49
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	03/11/2011	04/18/2012	19 00	1,171 02	0 00	1,055 17	115 85

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REALIZED GAINS AND LOSSES (Continued)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	03/29/2011	04/18/2012	136 00	3,716 89	0 00	3,969 69	(252 80)
ABB LTD SPONSORED ADR CMN (000375204)	02/11/2011	04/25/2012	36 00	698 06	0 00	842 04	(143 98)
ABB LTD SPONSORED ADR CMN (000375204)	01/21/2011	04/25/2012	44 00	853 18	0 00	1,057 53	(204 35)
MITSUBISHI ESTATE LTD ADR ADR CMN (606783207)	05/02/2011	05/07/2012	118 00	1,919 14	0 00	2,139 76	(220 62)
MITSUBISHI ESTATE LTD ADR ADR CMN (606783207)	05/02/2011	05/18/2012	132 00	1,991 95	0 00	2,393 63	(401 68)
XSTRATA PLC ADR CMN (98418K105)	03/04/2011	05/21/2012	359 00	1,049 66	0 00	1,658 36	(608 70)
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	05/13/2011	05/22/2012	19 00	1,275 53	0 00	1,360 91	(85 38)
TELECOM ITALIA SPA SPONSORED ADR CMN (87927Y102)	02/25/2011	06/21/2012	84 00	781 29	0 00	1,268.37	(487 08)
CANON INC ADR SPONSORED ADR CMN (138006309)	05/02/2011	07/03/2012	40 00	1,596 44	0 00	1,910 28	(313 84)
CANON INC ADR SPONSORED ADR CMN (138006309)	05/02/2011	07/06/2012	118 00	4,603 98	0 00	5,635 33	(1,031 35)
EAST JAPAN RAILWAY COMPANY UNSPONSORED ADR (JAPAN) (273202101)	05/06/2011	07/06/2012	348 00	3,627 98	0 00	3,331 68	296 30
KONINKLIJKE AHOLD N V SPONSORED ADR CMN (500467402)	03/04/2011	07/06/2012	6 00	71 32	0 00	84 15	(12 83)
KONINKLIJKE AHOLD N.V. SPONSORED ADR CMN (500467402)	03/31/2011	07/06/2012	33 00	392 26	0 00	445 50	(53.24)
KONINKLIJKE AHOLD N V SPONSORED ADR CMN (500467402)	03/29/2011	07/06/2012	45 00	534 91	0 00	599 09	(64 18)
KONINKLIJKE AHOLD N V SPONSORED ADR CMN (500467402)	03/30/2011	07/06/2012	46 00	546 79	0 00	616 17	(69 38)
KONINKLIJKE AHOLD N V SPONSORED ADR CMN (500467402)	03/04/2011	07/06/2012	74 00	879 62	0 00	974 06	(94 44)
KONINKLIJKE AHOLD N V SPONSORED ADR CMN (500467402)	03/07/2011	07/06/2012	158 00	1,878 12	0 00	2,113 80	(235 68)
MITSUBISHI ESTATE LTD ADR ADR CMN (606783207)	06/03/2011	07/06/2012	20 00	350 22	0 00	352 18	(1 96)
MITSUBISHI ESTATE LTD ADR ADR CMN (606783207)	07/05/2011	07/06/2012	60 00	1,050 65	0 00	1,078 16	(27 51)
CANON INC ADR SPONSORED ADR CMN (138006309)	05/03/2011	07/13/2012	6 00	225 54	0 00	285 80	(60 26)
CANON INC ADR SPONSORED ADR CMN (138006309)	05/02/2011	07/13/2012	56 00	2,105 05	0 00	2,674 39	(569 34)
HONDA MTR LTD (AMER SHS) ADR CMN (438128308)	05/02/2011	07/13/2012	52 00	1,647 02	0 00	2,043 86	(396 84)
ANHEUSER-BUSCH INBEV S A SPONSORED ADR CMN (03524A108)	03/04/2011	07/27/2012	15 00	1,214 73	0 00	868 37	346 36

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REALIZED GAINS AND LOSSES (Continued)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
CANON INC ADR SPONSORED ADR CMN (138006309)	05/03/2011	08/16/2012	40 00	1,380 96	0 00	1,905 36	(524 40)
HONDA MTR LTD (AMER SHS) ADR CMN (438128308)	06/01/2011	08/16/2012	24 00	776 10	0 00	914 04	(137 94)
HONDA MTR LTD (AMER SHS) ADR CMN (438128308)	05/02/2011	08/16/2012	39 00	1,261 17	0 00	1,532 90	(271 73)
ANHEUSER-BUSCH INBEV S A SPONSORED ADR CMN (03524A108)	03/29/2011	08/17/2012	12 00	970 76	0 00	685 45	285 31
ANHEUSER-BUSCH INBEV S A SPONSORED ADR CMN (03524A108)	03/04/2011	08/17/2012	15 00	1,213 44	0 00	868 37	345 07
CANON INC ADR SPONSORED ADR CMN (138006309)	05/03/2011	08/20/2012	11 00	383 10	0 00	523.97	(140 87)
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	05/13/2011	08/20/2012	11 00	780 78	0 00	787 89	(7 11)
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	08/04/2011	08/20/2012	53 00	3,761 95	0 00	3,745 10	16 85
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	08/05/2011	08/22/2012	66 00	2,266.66	0 00	2,178 73	87 93
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	08/04/2011	08/23/2012	25 00	1,150 76	0 00	1,084 23	66 53
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	08/05/2011	08/23/2012	56 00	2,577 71	0 00	2,348 41	229 30
SWEDBANK A B ADR CMN (870195104)	07/26/2011	08/23/2012	236 00	4,162 30	0 00	4,185 25	(22 95)
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	08/05/2011	08/29/2012	42 00	1,462 55	0 00	1,386 47	76 08
SWEDBANK A B ADR CMN (870195104)	07/26/2011	08/30/2012	94 00	1,608 21	0 00	1,667.01	(58 80)
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	08/19/2011	09/06/2012	1 00	72 39	0 00	66 90	5 49
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	08/04/2011	09/06/2012	4 00	289 56	0 00	282 65	6 91
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	08/10/2011	09/06/2012	22 00	1,592 56	0 00	1,457 64	134 92
SEADRILL LTD CMN (G7945E105)	03/11/2011	09/06/2012	31 00	1,240 24	0 00	1,095 64	144 60
SEADRILL LTD CMN (G7945E105)	01/04/2011	09/06/2012	83 00	3,320 64	0 00	2,804 70	515 94
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (37733W105)	08/05/2011	09/07/2012	3 00	135 43	0 00	125 81	9 62
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	08/05/2011	09/07/2012	20 00	710 68	0 00	660 22	50.46

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REALIZED GAINS AND LOSSES (Continued)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	08/10/2011	09/07/2012	61 00	2,167 57	0 00	1,878 58	288 99
BRITISH SKY BROADCASTING GROUP PLC AMERICAN DEPOSITARY SHARES (1 ADS = 4 ORDS) (111013108)	08/15/2011	09/10/2012	56 00	2,758 45	0.00	2,528 43	230.02
BRITISH SKY BROADCASTING GROUP PLC AMERICAN DEPOSITARY SHARES (1 ADS = 4 ORDS) (111013108)	09/12/2011	09/13/2012	4 00	191 23	0 00	172 27	18 96
BRITISH SKY BROADCASTING GROUP PLC AMERICAN DEPOSITARY SHARES (1 ADS = 4 ORDS) (111013108)	08/30/2011	09/13/2012	23 00	1,099 52	0.00	975 98	123.54
BRITISH SKY BROADCASTING GROUP PLC AMERICAN DEPOSITARY SHARES (1 ADS = 4 ORDS) (111013108)	08/15/2011	09/13/2012	38 00	1,816 60	0 00	1,715 72	100 88
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	08/19/2011	09/13/2012	44 00	3,224 60	0 00	2,943 62	280.98
BRITISH SKY BROADCASTING GROUP PLC AMERICAN DEPOSITARY SHARES (1 ADS = 4 ORDS) (111013108)	09/12/2011	09/17/2012	25 00	1,177 32	0 00	1,076 66	100 66
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (191085208)	08/17/2011	09/17/2012	103 00	2,905 35	0 00	2,478 08	427 27
DEUTSCHE POST AG SPONSORED ADR CMN (25157Y202)	05/13/2011	09/17/2012	45 00	907 82	0 00	877 41	30 41
DEUTSCHE POST AG SPONSORED ADR CMN (25157Y202)	04/27/2011	09/17/2012	86 00	1,734 96	0 00	1,659.57	75 39
DEUTSCHE POST AG SPONSORED ADR CMN (25157Y202)	05/03/2011	09/17/2012	136 00	2,743 65	0 00	2,711 50	32 15
UNILEVER N V NY SHS (NEW) ADR CMN (904784709)	08/10/2011	09/17/2012	55 00	1,974 35	0 00	1,693 80	280 55
SEADRILL LTD CMN (G7945E105)	07/25/2011	09/24/2012	13 00	515 77	0 00	464 83	50 94
SEADRILL LTD CMN (G7945E105)	03/11/2011	09/24/2012	38 00	1,507 63	0 00	1,343 05	164 58
SILICONWARE PRECISION IND CO L SPONSORED ADR (827084864)	07/14/2011	09/25/2012	6.00	33 11	0 00	32 54	0 57
BANK OF YOKOHAMA LTD JAPAN(ADR ADR CMN (066011206)	06/21/2011	10/01/2012	191 00	3,611 09	0 00	3,612.56	(1 47)
SEADRILL LTD CMN (G7945E105)	07/25/2011	10/03/2012	27 00	1,058 45	0 00	965 42	93 03
DEUTSCHE POST AG SPONSORED ADR CMN (25157Y202)	05/17/2011	10/04/2012	15 00	298 10	0 00	289 23	8 87
DEUTSCHE POST AG SPONSORED ADR CMN (25157Y202)	05/13/2011	10/04/2012	112 00	2,225 80	0 00	2,183 78	42 02
YAMANA GOLD INC CMN (98462Y100)	07/25/2011	10/11/2012	93 00	1,778 75	0 00	1,255 99	522 76

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Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
SILICONWARE PRECISION IND CO L SPONSORED ADR (827084864)	07/14/2011	10/17/2012	489 00	2,655 11	0 00	2,651 65	3 46
ANHEUSER-BUSCH INBEV S A. SPONSORED ADR CMN (03524A108)	04/12/2011	10/18/2012	4.00	345 68	0 00	237 55	108.13
ANHEUSER-BUSCH INBEV S A SPONSORED ADR CMN (03524A108)	03/29/2011	10/18/2012	21 00	1,814 79	0 00	1,199 53	615 26
BANK OF YOKOHAMA LTD JAPAN(ADR ADR CMN (066011206)	06/24/2011	10/19/2012	7.00	130 31	0 00	135 14	(4 83)
BANK OF YOKOHAMA LTD JAPAN(ADR ADR CMN (066011206)	06/21/2011	10/19/2012	96 00	1,787 17	0 00	1,815 74	(28 57)
SWEDBANK A B ADR CMN (870195104)	07/26/2011	10/19/2012	125 00	2,227 86	0 00	2,216.76	11.10
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	08/19/2011	10/24/2012	20 00	1,484 04	0 00	1,338 01	146 03
SILICONWARE PRECISION IND CO L SPONSORED ADR (827084864)	07/14/2011	10/25/2012	101 00	513 88	0 00	547.68	(33.80)
ABB LTD SPONSORED ADR CMN (000375204)	02/11/2011	10/26/2012	36 00	654 74	0 00	842 04	(187 30)
ABB LTD SPONSORED ADR CMN (000375204)	03/04/2011	10/26/2012	87 00	1,582 27	0 00	2,113 23	(530 96)
ABB LTD SPONSORED ADR CMN (000375204)	06/10/2011	10/26/2012	206 00	3,746 52	0 00	5,279.55	(1,533.03)
TELENOR ASA AMERICAN DEPOSITARY SHARES 1 ADS = 3 ORDS (87944W105)	08/03/2011	11/08/2012	21 00	1,236 04	0 00	1,056 57	179 47
TELENOR ASA AMERICAN DEPOSITARY SHARES 1 ADS = 3 ORDS (87944W105)	07/27/2011	11/08/2012	44 00	2,589 79	0 00	2,191 97	397 82
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	11/09/2011	11/16/2012	36 00	2,367 02	0 00	2,468 22	(101.20)
HONDA MTR LTD (AMER SHS) ADR CMN (438128308)	07/25/2011	11/19/2012	31 00	999 00	0 00	1,263 64	(264 64)
HONDA MTR LTD (AMER SHS) ADR CMN (438128308)	06/01/2011	11/19/2012	41 00	1,321 25	0 00	1,561 49	(240.24)
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	11/09/2011	11/20/2012	7 00	462 60	0 00	479.93	(17 33)
HONDA MTR LTD (AMER SHS) ADR CMN (438128308)	07/25/2011	11/20/2012	73 00	2,313 35	0 00	2,975 66	(662 31)
HONDA MTR LTD (AMER SHS) ADR CMN (438128308)	10/27/2011	11/20/2012	86 00	2,725 32	0 00	2,752 42	(27 10)
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	11/09/2011	11/21/2012	14 00	920 39	0 00	959 86	(39 47)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
YAMANA GOLD INC CMN (98462Y100)	07/25/2011	12/04/2012	87 00	1,581 74	0 00	1,174 96	406 78
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	04/26/2011	12/12/2012	19 00	746 50	0 00	874 81	(128.31)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	09/13/2011	12/12/2012	21 00	825 08	0 00	799 43	25 65
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	11/22/2011	12/12/2012	35.00	1,375 14	0 00	1,342 88	32 26
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	06/21/2011	12/12/2012	51 00	2,003 77	0 00	2,428 19	(424.42)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	04/12/2011	12/12/2012	75 00	2,946 72	0 00	3,662 12	(715 40)
DEUTSCHE POST AG SPONSORED ADR CMN (25157Y202)	07/08/2011	12/17/2012	43 00	923 45	0 00	805 52	117 93
DEUTSCHE POST AG SPONSORED ADR CMN (25157Y202)	05/17/2011	12/17/2012	94 00	2,018 72	0 00	1,812 51	206 21
HENKEL AG AND CO KGAA SPONSORED ADR REPSTG ORDINARY SHRS (42550U109)	10/12/2011	12/17/2012	9 00	596 06	0 00	435 90	160 16
ANGLO AMERICAN PLC ADR CMN (03485P201)	10/27/2011	12/19/2012	48 00	735 68	0 00	962 52	(226 84)
ANGLO AMERICAN PLC ADR CMN (03485P201)	10/28/2011	12/19/2012	65 00	996 23	0 00	1,281 17	(284 94)
ANGLO AMERICAN PLC ADR CMN (03485P201)	10/14/2011	12/19/2012	121 00	1,854 52	0 00	2,258.22	(403 70)
ANGLO AMERICAN PLC ADR CMN (03485P201)	10/11/2011	12/19/2012	125 00	1,915 83	0 00	2,333 76	(417 93)
ANHEUSER-BUSCH INBEV S A SPONSORED ADR CMN (03524A108)	04/12/2011	12/19/2012	28 00	2,492 77	0 00	1,662 81	829 96
AVIVA PLC SPONSORED ADR CMN (05382A104)	12/07/2011	12/19/2012	10 00	123 80	0 00	102 82	20 98
AVIVA PLC SPONSORED ADR CMN (05382A104)	10/12/2011	12/19/2012	146 00	1,807 44	0 00	1,797 14	10 30
BG GROUP PLC SPON ADR ADR CMN (055434203)	08/01/2011	12/19/2012	65 00	1,080 98	0 00	1,521 09	(440 11)
BG GROUP PLC SPON ADR ADR CMN (055434203)	12/02/2011	12/19/2012	95 00	1,579 89	0 00	2,052 15	(472 26)
DEUTSCHE POST AG SPONSORED ADR CMN (25157Y202)	07/08/2011	12/19/2012	49 00	1,073 05	0 00	917 92	155 13
HENKEL AG AND CO KGAA SPONSORED ADR REPSTG ORDINARY SHRS (42550U109)	10/12/2011	12/19/2012	19 00	1,313 11	0 00	920.22	392 89
KEPPEL CORP LTD (ADR) SPONSORED ADR CMN (492051305)	04/29/2011	12/19/2012	10 00	177 49	0 00	195 72	(18 23)
KEPPEL CORP LTD (ADR) SPONSORED ADR CMN (492051305)	01/18/2011	12/19/2012	17 00	301 74	0 00	307 50	(5 76)
KEPPEL CORP LTD (ADR) SPONSORED ADR CMN (492051305)	04/20/2011	12/19/2012	20 00	354 99	0 00	417 95	(62 96)

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REALIZED GAINS AND LOSSES (Continued)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
KEPPEL CORP LTD (ADR) SPONSORED ADR CMN (492051305)	01/19/2011	12/19/2012	36 00	638 98	0 00	653 35	(14 37)
KEPPEL CORP LTD (ADR) SPONSORED ADR CMN (492051305)	01/05/2011	12/19/2012	54.00	958 46	0.00	958.04	0 42
KEPPEL CORP LTD (ADR) SPONSORED ADR CMN (492051305)	01/21/2011	12/19/2012	68.00	1,206 96	0 00	1,211 76	(4 80)
KEPPEL CORP LTD (ADR) SPONSORED ADR CMN (492051305)	03/09/2011	12/19/2012	72.00	1,277 95	0 00	1,371.50	(93 55)
YAMANA GOLD INC CMN (98462Y100)	07/25/2011	12/19/2012	68 00	1,148 29	0 00	918 36	229 93
YAMANA GOLD INC CMN (98462Y100)	07/28/2011	12/19/2012	127 00	2,144 61	0 00	1,665 39	479 22
DBS GROUP HOLDINGS SPONSORED ADR CMN (23304Y100)	07/13/2011	12/20/2012	27 00	1,314 67	0 00	1,306 00	8 67
DBS GROUP HOLDINGS SPONSORED ADR CMN (23304Y100)	07/15/2011	12/20/2012	45 00	2,191 11	0 00	2,193 26	(2 15)
ANGLO AMERICAN PLC ADR CMN (03485P201)	10/28/2011	12/21/2012	4 00	59 94	0 00	78 84	(18 90)
ANGLO AMERICAN PLC ADR CMN (03485P201)	11/11/2011	12/21/2012	60 00	899 17	0 00	1,188.36	(289 19)
ANGLO AMERICAN PLC ADR CMN (03485P201)	11/16/2011	12/21/2012	88 00	1,318 79	0 00	1,711.27	(392 48)
KEPPEL CORP LTD (ADR) SPONSORED ADR CMN (492051305)	04/29/2011	12/21/2012	122 00	2,153 31	0 00	2,387 81	(234 50)
Net Covered Long-Term Gains (Losses)				**194,733.31**	**0.00**	**200,204.46**	**(5,471.15)**
NonCovered Long-Term Gains (Losses)							
ANHEUSER-BUSCH INBEV S A SPONSORED ADR CMN (03524A108)	07/01/2010	01/05/2012	10 00	599 04	0 00	488 79	110 25
ANHEUSER-BUSCH INBEV S A SPONSORED ADR CMN (03524A108)	06/23/2010	01/05/2012	25.00	1,497 60	0 00	1,253 34	244 26
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	03/02/2010	01/05/2012	20 00	1,405 36	0 00	1,089 88	315 48
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (358029106)	12/22/2010	01/05/2012	21 00	1,475 63	0 00	1,194 26	281.37
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	06/29/2010	01/05/2012	1.00	57 24	0 00	48 36	8 88
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	06/23/2010	01/05/2012	27 00	1,545 27	0 00	1,278 11	267 16
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	10/05/2010	01/05/2012	32 00	601 54	0 00	502 23	99 31
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	10/20/2010	01/05/2012	39 00	733 14	0 00	604 31	128 83
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	10/06/2010	01/05/2012	49 00	921 11	0 00	782 77	138 34

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REALIZED GAINS AND LOSSES (Continued)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
HENKEL AG AND CO KGAA SPONSORED ADR REPSTG ORDINARY SHRS (42550U109)	03/02/2010	01/06/2012	53 00	2,554 05	0 00	2,389 18	164.87
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	10/21/2010	01/06/2012	14 00	265 01	0 00	216 89	48 12
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	10/20/2010	01/06/2012	46 00	870 74	0 00	712 77	157 97
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	11/17/2010	01/12/2012	4 00	74 89	0 00	59 79	15.10
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	10/21/2010	01/12/2012	40 00	748 96	0 00	619 68	129 28
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	10/27/2010	01/12/2012	85 00	1,591 55	0 00	1,278.88	312 67
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	08/10/2010	01/12/2012	214 00	3,247 92	0 00	4,090 23	(842 31)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	08/09/2010	01/12/2012	255 00	3,870 19	0.00	4,953.38	(1,083.19)
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	11/17/2010	01/19/2012	108 00	2,039 54	0 00	1,614 40	425 14
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	08/10/2010	01/19/2012	44 00	666 81	0 00	840 98	(174 17)
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	08/11/2010	01/19/2012	127 00	1,924 65	0 00	2,410 46	(485 81)
ANHEUSER-BUSCH INBEV S A SPONSORED ADR CMN (03524A108)	07/01/2010	01/20/2012	40 00	2,477 43	0 00	1,955 17	522 26
PEARSON PLC SPON ADR SPONSORED ADR CMN (705015105)	11/17/2010	01/20/2012	64 00	1,221.10	0 00	956 68	264 42
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (881575302)	08/11/2010	01/20/2012	132 00	2,025 59	0 00	2,505 36	(479 77)
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	03/02/2010	01/23/2012	349 00	9,727 73	0 00	7,648 06	2,079 67
ERICSSON AMERICAN ADR CMN CLASS B (294821608)	07/12/2010	01/26/2012	13 00	115 92	0 00	143 37	(27 45)
ERICSSON AMERICAN ADR CMN CLASS B (294821608)	07/16/2010	01/26/2012	106 00	945 22	0 00	1,213 81	(268.59)
SAP AG (SPON ADR) (803054204)	03/02/2010	01/27/2012	32 00	1,926 97	0 00	1,466 44	460.53
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	05/05/2010	01/27/2012	5 00	225 86	0 00	297 13	(71 27)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	06/10/2010	01/27/2012	16 00	722 77	0 00	833.65	(110 88)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	05/10/2010	01/27/2012	22 00	993 81	0 00	1,300 66	(306 85)
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	03/29/2010	01/27/2012	30 00	813 86	0 00	686 63	127 23
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	03/02/2010	01/27/2012	41 00	1,112 28	0 00	898 48	213 80
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	05/24/2010	01/27/2012	73 00	1,980 40	0 00	1,379 14	601 26

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LONG-TERM GAINS (LOSSES)

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NonCovered Long-Term Gains (Losses)							
NATIONAL GRID PLC SPONSORED ADR CMN (636274300)	06/29/2010	02/03/2012	58 00	2,934 68	0 00	2,168 65	766.03
ERICSSON AMERICAN ADR CMN CLASS B (294821608)	07/16/2010	02/06/2012	56 00	524 98	0.00	641 26	(116.28)
ERICSSON AMERICAN ADR CMN CLASS B (294821608)	07/28/2010	02/06/2012	202 00	1,893 67	0 00	2,155 28	(261 61)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	06/10/2010	02/06/2012	3.00	135 62	0 00	156.31	(20 69)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	06/29/2010	02/06/2012	54 00	2,441 17	0 00	2,771 56	(330 39)
BARCLAYS PLC,AMER DEP SHS ADR CMN (06738E204)	03/02/2010	02/07/2012	366 00	5,470 86	0 00	7,080.09	(1,609.23)
CREDIT SUISSE GROUP SPON ADR SPONSORED ADR CMN (225401108)	03/02/2010	02/07/2012	84 00	2,296 68	0 00	3,847 23	(1,550 55)
ERICSSON AMERICAN ADR CMN CLASS B (294821608)	07/30/2010	02/09/2012	180 00	1,703 97	0 00	1,949 90	(245 93)
ERICSSON AMERICAN ADR CMN CLASS B (294821608)	07/28/2010	02/09/2012	362 00	3,426 88	0 00	3,862 43	(435.55)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	03/02/2010	02/29/2012	87 00	3,875 52	0.00	4,536.51	(660 99)
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	06/29/2010	02/29/2012	53 00	3,250 57	0 00	2,562.80	687 77
IMPERIAL TOBACCO GROUP PLC SPON ADR (453142101)	05/24/2010	03/01/2012	5 00	402 67	0 00	258 79	143 88
IMPERIAL TOBACCO GROUP PLC SPON ADR (453142101)	03/02/2010	03/01/2012	42 00	3,382 47	0 00	2,654 87	727 60
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (758205207)	06/29/2010	03/02/2012	26 00	889 16	0 00	778 07	111 09
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	06/10/2010	03/02/2012	29.00	787 24	0 00	591 79	195.45
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	05/24/2010	03/02/2012	70 00	1,900 22	0 00	1,322 47	577 75
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	11/05/2010	03/13/2012	18 00	1,109 48	0 00	1,045 08	64 40
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (641069406)	06/29/2010	03/13/2012	24.00	1,479 30	0 00	1,160 51	318 79
HONDA MTR LTD (AMER SHS) ADR CMN (438128308)	11/19/2010	03/23/2012	14.00	534 25	0 00	530 04	4.21
HONDA MTR LTD (AMER SHS) ADR CMN (438128308)	12/03/2010	03/23/2012	80 00	3,052 85	0 00	3,048 38	4.47
SEADRILL LTD CMN (G7945E105)	12/23/2010	03/23/2012	109 00	4,087 07	0 00	3,643 46	443 61
SILICONWARE PRECISION IND CO L SPONSORED ADR (827084864)	04/16/2010	03/26/2012	134 00	774 34	0 00	881 21	(106 87)
SILICONWARE PRECISION IND CO L SPONSORED ADR (827084864)	10/27/2010	03/26/2012	286 00	1,652 71	0 00	1,505 59	147 12
DBS GROUP HOLDINGS SPONSORED ADR CMN (23304Y100)	03/02/2010	04/03/2012	28 00	1,227 32	0 00	1,140.60	86.72
DBS GROUP HOLDINGS SPONSORED ADR CMN (23304Y100)	04/13/2010	04/03/2012	48 00	2,103 98	0 00	2,070 18	33 80

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
GAFISA, S A SPONSORED ADR CMN (362607301)	11/17/2010	04/04/2012	74 00	340 12	0 00	1,138 33	(798 21)
GAFISA, S.A SPONSORED ADR CMN (362607301)	05/03/2010	04/04/2012	87 00	399 87	0 00	1,240 40	(840.53)
GAFISA, S A SPONSORED ADR CMN (362607301)	07/28/2010	04/04/2012	137 00	629 68	0 00	2,021 28	(1,391.60)
GAFISA, S.A SPONSORED ADR CMN (362607301)	07/12/2010	04/04/2012	139 00	638 87	0 00	1,898 64	(1,259.77)
GAFISA, S A SPONSORED ADR CMN (362607301)	08/06/2010	04/04/2012	197 00	905 45	0 00	2,783 57	(1,878.12)
GAFISA, S.A. SPONSORED ADR CMN (362607301)	11/08/2010	04/04/2012	212 00	974.39	0 00	3,710 02	(2,735.63)
SUMITOMO CORPORATION SPONSORED ADR CMN (865613103)	04/16/2010	04/16/2012	57 00	804 36	0 00	700 47	103 89
SUMITOMO CORPORATION SPONSORED ADR CMN (865613103)	03/02/2010	04/16/2012	73 00	1,030 15	0 00	807.38	222 77
VINCI ADR CMN (927320101)	03/02/2010	04/16/2012	180 00	2,045 79	0 00	2,445 70	(399 91)
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	06/10/2010	04/18/2012	7 00	191 32	0 00	142 85	48.47
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	12/22/2010	04/18/2012	31 00	847 23	0 00	817.92	29.31
VODAFONE GROUP PLC SPONSORED ADR CMN (92857W209)	10/27/2010	04/18/2012	64 00	1,749 13	0 00	1,693 37	55 76
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	04/27/2010	04/25/2012	1 00	44 66	0 00	51 55	(6 89)
HSBC HOLDINGS PLC SPONSORED ADR CMN (404280406)	03/02/2010	04/25/2012	124 00	5,538 25	0 00	6,465 83	(927 58)
VINCI ADR CMN (927320101)	03/02/2010	05/07/2012	196 00	2,183 90	0 00	2,663.09	(479 19)
ANGLO AMERICAN PLC ADR CMN (03485P201)	10/14/2010	05/08/2012	93 00	1,650 51	0 00	2,122 73	(472 22)
ANGLO AMERICAN PLC ADR CMN (03485P201)	11/08/2010	05/08/2012	139 00	2,466 90	0 00	3,317 67	(850 77)
XSTRATA PLC ADR CMN (98418K105)	04/16/2010	05/08/2012	84 00	293 91	0 00	329 64	(35 73)
XSTRATA PLC ADR CMN (98418K105)	04/13/2010	05/08/2012	337 00	1,179 16	0 00	1,316 76	(137 60)
XSTRATA PLC ADR CMN (98418K105)	04/16/2010	05/18/2012	525 00	1,505 66	0 00	2,060 26	(554 60)
XSTRATA PLC ADR CMN (98418K105)	04/16/2010	05/21/2012	24 00	70 17	0 00	94 18	(24 01)
XSTRATA PLC ADR CMN (98418K105)	09/14/2010	05/21/2012	156 00	456 12	0 00	562 21	(106 09)
XSTRATA PLC ADR CMN (98418K105)	09/15/2010	05/21/2012	306 00	894 69	0 00	1,086 42	(191.73)
XSTRATA PLC ADR CMN (98418K105)	04/27/2010	05/21/2012	948 00	2,771 79	0 00	3,398 77	(626 98)
VINCI ADR CMN (927320101)	03/02/2010	05/24/2012	13 00	131 90	0 00	176 63	(44 73)

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REALIZED GAINS AND LOSSES (Continued)

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Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
VINCI ADR CMN (927320101)	11/05/2010	05/24/2012	214 00	2,171 42	0 00	2,984 74	(813 32)
TELECOM ITALIA SPA SPONSORED ADR CMN (87927Y102)	12/22/2010	06/20/2012	32.00	305 13	0 00	411 34	(106 21)
TELECOM ITALIA SPA SPONSORED ADR CMN (87927Y102)	12/23/2010	06/20/2012	40 00	381 42	0 00	520 60	(139.18)
TELECOM ITALIA SPA SPONSORED ADR CMN (87927Y102)	08/11/2010	06/20/2012	194 00	1,849 86	0 00	2,584 74	(734 88)
TELECOM ITALIA SPA SPONSORED ADR CMN (87927Y102)	12/23/2010	06/21/2012	1.00	9 31	0 00	13 02	(3 71)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	06/29/2010	07/02/2012	8 00	313 78	0 00	410 60	(96 82)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	07/28/2010	07/02/2012	32 00	1,255 14	0 00	1,570 34	(315 20)
HENKEL AG AND CO KGAA SPONSORED ADR REPSTG ORDINARY SHRS (42550U109)	03/02/2010	07/03/2012	53 00	2,968 93	0 00	2,389 18	579 75
VINCI ADR CMN (927320101)	11/05/2010	07/03/2012	44 00	511 45	0 00	613 69	(102 24)
SAP AG (SPON ADR) (803054204)	03/02/2010	07/12/2012	21 00	1,234 11	0 00	962 35	271 76
SAP AG (SPON ADR) (803054204)	04/30/2010	07/12/2012	26 00	1,527 94	0 00	1,256 80	271 14
ANHEUSER-BUSCH INBEV S A SPONSORED ADR CMN (03524A108)	07/01/2010	07/27/2012	36.00	2,915 35	0 00	1,759 65	1,155 70
SEADRILL LTD CMN (G7945E105)	12/23/2010	09/06/2012	7 00	280 05	0 00	233 98	46 07
IMPERIAL TOBACCO GROUP PLC SPON ADR (453142101)	06/29/2010	09/10/2012	16 00	1,151 90	0 00	902 40	249 50
IMPERIAL TOBACCO GROUP PLC SPON ADR (453142101)	05/24/2010	09/10/2012	18 00	1,295 89	0 00	931 66	364 23
IMPERIAL TOBACCO GROUP PLC SPON ADR (453142101)	05/25/2010	09/10/2012	20 00	1,439 87	0 00	1,010 40	429 47
BG GROUP PLC SPON ADR ADR CMN (055434203)	03/02/2010	09/25/2012	147 00	3,014 69	0 00	2,591 90	422 79
SILICONWARE PRECISION IND CO L SPONSORED ADR (827084864)	10/27/2010	09/25/2012	177 00	976 67	0 00	931 78	44 89
SYNGENTA AG SPONSORED ADR CMN (87160A100)	10/14/2010	10/17/2012	26 00	1,943 27	0 00	1,455.32	487 95
SYNGENTA AG SPONSORED ADR CMN (87160A100)	10/27/2010	10/17/2012	31 00	2,316 98	0 00	1,686 73	630 25
HENKEL AG AND CO KGAA SPONSORED ADR REPSTG ORDINARY SHRS (42550U109)	03/02/2010	10/19/2012	25 00	1,650 00	0 00	1,126 97	523 03
DBS GROUP HOLDINGS SPONSORED ADR CMN (23304Y100)	11/05/2010	11/08/2012	3 00	135 72	0 00	133 51	2 21
DBS GROUP HOLDINGS SPONSORED ADR CMN (23304Y100)	11/09/2010	11/08/2012	8 00	361 92	0 00	351.19	10 73

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REALIZED GAINS AND LOSSES (Continued)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
DBS GROUP HOLDINGS SPONSORED ADR CMN (23304Y100)	11/08/2010	11/08/2012	18 00	814 32	0 00	791 22	23 10
DBS GROUP HOLDINGS SPONSORED ADR CMN (23304Y100)	04/16/2010	11/08/2012	55 00	2,488 21	0 00	2,500 44	(12.23)
HENKEL AG AND CO KGAA SPONSORED ADR REPSTG ORDINARY SHRS (42550U109)	03/02/2010	11/20/2012	48 00	3,037 80	0 00	2,163 79	874 01
SAP AG (SPON ADR) (803054204)	04/30/2010	12/04/2012	30 00	2,407 35	0 00	1,450.15	957 20
BG GROUP PLC SPON ADR ADR CMN (055434203)	03/02/2010	12/05/2012	213 00	3,687 58	0 00	3,755 62	(68 04)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	11/04/2010	12/12/2012	20 00	785 79	0 00	1,021 35	(235 56)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	12/03/2010	12/12/2012	25 00	982 24	0 00	1,215.42	(233 18)
TEVA PHARMACEUTICAL IND LTD ADS (881624209)	07/28/2010	12/12/2012	52 00	2,043 06	0 00	2,551 80	(508 74)
HENKEL AG AND CO KGAA SPONSORED ADR REPSTG ORDINARY SHRS (42550U109)	03/02/2010	12/17/2012	44 00	2,914 04	0 00	1,983 47	930 57
ANGLO AMERICAN PLC ADR CMN (03485P201)	11/08/2010	12/19/2012	67 00	1,026 88	0 00	1,599 16	(572 28)
BG GROUP PLC SPON ADR ADR CMN (055434203)	03/02/2010	12/19/2012	275 00	4,573 36	0 00	4,848 80	(275 44)
NATIONAL GRID PLC SPONSORED ADR CMN (636274300)	06/29/2010	12/19/2012	4 00	230 63	0 00	149 56	81 07
NATIONAL GRID PLC SPONSORED ADR CMN (636274300)	08/06/2010	12/19/2012	38 00	2,190 98	0 00	1,613 22	577 76
SYNGENTA AG SPONSORED ADR CMN (87160A100)	10/27/2010	12/19/2012	13 00	1,078 20	0 00	707 34	370.86
SYNGENTA AG SPONSORED ADR CMN (87160A100)	11/01/2010	12/19/2012	17 00	1,409 95	0 00	914.76	495.19
TULLOW OIL PLC ADR CMN (899415202)	06/23/2010	12/19/2012	20 00	198 64	0 00	172 54	26 10
TULLOW OIL PLC ADR CMN (899415202)	06/17/2010	12/19/2012	22 00	218 50	0 00	191 40	27 10
TULLOW OIL PLC ADR CMN (899415202)	06/24/2010	12/19/2012	57 00	566 12	0 00	474 29	91 83
TULLOW OIL PLC ADR CMN (899415202)	06/16/2010	12/19/2012	93 00	923 67	0 00	820 57	103 10
DBS GROUP HOLDINGS SPONSORED ADR CMN (23304Y100)	11/09/2010	12/20/2012	18 00	876 45	0 00	790 19	86 26
Net NonCovered Long-Term Gains (Losses)				**194,525.39**	**0.00**	**199,669.98**	**(5,144.59)**

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REALIZED GAINS AND LOSSES

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	0 00	Net Covered Long-Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	0 00	Net NonCovered Long-Term Gains (Losses)	171,814 10		
Net 1099B Non Reportable Short-Term Gains (Losses)	0.00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0.00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**0.00**	**Total Long-Term Gains (Losses)**	**171,814.10**	**Total Ordinary Gains (Losses)**	**0.00**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
ISHARES IBOXX $ INVESTMENT GRADE CORPORATE BOND FUND ETF (464287242)	05/13/2009	09/10/2012	4,180.00	500,641 59	0 00	408,168.86	92,472 73
ISHARES IBOXX $ INVESTMENT GRADE CORPORATE BOND FUND ETF (464287242)	05/13/2009	10/09/2012	3,290.00	400,603.46	0 00	321,262.09	79,341 37
Net NonCovered Long-Term Gains (Losses)				**901,245.05**	**0.00**	**729,430.95**	**171,814.10**

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	(37,731 82)	Net Covered Long-Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	0 00	Net NonCovered Long-Term Gains (Losses)	2,357,838 69		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0.00		
Net Miscellaneous Short-Term Gains (Losses)	0.00	Net Miscellaneous Long-Term Gains (Losses)	0.00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**(37,731.82)**	**Total Long-Term Gains (Losses)**	**2,357,838.69**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
AT&T INC CMN (00206R102)	08/08/2012	10/17/2012	1,111.00	39,467 06	0.00	41,429 19	(1,962 13)
MICROSOFT CORPORATION CMN (594918104)	09/10/2012	11/30/2012	4,415.00	117,235 91	0.00	135,802.90	(18,566.99)
MICROSOFT CORPORATION CMN (594918104)	08/08/2012	11/30/2012	4,450.00	118,165.30	0 00	135,368 00	(17,202 70)
Net Covered Short-Term Gains (Losses)				**274,868.27**	**0.00**	**312,600.09**	**(37,731.82)**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
CHEVRON CORPORATION CMN (166764100)	01/01/1966	08/08/2012	1,800.00	202,222 87	0 00	770 33	201,452 54
E I DU PONT DE NEMOURS AND CO CMN (263534109)	01/30/1937	08/08/2012	911.00	45,922.48	0.00	9.11	45,913.37
EXXON MOBIL CORPORATION CMN (30231G102)	02/08/1940	08/08/2012	268 00	23,704 56	0.00	59 99	23,644 57
GENERAL ELECTRIC CO CMN (369604103)	03/30/1944	08/08/2012	8,324.00	174,558.36	0.00	1,115.62	173,442 74
JOHNSON & JOHNSON CMN (478160104)	01/07/1971	08/08/2012	2,385.00	163,004 61	0.00	3,005 47	159,999.14
PEPSICO INC CMN (713448108)	03/03/1985	08/08/2012	1,360 00	98,690 38	0.00	5,294 84	93,395 54
PFIZER INC. CMN (717081103)	10/16/2009	08/08/2012	9,954.00	236,596.51	0.00	174,344 31	62,252.20

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REALIZED GAINS AND LOSSES (Continued)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
PHILIP MORRIS INTL INC CMN (718172109)	10/04/1972	08/08/2012	706.00	64,475 02	0.00	413 00	64,062 02
PHILIP MORRIS INTL INC CMN (718172109)	01/18/1972	08/08/2012	2,325.00	212,329.20	0.00	922.98	211,406 22
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	08/03/1949	08/08/2012	925.00	61,176.23	0.00	159.80	61,016 43
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	02/26/1985	08/08/2012	2,031.00	134,323.17	0.00	7,228.65	127,094.52
CHEVRON CORPORATION CMN (166764100)	01/01/1966	09/10/2012	750.00	85,454.33	0.00	320 97	85,133 36
CHEVRON CORPORATION CMN (166764100)	01/01/1966	09/10/2012	1,055 00	120,205.76	0.00	451.50	119,754.26
E I DU PONT DE NEMOURS AND CO CMN (263534109)	01/01/1966	09/10/2012	31 00	1,574.07	0.00	0 31	1,573 76
E I DU PONT DE NEMOURS AND CO CMN (263534109)	01/30/1937	09/10/2012	889 00	45,140.28	0.00	8.89	45,131.39
EXXON MOBIL CORPORATION CMN (30231G102)	02/08/1940	09/10/2012	273.00	24,501.25	0.00	61 11	24,440.14
GENERAL ELECTRIC CO CMN (369604103)	01/01/1966	09/10/2012	3,016.00	65,113 98	0.00	1,175 17	63,938.81
GENERAL ELECTRIC CO CMN (369604103)	03/30/1944	09/10/2012	5,351.00	115,525 50	0.00	717 16	114,808 34
JOHNSON & JOHNSON CMN (478160104)	10/03/1973	09/10/2012	500.00	34,221 74	0 00	1,239 56	32,982 18
JOHNSON & JOHNSON CMN (478160104)	09/28/2004	09/10/2012	832.00	56,944.97	0.00	47,299.20	9,645.77
JOHNSON & JOHNSON CMN (478160104)	01/07/1971	09/10/2012	1,065.00	72,892.29	0.00	1,342.06	71,550 23
PEPSICO INC CMN (713448108)	03/03/1985	09/10/2012	1,371.00	98,661.15	0.00	5,337.66	93,323.49
PFIZER INC CMN (717081103)	10/16/2009	09/10/2012	2,728.00	65,997.18	0.00	47,780.92	18,216 26
PFIZER INC CMN (717081103)	10/16/2009	09/10/2012	7,247.00	175,323.16	0.00	126,931.20	48,391.96
PHILIP MORRIS INTL INC CMN (718172109)	10/04/1972	09/10/2012	730.00	64,798 94	0.00	427 04	64,371.90
PHILIP MORRIS INTL INC CMN (718172109)	09/28/2004	09/10/2012	2,307 00	204,782.40	0.00	56,031 22	148,751 18
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	02/26/1985	09/10/2012	1,275.00	87,108 40	0.00	4,537 92	82,570 48
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	02/26/1985	09/10/2012	1,692.00	115,597.98	0.00	6,022 09	109,575.89
Net NonCovered Long-Term Gains (Losses)				**2,850,846.77**	**0.00**	**493,008.08**	**2,357,838.69**

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	6 58	Net Covered Long-Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	0 00	Net NonCovered Long-Term Gains (Losses)	208,352 45		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**6.58**	**Total Long-Term Gains (Losses)**	**208,352.45**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
TENET HEALTHCARE CORP CMN (88033G407)	08/08/2012	10/11/2012	0.25	6.58	0.00	0 00	6 58
Net Covered Short-Term Gains (Losses)				**6.58**	**0.00**	**0.00**	**6.58**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
RIO TINTO PLC SPONSORED ADR (767204100)	01/27/2004	08/08/2012	4,625.00	232,054.64	0.00	125,198.75	106,855.89
RIO TINTO PLC SPONSORED ADR (767204100)	01/27/2004	09/10/2012	4,625.00	226,695 31	0.00	125,198.75	101,496.56
Net NonCovered Long-Term Gains (Losses)				**458,749.95**	**0.00**	**250,397.50**	**208,352.45**

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REALIZED GAINS AND LOSSES

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REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	9,611 09	Net Covered Long-Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	0 00	Net NonCovered Long-Term Gains (Losses)	3,646,578 55		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0 00		
Net Miscellaneous Short-Term Gains (Losses)	0 00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**9,611.09**	**Total Long-Term Gains (Losses)**	**3,646,578.55**	**Total Ordinary Gains (Losses)**	**0.00**

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
COMCAST CORPORATION CMN CLASS A NON VOTING (20030N200)	08/08/2012	09/07/2012	600 00	20,170 16	0.00	20,184 12	(13 96)
ROBERT HALF INTL INC CMN (770323103)	08/08/2012	09/14/2012	2,200.00	60,436.38	0.00	60,670 06	(233.68)
ROBERT HALF INTL INC CMN (770323103) Disallowed Loss							233 68
ROBERT HALF INTL INC CMN (770323103)	08/08/2012	09/24/2012	1,000.00	27,046.59	0.00	27,577.30	(530.71)
ROBERT HALF INTL INC CMN (770323103) Disallowed Loss							530.71
ROBERT HALF INTL INC CMN (770323103)	08/08/2012	09/24/2012	1,300.00	35,160.56	0.00	35,348.19	(187 63)
ROBERT HALF INTL INC CMN (770323103)	08/08/2012	10/05/2012	900.00	23,743.72	0.00	24,471.83	(728.11)
ROBERT HALF INTL INC CMN (770323103)	08/08/2012	10/05/2012	900.00	23,743.72	0.00	24,853.87	(1,110.15)
ROBERT HALF INTL INC CMN (770323103)	08/08/2012	10/08/2012	100.00	2,616 22	0.00	2,761 54	(145 32)
ROBERT HALF INTL INC CMN (770323103)	09/10/2012	10/08/2012	1,100 00	28,778 43	0.00	29,793.17	(1,014.74)
DELPHI AUTOMOTIVE PLC CMN (G27823106)	08/08/2012	12/21/2012	500.00	17,994 59	0.00	14,448.20	3,546.39
PENN NATIONAL GAMING INC CMN (707569109)	08/08/2012	12/21/2012	500.00	24,257 45	0 00	18,959 10	5,298.35
VISA INC CMN CLASS A (92826C839)	08/08/2012	12/21/2012	200 00	30,217 32	0 00	26,251 06	3,966 26
Net Covered Short-Term Disallowed Losses							**764.39**
Net Covered Short-Term Gains (Losses)				**294,165.14**	**0.00**	**285,318.44**	**9,611.09**

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Goldman Sachs

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REALIZED GAINS AND LOSSES (Continued)

Supplemental Information - Consult your Form 1099 for tax reporting purposes

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
ALTRIA GROUP, INC. CMN (02209S103)	09/28/2004	08/08/2012	877 00	30,731.14	0.00	9,347 54	21,383 60
ALTRIA GROUP, INC CMN (02209S103)	01/18/1972	08/08/2012	2,325.00	81,470.82	0 00	405.05	81,065.77
ALTRIA GROUP, INC. CMN (02209S103)	10/04/1972	08/08/2012	4,320.00	151,378.04	0.00	1,109.04	150,269.00
BRISTOL-MYERS SQUIBB COMPANY CMN (110122108)	01/01/1966	08/08/2012	16,000.00	512,929 31	0.00	4,326.90	508,602.41
CHEVRON CORPORATION CMN (166764100)	01/01/1966	08/08/2012	2,550.00	286,306.05	0.00	1,091.30	285,214.75
DOW CHEMICAL CO CMN (260543103)	07/15/1968	08/08/2012	2,937.00	87,759 70	0.00	8,399.82	79,359.88
MATTEL, INC. CMN (577081102)	02/26/1985	08/08/2012	1,992 00	70,587 92	0 00	2,874 20	67,713 72
PHILIP MORRIS INTL INC CMN (718172109)	09/28/2004	08/08/2012	877.00	80,080 23	0.00	21,300.12	58,780 11
PHILIP MORRIS INTL INC CMN (718172109)	10/04/1972	08/08/2012	2,884.00	263,342.52	0.00	1,687 09	261,655.43
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	02/26/1985	08/08/2012	4,231.00	279,832 49	0 00	15,058 78	264,773 71
RIO TINTO PLC SPONSORED ADR (767204100)	01/27/2004	08/08/2012	4,625.00	231,925 60	0 00	125,198 75	106,726 85
ALTRIA GROUP, INC CMN (02209S103)	09/28/2004	09/10/2012	7,523.00	257,844 29	0.00	80,184.16	177,660 13
BRISTOL-MYERS SQUIBB COMPANY CMN (110122108)	01/01/1966	09/10/2012	16,000.00	531,551 29	0 00	4,326.90	527,224.39
CHEVRON CORPORATION CMN (166764100)	01/01/1966	09/10/2012	2,550.00	291,045.38	0.00	1,091.30	289,954 08
DOW CHEMICAL CO CMN (260543103)	07/15/1968	09/10/2012	438.00	13,281 96	0.00	1,252.68	12,029 28
DOW CHEMICAL CO CMN (260543103)	02/27/1981	09/10/2012	2,500.00	75,810.30	0.00	6,887.50	68,922.80
MATTEL, INC. CMN (577081102)	02/26/1985	09/10/2012	1,992.00	70,745.09	0.00	2,874.20	67,870.89
PHILIP MORRIS INTL INC CMN (718172109)	09/28/2004	09/10/2012	3,761 00	331,512.31	0.00	91,345 22	240,167 09
PROCTER & GAMBLE COMPANY (THE) CMN (742718109)	02/26/1985	09/10/2012	4,231.00	289,420 57	0.00	15,058 78	274,361.79
RIO TINTO PLC SPONSORED ADR (767204100)	01/27/2004	09/10/2012	4,625.00	228,041.62	0.00	125,198 75	102,842 87
Net NonCovered Long-Term Gains (Losses)				**4,165,596.63**	**0.00**	**519,018.08**	**3,646,578.55**

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REALIZED GAINS AND LOSSES

Supplemental Information - Consult your Form 1099 for tax reporting purposes

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)		LONG-TERM GAINS (LOSSES)		ORDINARY GAINS (LOSSES)	
Net Covered Short-Term Gains (Losses)	0 00	Net Covered Long-Term Gains (Losses)	0 00	Net Ordinary Gains (Losses)	0 00
Net NonCovered Short-Term Gains (Losses)	0 00	Net NonCovered Long-Term Gains (Losses)	2,126,384 80		
Net 1099B Non Reportable Short-Term Gains (Losses)	0 00	Net 1099B Non Reportable Long-Term Gains (Losses)	0.00		
Net Miscellaneous Short-Term Gains (Losses)	0.00	Net Miscellaneous Long-Term Gains (Losses)	0 00	Net Miscellaneous Ordinary Gains (Losses)	0 00
Net Regulated Futures Contract Short-Term Gains (Losses)	0 00	Net Regulated Futures Contract Long-Term Gains (Losses)	0 00		
Total Short-Term Gains (Losses)	**0.00**	**Total Long-Term Gains (Losses)**	**2,126,384.80**	**Total Ordinary Gains (Losses)**	**0.00**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
3M COMPANY CMN (88579Y101)	04/09/2002	08/08/2012	1,225.00	112,206.87	0.00	536.88	111,669.99
3M COMPANY CMN (88579Y101)	01/01/1966	08/08/2012	2,275.00	208,384.19	0.00	988 56	207,395 63
3M COMPANY CMN (88579Y101)	04/09/2002	08/08/2012	3,000.00	274,792 34	0.00	1,425.88	273,366 46
DISCOVER FINANCIAL SERVICES CMN (254709108)	04/22/1992	08/08/2012	3,500.00	129,437.60	0.00	8,224.73	121,212.87
GENERAL ELECTRIC CO CMN (369604103)	03/30/1944	08/08/2012	725.00	15,242.64	0.00	97 17	15,145.47
GENERAL ELECTRIC CO CMN (369604103)	01/01/1966	08/08/2012	12,950.00	272,265.05	0.00	5,045.91	267,219.14
JOHNSON & JOHNSON CMN (478160104)	09/28/2004	08/08/2012	50.00	3,420 16	0.00	2,842.50	577.66
JOHNSON & JOHNSON CMN (478160104)	10/03/1973	08/08/2012	1,900 00	129,966.02	0.00	4,710.32	125,255.70
JOHNSON & JOHNSON CMN (478160104)	07/09/2001	08/08/2012	2,000 00	136,806.34	0.00	102,920.00	33,886 34
KRAFT FOODS INC CMN CLASS A (50075N104)	01/18/1972	08/08/2012	1,609.00	66,047 16	0 00	415.68	65,631 48
KRAFT FOODS INC. CMN CLASS A (50075N104)	10/04/1972	08/08/2012	2,091.00	85,832.58	0.00	796.22	85,036 36
MORGAN STANLEY CMN (617446448)	04/22/1992	08/08/2012	1,500.00	21,794.51	0.00	8,925.51	12,869 00
PEPSICO INC CMN (713448108)	06/18/2002	08/08/2012	947.00	68,720 64	0 00	49,111.42	19,609 22
PEPSICO INC CMN (713448108)	03/03/1985	08/08/2012	3,553.00	257,829 39	0 00	13,832.77	243,996.62
3M COMPANY CMN (88579Y101)	04/09/2002	09/10/2012	637.00	57,959.84	0 00	279.18	57,680.66
3M COMPANY CMN (88579Y101)	04/09/2002	09/10/2012	2,138.00	194,533.97	0 00	937.02	193,596 95

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REALIZED GAINS AND LOSSES (Continued)

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LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
NonCovered Long-Term Gains (Losses)							
3M COMPANY CMN (88579Y101)	09/28/2004	09/10/2012	3,825.00	348,032.01	0 00	300,568 50	47,463 51
DISCOVER FINANCIAL SERVICES CMN (254709108)	10/14/1999	09/10/2012	1,500.00	57,548.16	0.00	22,850.77	34,697.39
DISCOVER FINANCIAL SERVICES CMN (254709108)	04/22/1992	09/10/2012	2,000.00	76,730 88	0.00	4,699.85	72,031 03
GENERAL ELECTRIC CO CMN (369604103)	09/28/2004	09/10/2012	13,675.00	295,489.62	0.00	454,762.13	(159,272.51)
JOHNSON & JOHNSON CMN (478160104)	09/28/2004	09/10/2012	3,950.00	269,942.48	0.00	224,557 50	45,384.98
KRAFT FOODS INC. CMN CLASS A (50075N104)	09/28/2004	09/10/2012	608.00	24,609.34	0 00	9,610.34	14,999 00
KRAFT FOODS INC CMN CLASS A (50075N104)	10/04/1972	09/10/2012	898 00	36,347 35	0.00	341 94	36,005.41
KRAFT FOODS INC. CMN CLASS A (50075N104)	09/28/2004	09/10/2012	1,894.00	76,661 34	0 00	29,937.46	46,723 88
MORGAN STANLEY CMN (617446448)	04/22/1992	09/10/2012	1,500.00	25,057 98	0.00	8,925 51	16,132 47
PEPSICO INC CMN (713448108)	06/18/2002	09/10/2012	1,113.00	80,109.39	0.00	57,720 18	22,389 21
PEPSICO INC CMN (713448108)	09/28/2004	09/10/2012	3,587.00	258,178.23	0.00	173,431.45	84,746.78
KRAFT FOODS GROUP, INC. CMN (50076Q106)	09/28/2004	10/02/2012	0 67	30 17	0.00	0 00	30 17
KRAFT FOODS GROUP, INC. CMN (50076Q106)	09/28/2004	11/14/2012	1,103.00	49,268 37	0.00	18,364.44	30,903.93
Net NonCovered Long-Term Gains (Losses)				**3,633,244.62**	**0.00**	**1,506,859.82**	**2,126,384.80**

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The Lesley Waldheim Charitable Foundation
EIN: 43-6886268
2012 Form 990-PF

Attorney Fees (Part 1, Line 16a)

01/11/12	Lewis Rice & Fingersh, L.C.	$ 282.00
01/24/12	Lewis Rice & Fingersh, L.C.	$ 1,047.00
03/08/12	Lewis Rice & Fingersh, L.C.	$ 846.00
04/06/12	Lewis Rice & Fingersh, L.C.	$ 1,069.00
06/07/12	Lewis Rice & Fingersh, L.C.	$ 5,318.50
07/06/12	Lewis Rice & Fingersh, L.C.	$ 3,000.00
09/10/12	Lewis Rice & Fingersh, L.C.	$ 2,099.00
11/05/12	Lewis Rice & Fingersh, L.C.	$ 2,497.50
		$ 16,159.00

Investment Management Fees (Part 1, Line 16c)

2012	Goldman Sachs, Acct#020-57074-3	$ 10,909.98
2012	Goldman Sachs, Acct#020-53028-3	$ 13,328.65
2012	Goldman Sachs, Acct#020-66956-0	$ 4,750.14
2012	Goldman Sachs, Acct#020-67176-4	$ 4,335.25
2012	Goldman Sachs, Acct#020-67178-0	$ 6,778.63
2012	Goldman Sachs, Acct#020-67180-6	$ 6,762.69
		$ 46,865.34

ADR Fees (Part 1, Line 16c)

2012	Goldman Sachs, Acct#020-57074-3	$ 1,083.08
2012	Goldman Sachs, Acct#020-53028-3	$ -
2012	Goldman Sachs, Acct#020-66956-0	$ -
2012	Goldman Sachs, Acct#020-67176-4	$ -
2012	Goldman Sachs, Acct#020-67178-0	$ -
2012	Goldman Sachs, Acct#020-67180-6	$ -
		$ 1,083.08

Foreign Taxes (Part 1, Line 18)

2012	Goldman Sachs, Acct#020-57074-3	$ 2,625.05
2012	Goldman Sachs, Acct#020-53028-3	$ -
2012	Goldman Sachs, Acct#020-66956-0	$ 904.39
2012	Goldman Sachs, Acct#020-67176-4	$ 150.52
2012	Goldman Sachs, Acct#020-67178-0	$ -
2012	Goldman Sachs, Acct#020-67180-6	$ -
		$ 3,679.96

The Lesley Waldheim Charitable Foundation
EIN: 43-6886268
2012 Form 990-PF

End of Year Book Value

	Savings	Stock	Bonds	Other Assets	
Goldman Sachs, Acct#020-57074-3	$ 26,608.83	$ 961,155.59	$ -	$ -	
Goldman Sachs, Acct#020-53028-3	$ 17,549.70	$ -	$ 3,022,931.11	$ -	
Goldman Sachs, Acct#020-66956-0	$ 47,991.66	$ 3,349,915.70	$ -	$ -	
Goldman Sachs, Acct#020-67176-4	$ 100,792.00	$ 3,000,094.18	$ -	$ -	
Goldman Sachs, Acct#020-67178-0	$ 110,036.98	$ 3,895,218.17	$ -	$ -	
Goldman Sachs, Acct#020-67180-6	$ 113,380.99	$ 3,724,343.49	$ -	$ -	
Goldman Sachs, Acct#090-9	$ -	$ -	$ -	$ 1,000,000.00	
	$ 416,360.16	$ 14,930,727.13	$ 3,022,931.11	$ 1,000,000.00	$ 19,370,018.40

End of Year FMV

	Savings	Stock	Bonds	Other Assets	
Goldman Sachs, Acct#020-57074-3	$ 26,608.83	$ 1,079,909.14	$ -	$ -	
Goldman Sachs, Acct#020-53028-3	$ 17,549.70	$ -	$ 3,243,301.53	$ -	
Goldman Sachs, Acct#020-66956-0	$ 47,991.66	$ 4,350,319.38	$ -	$ -	
Goldman Sachs, Acct#020-67176-4	$ 100,792.00	$ 3,117,834.13	$ -	$ -	
Goldman Sachs, Acct#020-67178-0	$ 110,036.98	$ 4,061,935.40	$ -	$ -	
Goldman Sachs, Acct#020-67180-6	$ 113,380.99	$ 3,967,662.95	$ -	$ -	
Goldman Sachs, Acct#090-9	$ -	$ -	$ -	$ 1,398,794.21	
	$ 416,360.16	$ 16,577,661.00	$ 3,243,301.53	$ 1,398,794.21	$ 21,636,116.90

LESLEY A. WALDHEIM FOUNDATION
2012 END OF YEAR BOOK VALUE-GOLDMAN SACHS

Description	Quantity		Value
Acct #028-3			
GOLDMAN SACHS BANK DEPOSIT		$	17,549 70
ISHARES IBOXX $ INVESTMENT GRADE CORP BOND	230	$	22,459 05
CONSOLIDATED EDISON, INC 3 85% 6/15/2013	500,000	$	500,472 06
RABOBANK NEDERLAND UTRECHT LINKED TO S&P 500 0% COUPON DUE 02-19-2013	1,000	$	1,000,000 00
THE GOLDMAN SACHS GROUP INC LINKED TO S&P 500 0% COUPON DUE 10-28-2013	500	$	500,000 00
JPMORGAN CHASE & CO LINKED TO EURO STOXX 50 SMEX	500,000	$	500,000 00
CREDIT SUISSE AG LKD TO EURO STOXX 50	500,000	$	500,000 00
		$	**3,040,480.81**
Acct#090-9			
ARTISAN DYNAMIC EQUITY(NON-US EQUITY) OFFSHORE L P	7,953 93	$	1,000,000 00
		$	**1,000,000.00**
Acct#074-3			
GOLDMAN SACHS BANK DEPOSIT		$	26,608 83
HENGDELI HOLDINGS LTD UNSPON ADR	1,543	$	14,889 35
RESMED INC DMN	192	$	5,891 11
WPP PLC ADR CMN	304	$	20,479 35
ANGLO AMERICAN PLC ADR CMN	542	$	9,647 16
ANHEUSER-BUSCH INBEV S A SPONSORED ADR CMN	158	$	9,464 24
ASHAI KASEI CORP ADR	1,179	$	13,864 69
ASTELLAS PHARMA INC UNSPONSORED ADR	237	$	11,363 27
AVIVA PLC SPONSORED	1,320	$	12,919 86
AXA-UAP AMERICAN DEPOSITARY SHARES	1,268	$	21,075 92
BALFOUR BEATTY PLC SPONSORED	948	$	8,756 44
BANK OF YOKOHAMA LTD JAPAN	583	$	11,481 60
BARCLAYS PLC,AMER DEP SHS ADR CMN	1,236	$	18,048 32
BRITISH SKY BROADCASTING GROUP	212	$	9,318 58
CHINA OVERSEAS LAND&INVT LTD UNSPONSORED	306	$	23,015 15
COCA COLA AMATIL LTD	363	$	8,714 43
DAIMLER AG	306	$	16,145 50
DANONE SPONSORED ADR	1,322	$	18,226 23
DBS GROUP HOLDINGS	167	$	7,237 04
DONGFENG MOTOR CORPORATION	139	$	11,687 92
EAST JAPAN RAILWAY	1,866	$	18,215 14
EMPRESAS ICA, S A DE C V	2,439	$	15,609 14
ENERSIS S A	456	$	8,006 84
FLETCHER BUILDING LIMITED	1,087	$	13,280 85
FRESENIUS SE & CO KGAA	1,104	$	14,926 01
GAZPROM ADR	1,041	$	11,330 54
HEINEKEN N V	671	$	18,738 13
HSBC HOLDINGS PLC SPONSORED ADR CMN	423	$	20,686 86
IMPERIAL TOBACCO GROUP PLC SPON ADR	237	$	14,055 94
INFOSYS LTD SPONS ADR	326	$	13,871 82
ING GROEP N V SPONS ADR SPONSORED ADR CMN	2,498	$	21,125 12
INTERNATIONAL CONSOLIDATED AIRLINES GROUP, S A	666	$	8,892 78
INTESA SANPAOLO SPONSORED ADR CMN	1,009	$	10,883 23
KASIKORNBANK PUB CO LTD	708	$	13,499 58
KB FINANCIAL GROUP	516	$	22,283 94

KDDI CORP UNSPONS	930	$	17,822 59
KEPPEL CORP LTD	786	$	13,843 11
KINROSS GOLD CORP	1,693	$	17,108 96
KONINKLIJKE AHOLD N V SPONSORED ADR CMN	1,231	$	15,939 62
MAPFRE, S A UNSPONS	2,903	$	15,276 82
NATIONAL GRID PLC SPONSORED ADR CMN	286	$	13,348 09
NEW WORLD DEVELOPMENT & CO LTD	1,717	$	3,829 08
NISSAN MOTOR CO LTD SPONS	906	$	16,864 81
NSK LTD ADR SPONS	1,008	$	14,108 77
OCEAN RIG UDW INC	561	$	9,226 12
ORIX CORPORATION SPONS ADR	351	$	14,903 74
PRUDENTIAL CORP (ADR) ADR CMN	891	$	13,029 36
REPSOL SA - ADR SPONS	700	$	14,200 92
RIO TINTO PLC SPONS ADR	417	$	19,817 23
ROCHE HOLDING AG ADR B SHS	529	$	23,034 85
SAFRAN S A	505	$	17,099 36
SAP AG (SPON ADR)	134	$	7,207 13
SCHNEIDER ELECTRIC SA UNSPONS	1,389	$	17,462 43
SHIRE LIMITED SPONS	154	$	14,919 86
SILICONWARE PRECISION IND CO L SPONSORED ADR	2,238	$	11,641 07
SSE PLC SPONS	927	$	20,100 11
SUMITOMO CORPORATION SPONSORED ADR CMN	1,307	$	16,732 56
SWEDBANK AB	901	$	12,025 98
SYNGENTA AG SPONSORED ADR CMN	202	$	12,048 36
TAIWAN SEMICONDUCTOR MFG ADS	1,595	$	23,025 78
TELENOR ASA	366	$	17,979 77
TOYOTA MOTOR CORPORATION SPON	302	$	23,569 25
TULLOW OIL PLC ADR CMN	1,496	$	15,709 00
UNILEVER	443	$	14,185 35
VIVENDI ADR	987	$	17,997 87
YAMANA GOLD INC	549	$	8,046 02
YANZHOU COAL MINING CO	710	$	11,419 54
		$	**987,764.42**

Acct #956-0

CASH		$	2,476 46
GOLDMAN SACHS BANK DEPOSIT		$	45,515 20
APPLE, INC	187	$	109,109 11
AT&T INC	5,402	$	202,158 61
BOEING COMPANY	1,668	$	121,768 37
CHEVRON CORPORATION	1,495	$	639 80
CISCO SYSTEMS, INC	6,906	$	131,294 87
E.I DU PONT DE NEMOURS AND CO	2,369	$	23 69
EXXON MOBIL CORPORATION	1,433	$	320 75
GENERAL ELECTRIC CO	10,659	$	90,424 80
HONEYWELL INTL INC	1,370	$	81,211 90
JOHNSON & JOHNSON	3,118	$	177,258 30
JPMORGAN CHASE & CO	4,979	$	190,118 30
LOWES COMPANIES INC	5,431	$	149,790 35
MCDONALDS CORP	1,274	$	113,860 20
MERCK & CO	5,245	$	231,661 71
PEPSICO INC	2,883	$	136,505 74
PFIZER INC	5,434	$	95,176 51
PHILIP MORRIS INTL	1,455	$	35,338 28
PPL CORPORATION	7,260	$	211,347 10

PROCTER & GAMBLE COMPANY	2,540	$	9,040 25
PRUDENTIAL FINANCIAL INC	1,280	$	70,297 86
QUALCOMM INC	2,537	$	156,325 73
THE TRAVELERS COMPANIES, INC	3,571	$	231,053 06
VIACOM INC CL B	3,032	$	151,528 78
XILINX INC	3,147	$	109,191 41
ENI S P A SPON ADR	4,332	$	195,678 47
HSBC HOLDINGS PLC SPONSORED ADR CMN	1,839	$	82,006 53
VODAFONE GROUP PLC	9,211	$	266,785 22
		$	**3,397,907.36**
Acct #176-4			
CASH		$	844 06
GOLDMAN SACHS BANK DEPOSIT		$	99,947 94
ADVENT SOFTWARE INC	2,734	$	64,392 09
ALBEMARLE CORP	2,367	$	138,600 04
ALEXANDER & BALDWIN	2,755	$	85,651 05
ALLEGHANY CORP	160	$	55,450 99
AMERICAN EAGLE OUTFITTERS INC	3,345	$	74,106 53
ATWOOD OCEANICS INC	3,083	$	144,001 32
CABELA'S INC	2,970	$	148,309 22
COLUMBIA SPORTSWEAR COMPANY	1,266	$	67,221 06
CORRECTIONS CORP OF AMERICA	4,000	$	132,228 18
EATON VANCE CORP	5,284	$	146,523 03
ENERGIZER HOLDINGS, INC	804	$	55,032 41
KAMAN CORP	2,477	$	84,659 31
KRATON PERFORMNC POLMERS INC	3,007	$	67,099 76
MARTIN MARIETTA MATERIALS INC	616	$	49,518 06
MATSON INC	2,755	$	68,086 05
MBIA INC	8,786	$	90,117 11
MICREL INC	8,252	$	83,729 99
MONTPELIER RE HOLDINGS LTD	4,631	$	100,006 97
NEWMARKET CORP	596	$	151,169 14
NU SKIN ENTERPRISES INC	2,796	$	121,955 68
OLD DOMINION FGHT LINES INC	4,827	$	146,870 15
PRICESMART INC	1,870	$	138,776 00
SERVICE CORP INTERNATL	9,961	$	132,426 37
STURM, RUGER & COMPANY INC	1,120	$	51,966 38
TEJON RANCH CO	2,508	$	71,687 03
TENET HEALTHCARE CORP	3,767	$	80,127 19
TREDEGAR CORPORATION	3,210	$	50,298 49
VALUECLICK INC ORD	6,125	$	100,365 39
WHITE MTNS INS GROUP LTD	166	$	86,173 31
WORLD FUEL SERVICES CORP	2,383	$	87,240 27
FIRST INDUSTRIAL REALTY TRUST	5,024	$	64,918 09
RITCHIE BROS AUCTIONEERS INC	3,266	$	61,387 52
		$	**3,100,886.18**
Acct #178-0			
CASH		$	1,823 00
GOLDMAN SACHS BANK DEPOSIT		$	108,213 98
AMERICAN INTL GROUP INC	6,000	$	205,629 02
APPLIED MATERIALS INC	24,000	$	283,047 00
BOEING COMPANY	3,200	$	233,260 97
CARMAX, INC	6,000	$	183,513 84
CARNIVAL CORPORATION	7,000	$	248,061 98
COMCAST CORPORATION CL A	2,500	$	84,100 50

DELPHI AUTOMOTIVE	6,000	$	179,872 48
DIEBOLD INCORPORATED	5,000	$	166,810 52
DRESSER-RAND GROUP	2,500	$	126,933 35
FRANKLIN RESOURCES	1,700	$	203,902 98
ILLINOIS TOOL WORKS	3,500	$	204,015 63
INTEL CORPORATION	12,500	$	311,487 20
JPMORGAN CHASE & CO	6,500	$	248,563 19
NATIONAL OILWELL VARCO, INC	2,500	$	186,453 22
PENN NATIONAL GAMING INC	4,000	$	156,063 04
TIFFANY & CO	3,000	$	181,428 75
VISA INC	1,600	$	208,465 28
WELLS FARGO & CO	7,500	$	257,225 31
STARWOOD HOTELS & RESORTS	4,000	$	226,383 91
		$	**4,005,255.15**
Acct #180-6			
CASH		$	2,300 00
GOLDMAN SACHS BANK DEPOSIT		$	111,080 99
3M COMPANY	1,175	$	92,331 50
ALTERA CORP	2,300	$	81,708 49
APACHE CORP	1,675	$	148,987 74
BERKSHIRE HATHAWAY INC	3,400	$	291,414 51
COCA-COLA COMPANY	4,850	$	187,850 27
COMCAST CORPORATION CL A	5,000	$	168,215 25
ECOLAB INC	2,600	$	167,412 57
FIDELITY NATL INFO SVCS INC	2,625	$	83,507 44
GOOGLE, INC	200	$	134,173 00
LIBERTY GLOBAL, INC	3,100	$	163,545 40
LOEWS CORPORATION	3,600	$	147,037 14
MICROSOFT CORPORATION	7,300	$	219,267 14
MONDELEZ INTERNATIONAL INC	4,836	$	72,710 68
MORGAN STANLEY	11,000	$	163,325 51
NEWS CORPORATION	6,050	$	145,107 50
NOBLE ENERGY INC	2,250	$	205,792 80
ORACLE CORPORATION	5,550	$	175,639 15
PEPSICO INC	2,026	$	97,957 10
PRAXAIR, INC	1,275	$	147,580 83
THERMO FISHER SCIENTIFIC INC	1,425	$	82,853 17
UNITEDHEALTH GROUP INC	2,700	$	144,809 35
W R BERKLEY CORPORATION	2,300	$	86,030 45
WAL MART STORES INC	2,450	$	180,326 33
AON PLC	4,100	$	211,605 02
NESTLE SA SPONSORED ADR	2,025	$	125,155 15
		$	**3,837,724.48**
TOTAL 2012 BOOK		**$**	**19,370,018.40**

LESLEY A. WALDHEIM FOUNDATION
2012 END OF YEAR FAIR MARKET VALUE-GOLDMAN SACHS

Description	Quantity		Value
Acct #028-3			
GOLDMAN SACHS BANK DEPOSIT		$	17,549 70
ISHARES IBOXX $ INVESTMENT GRADE CORP BOND	230	$	27,910 97
CONSOLIDATED EDISON, INC 3 85% 6/15/2013	500,000	$	508,015 56
RABOBANK NEDERLAND UTRECHT LINKED TO S&P 500 0% COUPON DUE 02-19-2013	1,000	$	1,065,108 00
THE GOLDMAN SACHS GROUP INC LINKED TO S&P 500 0% COUPON DUE 10-28-2013	500	$	613,457 00
JPMORGAN CHASE & CO LINKED TO EURO STOXX 50 SMEX	500,000	$	513,290 00
CREDIT SUISSE AG LKD TO EURO STOXX 50	500,000	$	515,520 00
		$	**3,260,851.23**
Acct#090-9			
ARTISAN DYNAMIC EQUITY(NON-US EQUITY) OFFSHORE L P	7,953 93	$	1,398,794 21
		$	**1,398,794.21**
Acct#074-3			
GOLDMAN SACHS BANK DEPOSIT		$	26,608 83
HENGDELI HOLDINGS LTD UNSPON ADR	1,543	$	13,836 08
RESMED INC DMN	192	$	7,981 44
WPP PLC ADR CMN	304	$	22,161 60
ANGLO AMERICAN PLC ADR CMN	542	$	8,343 01
ANHEUSER-BUSCH INBEV S.A SPONSORED ADR CMN	158	$	13,810 78
ASHAI KASEI CORP ADR	1,179	$	13,826 13
ASTELLAS PHARMA INC UNSPONSORED ADR	237	$	10,621 39
AVIVA PLC SPONSORED	1,320	$	16,381 20
AXA-UAP AMERICAN DEPOSITARY SHARES	1,268	$	22,318 07
BALFOUR BEATTY PLC SPONSORED	948	$	8,435 30
BANK OF YOKOHAMA LTD JAPAN	583	$	10,788 42
BARCLAYS PLC,AMER DEP SHS ADR CMN	1,236	$	21,407 52
BRITISH SKY BROADCASTING GROUP	212	$	10,572 44
CHINA OVERSEAS LAND&INVT LTD UNSPONSORED	306	$	27,359 46
COCA COLA AMATIL LTD	363	$	10,137 86
DAIMLER AG	306	$	16,820 82
DANONE SPONSORED ADR	1,322	$	17,396 20
DBS GROUP HOLDINGS	167	$	8,115 53
DONGFENG MOTOR CORPORATION	139	$	10,724 27
EAST JAPAN RAILWAY	1,866	$	20,070 70
EMPRESAS ICA, S A DE C V	2,439	$	24,536 34
ENERSIS S A	456	$	8,308 32
FLETCHER BUILDING LIMITED	1,087	$	15,048 43
FRESENIUS SE & CO KGAA	1,104	$	15,846 82
GAZPROM ADR	1,041	$	9,847 86
HEINEKEN N V	671	$	22,525 47
HSBC HOLDINGS PLC SPONSORED ADR CMN	423	$	22,448 61
IMPERIAL TOBACCO GROUP PLC SPON ADR	237	$	18,283 60
INFOSYS LTD SPONS ADR	326	$	13,789 80
ING GROEP N V SPONS ADR SPONSORED ADR CMN	2,498	$	23,706 02
INTERNATIONAL CONSOLIDATED AIRLINES GROUP, S A	666	$	10,003 32
INTESA SANPAOLO SPONSORED ADR CMN	1,009	$	10,376 56
KASIKORNBANK PUB CO LTD	708	$	17,913 82
KB FINANCIAL GROUP	516	$	18,524 40

KDDI CORP UNSPONS	930	$	16,375 44
KEPPEL CORP LTD	786	$	14,156 65
KINROSS GOLD CORP	1,693	$	16,455 96
KONINKLIJKE AHOLD N V SPONSORED ADR CMN	1,231	$	16,448 62
MAPFRE, S A UNSPONS	2,903	$	17,719 91
NATIONAL GRID PLC SPONSORED ADR CMN	286	$	16,804 94
NEW WORLD DEVELOPMENT & CO LTD	1,717	$	5,326 13
NISSAN MOTOR CO LTD SPONS	906	$	17,295 54
NSK LTD ADR SPONS	1,008	$	14,199 70
OCEAN RIG UDW INC	561	$	8,373 93
ORIX CORPORATION SPONS ADR	351	$	19,880 64
PRUDENTIAL CORP (ADR) ADR CMN	891	$	25,438 05
REPSOL SA - ADR SPONS	700	$	14,152 60
RIO TINTO PLC SPONS ADR	417	$	24,223 53
ROCHE HOLDING AG ADR B SHS	529	$	26,584 37
SAFRAN S A	505	$	21,701 37
SAP AG (SPON ADR)	134	$	10,770 92
SCHNEIDER ELECTRIC SA UNSPONS	1,389	$	20,082 16
SHIRE LIMITED SPONS	154	$	14,195 72
SILICONWARE PRECISION IND CO L SPONSORED ADR	2,238	$	11,950 92
SSE PLC SPONS	927	$	21,366 42
SUMITOMO CORPORATION SPONSORED ADR CMN	1,307	$	16,627 65
SWEDBANK AB	901	$	17,589 32
SYNGENTA AG SPONSORED ADR CMN	202	$	16,321 60
TAIWAN SEMICONDUCTOR MFG ADS	1,595	$	27,370 20
TELENOR ASA	366	$	22,136 78
TOYOTA MOTOR CORPORATION SPON	302	$	28,161 50
TULLOW OIL PLC ADR CMN	1,496	$	15,332 50
UNILEVER	443	$	16,966 90
VIVENDI ADR	987	$	22,056 49
YAMANA GOLD INC	549	$	9,448 29
YANZHOU COAL MINING CO	710	$	12,126 80
		$	**1,106,517.97**

Acct #956-0

CASH		$	2,476 46
GOLDMAN SACHS BANK DEPOSIT		$	45,515 20
APPLE, INC	187	$	99,516 33
AT&T INC	5,402	$	182,101 42
BOEING COMPANY	1,668	$	125,700 48
CHEVRON CORPORATION	1,495	$	161,669 30
CISCO SYSTEMS, INC	6,906	$	135,698 76
E I DU PONT DE NEMOURS AND CO	2,369	$	106,554 07
EXXON MOBIL CORPORATION	1,433	$	124,026 15
GENERAL ELECTRIC CO	10,659	$	225,757 62
HONEYWELL INTL INC	1,370	$	86,953 90
JOHNSON & JOHNSON	3,118	$	218,571 80
JPMORGAN CHASE & CO	4,979	$	218,922 15
LOWES COMPANIES INC	5,431	$	192,909 12
MCDONALDS CORP	1,274	$	112,379 54
MERCK & CO	5,245	$	216,985 65
PEPSICO INC	2,883	$	198,833 30
PFIZER INC	5,434	$	136,280 92
PHILIP MORRIS INTL	1,455	$	122,932 95
PPL CORPORATION	7,260	$	210,467 40

PROCTER & GAMBLE COMPANY	2,540	$	172,440 60
PRUDENTIAL FINANCIAL INC	1,280	$	68,262 40
QUALCOMM INC	2,537	$	156,937 81
THE TRAVELERS COMPANIES, INC	3,571	$	256,469 22
VIACOM INC CL B	3,032	$	159,907 68
XILINX INC	3,147	$	112,854 57
ENI S P A SPON ADR	4,332	$	212,874 48
HSBC HOLDINGS PLC SPONSORED ADR CMN	1,839	$	97,595 73
VODAFONE GROUP PLC	9,211	$	236,716 03
		$	**4,398,311.04**
Acct #176-4			
CASH		$	844 06
GOLDMAN SACHS BANK DEPOSIT		$	99,947 94
ADVENT SOFTWARE INC	2,734	$	58,452 92
ALBEMARLE CORP	2,367	$	147,511 44
ALEXANDER & BALDWIN	2,755	$	80,914 35
ALLEGHANY CORP	160	$	53,667 20
AMERICAN EAGLE OUTFITTERS INC	3,345	$	68,605 95
ATWOOD OCEANICS INC	3,083	$	141,170 57
CABELA'S INC	2,970	$	123,997 50
COLUMBIA SPORTSWEAR COMPANY	1,266	$	67,553 76
CORRECTIONS CORP OF AMERICA	4,000	$	141,880 00
EATON VANCE CORP	5,284	$	168,295 40
ENERGIZER HOLDINGS, INC	804	$	64,303 92
KAMAN CORP	2,477	$	91,549 92
KRATON PERFORMNC POLMERS INC	3,007	$	72,258 21
MARTIN MARIETTA MATERIALS INC	616	$	58,076 48
MATSON INC	2,755	$	68,103 60
MBIA INC	8,786	$	68,970 10
MICREL INC	8,252	$	78,394 00
MONTPELIER RE HOLDINGS LTD	4,631	$	106,397 23
NEWMARKET CORP	596	$	156,271 20
NU SKIN ENTERPRISES INC	2,796	$	103,591 80
OLD DOMINION FGHT LINES INC	4,827	$	165,469 56
PRICESMART INC	1,870	$	143,971 30
SERVICE CORP INTERNATL	9,961	$	137,561 41
STURM, RUGER & COMPANY INC	1,120	$	50,848 00
TEJON RANCH CO	2,508	$	70,424 64
TENET HEALTHCARE CORP	3,767	$	122,314 49
TREDEGAR CORPORATION	3,210	$	65,740 80
VALUECLICK INC ORD	6,125	$	118,886 25
WHITE MTNS INS GROUP LTD	166	$	85,490 00
WORLD FUEL SERVICES CORP	2,383	$	98,197 47
FIRST INDUSTRIAL REALTY TRUST	5,024	$	70,737 92
RITCHIE BROS AUCTIONEERS INC	3,266	$	68,226 74
		$	**3,218,626.13**
Acct #178-0			
CASH		$	1,823 00
GOLDMAN SACHS BANK DEPOSIT		$	108,213 98
AMERICAN INTL GROUP INC	6,000	$	211,800 00
APPLIED MATERIALS INC	24,000	$	274,560 00
BOEING COMPANY	3,200	$	241,152 00
CARMAX, INC	6,000	$	225,240 00
CARNIVAL CORPORATION	7,000	$	257,390 00
COMCAST CORPORATION CL A	2,500	$	90,206 25

DELPHI AUTOMOTIVE	6,000	$	229,500 00
DIEBOLD INCORPORATED	5,000	$	153,050 00
DRESSER-RAND GROUP	2,500	$	140,350 00
FRANKLIN RESOURCES	1,700	$	213,690 00
ILLINOIS TOOL WORKS	3,500	$	212,835 00
INTEL CORPORATION	12,500	$	257,750 00
JPMORGAN CHASE & CO	6,500	$	285,799 15
NATIONAL OILWELL VARCO, INC	2,500	$	170,875 00
PENN NATIONAL GAMING INC	4,000	$	196,440 00
TIFFANY & CO	3,000	$	172,980 00
VISA INC	1,600	$	242,528 00
WELLS FARGO & CO	7,500	$	256,350 00
STARWOOD HOTELS & RESORTS	4,000	$	229,440 00
		$	**4,171,972.38**
Acct #180-6			
CASH		$	2,300 00
GOLDMAN SACHS BANK DEPOSIT		$	111,080 99
3M COMPANY	1,175	$	109,098 75
ALTERA CORP	2,300	$	79,097 00
APACHE CORP	1,675	$	131,487 50
BERKSHIRE HATHAWAY INC	3,400	$	304,980 00
COCA-COLA COMPANY	4,850	$	175,812 50
COMCAST CORPORATION CL A	5,000	$	180,412 50
ECOLAB INC	2,600	$	186,940 00
FIDELITY NATL INFO SVCS INC	2,625	$	91,376 25
GOOGLE, INC	200	$	141,476 00
LIBERTY GLOBAL, INC	3,100	$	182,125 00
LOEWS CORPORATION	3,600	$	146,700 00
MICROSOFT CORPORATION	7,300	$	194,980 81
MONDELEZ INTERNATIONAL INC	4,836	$	123,091 68
MORGAN STANLEY	11,000	$	210,320 00
NEWS CORPORATION	6,050	$	154,335 50
NOBLE ENERGY INC	2,250	$	228,915 00
ORACLE CORPORATION	5,550	$	184,926 00
PEPSICO INC	2,026	$	139,728 16
PRAXAIR, INC	1,275	$	150,493 75
THERMO FISHER SCIENTIFIC INC	1,425	$	91,100 25
UNITEDHEALTH GROUP INC	2,700	$	146,448 00
W R BERKLEY CORPORATION	2,300	$	86,802 00
WAL MART STORES INC	2,450	$	167,163 50
AON PLC	4,100	$	228,001 00
NESTLE SA SPONSORED ADR	2,025	$	131,851 80
		$	**4,081,043.94**
TOTAL 2012 FMV		**$**	**21,636,116.90**

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
NON-US EQUITY								
LORD, ABBETT & CO NON-US EQUITY								
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	26,608.83	1.0000	26,608 83	1.0000	26,608 83		0 1328	35 35

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
HENGDELI HOLDINGS LTD UNSPON ADR (HENGY)	1,543 00	8.9670	13,836.08	9 6496	14,889.35	(1,053.27)	2.7996	387.35
RESMED INC. CMN (RMD)	192.00	41.5700	7,981.44	30.6829	5,891.11	2,090.33	1.6358	130.56
WPP PLC ADR CMN (WPPGY_130102)	304 00	72 9000	22,161 60	67.3663	20,479 35	1,682 25	2.7762	615 24
ANGLO AMERICAN PLC ADR CMN (AAUKY)	542.00	15 3930	8,343.01	17.7992	9,647.16	(1,304.15)	2.2738	189.70
ANHEUSER-BUSCH INBEV S A. SPONSORED ADR CMN (BUD)	158 00	87.4100	13,810.78	59.9003	9,464.24	4,346.54	1.4789	204.25
ASHAI KASEI CORP ADR CMN (AHKSY)	1,179 00	11.7270	13,826.13	11 7597	13,864.69	(38.56)	2.3712	327.84
ASTELLAS PHARMA INC. UNSPONSORED ADR CMN (ALPMY)	237 00	44 8160	10,621 39	47.9463	11,363 27	(741.88)	3 1449	334.03
AVIVA PLC SPONSORED ADR CMN (AV)	1,320 00	12.4100	16,381.20	9.7878	12,919.86	3,461.34	6.6258	1,085 39
AXA-UAP AMERICAN DEPOSITARY SHARES (AXAHY)	1,268.00	17 6010	22,318.07	16 6214	21,075.92	1,242 15	4.1614	928 75
BALFOUR BEATTY PLC SPONSORED ADR CMN (BAFYY)	948 00	8 8980	8,435 30	9 2368	8,756 44	(321 14)	4.4142	372 35
BANK OF YOKOHAMA LTD JAPAN(ADR ADR CMN (BKJAY)	583 00	18.5050	10,788 42	19 6940	11,481 60	(693.18)	2.1864	235 88
BARCLAYS PLC,AMER DEP SHS ADR CMN (BCS)	1,236.00	17.3200	21,407.52	14 6022	18,048 32	3,359.20	2.1759	465.82
BRITISH SKY BROADCASTING GROUP PLC AMERICAN DEPOSITARY SHARES (1 ADS = 4 ORDS) (BSYBY)	212.00	49.8700	10,572.44	43.9555	9,318.58	1,253 86	3.2500	343.61
CHINA OVERSEAS LAND&INVT LTD UNSPONSORED ADR CMN (CAOVY)	306.00	89.4100	27,359.46	75 2129	23,015.15	4,344.31	1.4882	407.18
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (CCLAY)	363.00	27.9280	10,137 86	24 0067	8,714 43	1,423 43	3 9938	404 89
DAIMLER AG CMN ISIN. DE0007100000 (DDAIF)	306 00	54 9700	16,820 82	52 7631	16,145 50	675.32		
DANONE SPONSORED ADR CMN (DANOY)	1,322.00	13.1590	17,396.20	13.7869	18,226.23	(830 03)	1.7579	305.81
DBS GROUP HOLDINGS SPONSORED ADR CMN (DBSDY)	167.00	48.5960	8,115 53	43.3356	7,237.04	878.49	3.5908	291.41
DONGFENG MOTOR CORPORATION ADR CLASS H (DNFGY)	139.00	77.1530	10,724 27	84 0858	11,687 92	(963 65)	1 6005	171.65
EAST JAPAN RAILWAY COMPANY UNSPONSORED ADR (JAPAN) (EJPRY)	1,866.00	10.7560	20,070 70	9.7616	18,215.14	1,855 56	1.7993	361.13
EMPRESAS ICA, S A. DE C V SPONSORED ADR CMN (ICA)	2,439 00	10.0600	24,536 34	6 3998	15,609 14	8,927 20		
ENERSIS S A - SPON ADR SPONSORED ADR CMN (ENI)	456 00	18.2200	8,308.32	17 5589	8,006 84	301 48	2 2089	183 52
FLETCHER BUILDING LIMITED SPONSORED ADR CMN (FCREY)	1,087.00	13.8440	15,048.43	12 2179	13,280 85	1,767 58	3.1171	469 08

[14]This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

Not a Deposit Not FDIC Insured May Lose Value (Excluding Goldman Sachs Bank Deposit Account and Certificates of Deposit)

Brokerage and securities services provided by Goldman, Sachs & Co Bank Deposit Account and Certificate of Deposit Account offered by Goldman Sachs Bank USA, Member FDIC

LESLEY WALDHEIM FDN LORD ABT NON-US EQ

Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
LORD, ABBETT & CO NON-US EQUITY								
FRESENIUS SE & CO KGAA SPONSORED ADR CMN (FSNUY)	1,104.00	14.3540	15,846.82	13.5199	14,926.01	920 81	0.6953	110.18
GAZPROM ADR SPONSORED ADR CMN (OGZPY)	1,041 00	9.4600	9,847 86	10 8843	11,330.54	(1,482 68)	2.1755	214 24
HEINEKEN N V. SPONSORED ADR CMN (HEINY)	671.00	33 5700	22,525.47	27 9257	18,738 13	3,787 34	1.2867	289 83
HSBC HOLDINGS PLC SPONSORED ADR CMN (HBC)	423 00	53.0700	22,448 61	48.9051	20,686.86	1,761.75	4.7108	1,057.50
IMPERIAL TOBACCO GROUP PLC SPON ADR (ITYBY)	237.00	77.1460	18,283 60	59.3078	14,055 94	4,227.66	4.3734	799.62
INFOSYS LTD SPONSORED ADR CMN SRS 16840480 (INFY)	326 00	42.3000	13,789 80	42 5516	13,871 82	(82 02)	1 4896	205 41
ING GROEP N V SPONS ADR SPONSORED ADR CMN (ING)	2,498.00	9.4900	23,706 02	8.4568	21,125 12	2,580 90		
INTERNATIONAL CONSOLIDATED AIRLINES GROUP, S.A SPONSORED ADR CMN (ICAGY)	666 00	15.0200	10,003.32	13.3525	8,892.78	1,110 54		
INTESA SANPAOLO SPONSORED ADR CMN (ISNPY)	1,009 00	10 2840	10,376 56	10 7862	10,883.23	(506.68)	2 7374	284 05
KASIKORNBANK PUB CO LTD ADR CMN (KPCPY)	708.00	25.3020	17,913 82	19.0672	13,499.58	4,414 24	1.0213	182.96
KB FINANCIAL GROUP INC. SPONSORED ADR (KB)	516 00	35.9000	18,524.40	43 1859	22,283.94	(3,759.54)	1 3272	245 86
KDDI CORP UNSPONSORED ADR CMN (KDDIY)	930 00	17 6080	16,375 44	19 1641	17,822 59	(1,447.15)	2 4780	405 78
KEPPEL CORP LTD (ADR) SPONSORED ADR CMN (KPELY)	786 00	18.0110	14,156 65	17 6121	13,843.11	313 54	3.9069	553.09
KINROSS GOLD CORP CMN (KGC)	1,693.00	9.7200	16,455.96	10.1057	17,108.96	(653 00)	1.6461	270.88
KONINKLIJKE AHOLD N.V. SPONSORED ADR CMN (AHONY)	1,231.00	13.3620	16,448.62	12 9485	15,939.62	509 01	3.2666	537.32
MAPFRE, S A UNSPONSORED ADR CMN (MPFRY)	2,903 00	6.1040	17,719 91	5 2624	15,276 82	2,443 09	1 1875	210 42
NATIONAL GRID PLC SPONSORED ADR CMN (NGG)	286.00	57.4400	16,427.84 377.10	46 6716	13,348 09	3,079 75	5 5124	905 56
NEW WORLD DEVELOPMENT & CO LTD (SPONS ADR) (NDVLY)	1,717 00	3.1020	5,326 13	2.2301	3,829.08	1,497.05	2.6744	142.44
NISSAN MOTOR CO LTD SPONSORED ADR (NSANY)	906.00	19.0900	17,295 54	18 6146	16,864 81	430 73	2 4548	424 57
NSK LTD ADR SPONSORED ADR CMN (NPSKY)	1,008.00	14.0870	14,199.70	13 9968	14,108 77	90 93	1.5725	223 29
OCEAN RIG UDW INC CMN (ORIG)	561 00	14 9268	8,373 93	16 4458	9,226.12	(852 19)		
ORIX CORPORATION SPONS ADR SPONSORED ADR CMN (IX)	351 00	56 6400	19,880 64	42 4608	14,903 74	4,976 90	0.9356	186 01
PRUDENTIAL CORP (ADR) ADR CMN (PUK)	891 00	28.5500	25,438.05	14.6233	13,029.36	12,408 69	2.8448	723 67
REPSOL SA - ADR SPONSORED ADR CMN (REPYY)	700.00	20 2180	14,152 60	20.2870	14,200 92	(48.32)	7.9337	1,122.82

LESLEY WALDHEIM FDN LORD ABT NON-US EQ

Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
LORD, ABBETT & CO NON-US EQUITY								
RIO TINTO PLC SPONSORED ADR (RIO)	417.00	58 0900	24,223.53	47.5233	19,817 23	4,406.30	2.8499	690.34
ROCHE HOLDING AG ADR B SHS(NOM CHF 100) VAL 224.184 (RHHBY)	529 00	50.2540	26,584 37	43 5441	23,034.85	3,549.52	3.0693	815.96
SAFRAN SA SPONSORED ADR CMN (SAFRY)	505 00	42.9730	21,701.37	33.8601	17,099.36	4,602.00	0.8211	178.19
SAP AG (SPON ADR) (SAP)	134 00	80.3800	10,770.92	53.7845	7,207.13	3,563.80	0.8393	90.40
SCHNEIDER ELECTRIC SA UNSPONSORED ADR (FRANCE) (SBGSY)	1,389 00	14.4580	20,082 16	12 5719	17,462.43	2,619 73	2.2826	458.40
SHIRE LIMITED SPONSORED ADR CMN (SHPG)	154.00	92.1800	14,195.72	96.8822	14,919.86	(724.14)	0.4986	70.78
SILICONWARE PRECISION IND CO L SPONSORED ADR (SPIL)	2,238 00	5 3400	11,950 92	5.2016	11,641 07	309 85	3.1735	379 26
SSE PLC SPONSORED ADR CMN (SSEZY)	927 00	23.0490	21,366 42	21 6830	20,100 11	1,266 31	5 4332	1,160 88
SUMITOMO CORPORATION SPONSORED ADR CMN (SSUMY)	1,307.00	12.7220	16,627.65	12.8023	16,732 56	(104 90)	4.2035	698 94
SWEDBANK A B ADR CMN (SWDBY)	901.00	19.5220	17,589.32	13.3474	12,025.98	5,563.34	3.3744	593.54
SYNGENTA AG SPONSORED ADR CMN (SYT)	202 00	80 8000	16,321 60	59 6454	12,048 36	4,273 24	1 7883	291.88
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS (TSM)	1,595.00	17.1600	27,370.20	14 4362	23,025 78	4,344.42	2.3187	634.63
TELENOR ASA AMERICAN DEPOSITARY SHARES 1 ADS = 3 ORDS (TELNY)	366.00	60.4830	22,136.78	49 1251	17,979 77	4,157 00	3.4118	755 27
TOYOTA MOTOR CORPORATION SPON ADR (TM)	302 00	93.2500	28,161 50	78.0439	23,569 25	4,592.25	1.4742	415.16
TULLOW OIL PLC ADR CMN (TUWOY)	1,496 00	10.2490	15,332.50	10.5007	15,709.00	(376 49)	0.7779	119.27
UNILEVER N.V. NY SHS (NEW) ADR CMN (UN)	443.00	38.3000	16,966 90	32 0211	14,185 35	2,781.55	2.7209	461 65
VIVENDI ADR CMN (VIVHY)	987 00	22.3470	22,056 49	18.2349	17,997.87	4,058 62	4 7946	1,057.53
YAMANA GOLD INC CMN (AUY)	549 00	17.2100	9,448.29	14.6558	8,046.02	1,402 27	1 5107	142.74
YANZHOU COAL MINING CO. LTD SPONSORED ADR CMN (YZC)	710 00	17.0800	12,126 80	16.0839	11,419.54	707 26	4.7548	576 61
TOTAL LORD, ABBETT & CO NON-US EQUITY			1,106,140.87 377.10		987,764 42	118,376 46	2.6340	26,937.70

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**1,106,517.97**	**987,764.42**	**118,376.46**	**26,937.70**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

LESLEY A WALDHEIM CHARITABLE FOUNDATION

Holdings

Period Ended December 31, 2012

CASH, DEPOSITS & MONEY MARKET FUNDS

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
DEPOSITS & MONEY MARKET FUNDS								
DEPOSITS								
GOLDMAN SACHS BANK DEPOSIT (BDA)[14]	17,549.70	1.0000	17,549 70	1.0000	17,549 70	0.00	0.1358	23 84

FIXED INCOME

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
IBOXX USD LIQUID INVESTMENT GRADE INDEX FUND (ISHARES)								
ISHARES IBOXX $ INVESTMENT GRADE CORPORATE BOND	230 00	120.9900	27,827.70	97 6480	22,459.05	5,368.65		1,064.65
FUND ETF Not Rated			83.27					
CORPORATE BONDS								
CONSOLIDATED EDISON, INC 3.850000 06/15/2013 M-	500,000 00	101.4320	507,160 00	100.0944	500,472 06	6,687.94	3.6392	19,250 00
W+15.00BP S&P A- /Moody's A3			855 56	100.79	503,945.00	3,215 00		
TOTAL INVESTMENT GRADE FIXED INCOME			**534,987.70**		**522,931.11**	**12,056.59**	**3.6392**	**20,314.65**
			938.83		**526,404.05**	**8,583.65**		

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
US EQUITY STRUCTURED PRODUCTS								
RABOBANK NEDERLAND UTRECHT LINKED TO S&P 500 0% COUPON DUE 02/19/2013 STRUCTURED NOTE (SPXEL174)	1,000 00	1,065 1080	1,065,108 00	1,000 0000	1,000,000.00	65,108 00		
THE GOLDMAN SACHS GROUP, INC. LINKED TO S&P 500 0% COUPON DUE 10/28/2013 STRUCTURED NOTE (SPXEL196)	500.00	1,226 9140	613,457 00	1,000.0000	500,000.00	113,457 00		
TOTAL US EQUITY STRUCTURED PRODUCTS			1,678,565.00		1,500,000 00	178,565 00		

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Not a Deposit Not FDIC Insured May Lose Value (Excluding Goldman Sachs Bank Deposit Account and Certificates of Deposit)

Brokerage and securities services provided by Goldman, Sachs & Co. Bank Deposit Account and Certificate of Deposit Account offered by Goldman Sachs Bank USA, Member FDIC

LESLEY A WALDHEIM CHARITABLE FOUNDATION

Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
NON-US EQUITY								
NON-US EQUITY STRUCTURED PRODUCTS								
JPMORGAN CHASE & CO. LINKED TO EURO STOXX 50 SMEX UPSIDE LEVERED CAPPED W BUFFER STRUCTURED NOTE DUE 03/18/2014 (OJSX5EEL)	500,000.00	102.6580	513,290.00	100.0000	500,000.00	13,290.00		
CREDIT SUISSE AG LKD TO EURO STOXX 50, EURO/USD BETTER OF CNTNGNT CPN W BUFFER STRUCTURED NOTE DUE 10/17/2014 (OCSX5EL2)	500,000.00	103.1040	515,520.00	100.0000	500,000.00	15,520.00		
TOTAL NON-US EQUITY STRUCTURED PRODUCTS			1,028,810.00		1,000,000.00	28,810.00		
TOTAL PUBLIC EQUITY			**2,707,375.00**		**2,500,000.00**	**207,375.00**		

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**3,260,851.23**	**3,040,480.81**	**219,431.59**	**20,338.48**
		3,043,953.75	**215,958.65**	

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LESLEY WALDHEIM CHAR FDN GSAM EQ INC
Holdings

Period Ended December 31, 2012

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
GSAM EQUITY INCOME STRATEGY								
U S DOLLAR	2,476 46	1 0000	2,476 46		2,476 46			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	45,515.20	1.0000	45,515.20	1.0000	45,515.20		0 1312	59.71

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
APPLE, INC. CMN (AAPL)	187 00	532.1729	99,516.33	583 4712	109,109 11	(9,592.78)	1.9918	1,982.20
AT&T INC CMN (T)	5,402 00	33 7100	182,101 42	37 4229	202,158.61	(20,057 19)	5 3397	9,723 60
BOEING COMPANY CMN (BA)	1,668.00	75.3600	125,700.48	73.0026	121,768.37	3,932.11	2.5743	3,235 92
CHEVRON CORPORATION CMN (CVX)	1,495.00	108.1400	161,669.30	0 4280	639 80	161,029 50	3.3290	5,382.00
CISCO SYSTEMS, INC. CMN (CSCO)	6,906 00	19.6494	135,698 76	19 0117	131,294.87	4,403 89	2.8500	3,867.36
E.I DU PONT DE NEMOURS AND CO CMN (DD)	2,369 00	44 9785	106,554 07	0 0100	23.69	106,530 38	3 8240	4,074 68
EXXON MOBIL CORPORATION CMN (XOM)	1,433 00	86.5500	124,026.15	0.2238	320 75	123,705 40	2.6343	3,267 24
GENERAL ELECTRIC CO CMN (GE)	10,659.00	20 9900	223,732.41 2,025.21	8.4834	90,424 80	133,307.61	3.6208	8,100.84
HONEYWELL INTL INC CMN (HON)	1,370 00	63.4700	86,953.90	59 2788	81,211.90	5,742 00	2 5839	2,246 80
JOHNSON & JOHNSON CMN (JNJ)	3,118.00	70.1000	218,571.80	56.8500	177,258.30	41,313.50	3.4807	7,607.92
JPMORGAN CHASE & CO CMN (JPM)	4,979 00	43 9691	218,922 15	38.1840	190,118 30	28,803 85	2.7292	5,974 80
LOWES COMPANIES INC CMN (LOW)	5,431 00	35 5200	192,909.12	27.5806	149,790 35	43,118 77	1.8018	3,475.84
MC DONALDS CORP CMN (MCD)	1,274 00	88 2100	112,379 54	89 3722	113,860 20	(1,480 66)	3.4917	3,923 92
MERCK & CO., INC. CMN (MRK)	5,245.00	40.9400	214,730.30 2,255.35	44.1681	231,661 71	(16,931.41)	4.2013	9,021.40
PEPSICO INC CMN (PEP)	2,883.00	68 4300	197,283 69 1,549.61	47.3485	136,505.74	60,777.95	3.1419	6,198.45
PFIZER INC CMN (PFE)	5,434.00	25 0793	136,280.92	17 5150	95,176 51	41,104 41	3 8279	5,216.64

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LESLEY WALDHEIM CHAR FDN GSAM EQ INC

Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
GSAM EQUITY INCOME STRATEGY								
PHILIP MORRIS INTL INC CMN (PM)	1,455.00	83.6400	121,696.20 1,236.75	24.2875	35,338 28	86,357 92	4.0650	4,947.00
PPL CORPORATION CMN (PPL)	7,260 00	28 6300	207,853.80 2,613 60	29 1112	211,347 10	(3,493 30)	5.0297	10,454 40
PROCTER & GAMBLE COMPANY (THE) CMN (PG)	2,540.00	67.8900	172,440 60	3.5592	9,040.25	163,400 35	3.3112	5,709.92
PRUDENTIAL FINANCIAL INC CMN (PRU)	1,280.00	53 3300	68,262.40	54 9202	70,297.86	(2,035 46)	3 0002	2,048 00
QUALCOMM INC CMN (QCOM)	2,537 00	61.8596	156,937 81	61 6183	156,325 73	612 08	1 6166	2,537.00
THE TRAVELERS COMPANIES, INC CMN (TRV)	3,571 00	71.8200	256,469.22	64 7026	231,053 06	25,416 16	2 5620	6,570 64
VIACOM INC CMN CLASS B (VIAB)	3,032 00	52.7400	159,907 68	49.9765	151,528.78	8,378.90	2 0857	3,335.20
XILINX INCORPORATED CMN (XLNX)	3,147.00	35 8610	112,854 57	34.6970	109,191.41	3,663 16	2.4539	2,769.36
ENI S P A SPON ADR SPONSORED ADR CMN (E)	4,332 00	49.1400	212,874 48	45 1705	195,678 47	17,196 01	4.3646	9,291.20
HSBC HOLDINGS PLC SPONSORED ADR CMN (HBC)	1,839 00	53.0700	97,595.73	44.5930	82,006 53	15,589.20	4.7108	4,597.50
VODAFONE GROUP PLC SPONSORED ADR CMN (VOD)	9,211 00	25.1900	232,025 09 4,690.94	28.9638	266,785.22	(34,760.13)	5.9551	13,817.27
TOTAL GSAM EQUITY INCOME STRATEGY			4,383,939 58 14,371 46		3,397,907 36	986,032.22	3 4107	149,436.81

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**4,398,311.04**	**3,397,907.36**	**986,032.22**	**149,436.81**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
THE LONDON COMPANY SMALL CAP CORE								
U S DOLLAR	844.06	1 0000	844.06		844 06			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	99,947 94	1.0000	99,947 94	1 0000	99,947 94		0.1331	133.08

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
ADVENT SOFTWARE INC CMN (ADVS)	2,734.00	21.3800	58,452.92	23.5523	64,392 09	(5,939 17)		
ALBEMARLE CORP CMN (ALB)	2,367 00	62 1200	147,038 04 473 40	58 5551	138,600 04	8,438 00	1 2878	1,893 60
ALEXANDER & BALDWIN, INC. CMN (ALEX)	2,755.00	29.3700	80,914 35	31.0893	85,651.05	(4,736 70)		
ALLEGHANY CORP (DELAWARE) CMN (Y)	160 00	335 4200	53,667 20	346.5687	55,450.99	(1,783 79)		
AMERICAN EAGLE OUTFITTERS INC (NEW) (AEO)	3,345.00	20 5100	68,605.95	22.1544	74,106.53	(5,500.58)	2.1453	1,471.80
ATWOOD OCEANICS INC CMN (ATW)	3,083 00	45.7900	141,170.57	46.7082	144,001 32	(2,830 75)		
CABELA'S INCORPORATED CMN CLASS A (CAB)	2,970 00	41 7500	123,997.50	49 9358	148,309 22	(24,311.72)		
COLUMBIA SPORTSWEAR COMPANY COMMON STOCK (COLM)	1,266.00	53.3600	67,553.76	53.0972	67,221 06	332.70	1.6492	1,114 08
CORRECTIONS CORP OF AMERICA CMN (CXW)	4,000.00	35.4700	141,880.00	33 0570	132,228 18	9,651.82	2.2554	3,200.00
EATON VANCE CORP (NON-VTG) CMN (EV)	5,284 00	31 8500	168,295 40	27 7296	146,523 03	21,772.37	2.5118	4,227 20
ENERGIZER HOLDINGS, INC. CMN (ENR)	804 00	79.9800	64,303.92	68.4483	55,032.41	9,271 51	2.0005	1,286.40
KAMAN CORP CMN (KAMN)	2,477 00	36.8000	91,153 60 396 32	34.1782	84,659.31	6,494 29	1 7391	1,585 28
KRATON PERFORMNC POLMERS INC. CMN (KRA)	3,007 00	24 0300	72,258 21	22 3145	67,099 76	5,158.45		
MARTIN MARIETTA MATERIALS,INC CMN (MLM)	616.00	94 2800	58,076.48	80.3865	49,518.06	8,558.42	1.6971	985 60
MATSON, INC CMN (MATX)	2,755 00	24 7200	68,103 60	24 7136	68,086 05	17 55	2.4272	1,653 00
MBIA INC CMN (MBI)	8,786 00	7.8500	68,970 10	10.2569	90,117.11	(21,147 01)		
MICREL INC CMN (MCRL)	8,252 00	9.5000	78,394 00	10.1466	83,729.99	(5,335 99)	1.7895	1,402 84

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LESLEY WALDHEIM CHARITABLE FDN LONDON CO

Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
THE LONDON COMPANY· SMALL CAP CORE								
MONTPELIER RE HOLDINGS LTD. CMN (MRH)	4,631 00	22.8600	105,864 66 532.57	21 5951	100,006.97	5,857.69	2 0122	2,130.26
NEWMARKET CORP CMN (NEU)	596 00	262.2000	156,271.20	253 6395	151,169 14	5,102 06	1.1442	1,788 00
NU SKIN ENTERPRISES INC CMN CLASS A (NUS)	2,796 00	37.0500	103,591.80	43.6179	121,955 68	(18,363.88)	2 1592	2,236.80
OLD DOMINION FGHT LINES INC CMN (ODFL)	4,827 00	34.2800	165,469.56	30.4268	146,870.15	18,599 41		
PRICESMART INC CMN (PSMT)	1,870 00	76.9900	143,971 30	74.2118	138,776.00	5,195.30	0.7793	1,122.00
SERVICE CORP INTERNATL CMN (SCI)	9,961.00	13 8100	137,561.41	13.2945	132,426 37	5,135 04	1.7379	2,390.64
STURM, RUGER & COMPANY INC CMN (RGR)	1,120.00	45.4000	50,848.00	46.3986	51,966.38	(1,118.38)	3.3656	1,711.36
TEJON RANCH CO CMN (TRC)	2,508 00	28.0800	70,424 64	28.5833	71,687 03	(1,262 39)		
TENET HEALTHCARE CORP CMN (THC)	3,767.00	32 4700	122,314.49	21 2708	80,127.19	42,187 30		
TREDEGAR CORPORATION CMN (TG)	3,210.00	20.4200	65,548.20 192.60	15.6693	50,298.49	15,249 71	1.1753	770.40
VALUECLICK INC ORD CMN (VCLK)	6,125 00	19.4100	118,886.25	16.3862	100,365.39	18,520 86		
WHITE MTNS INS GROUP LTD CMN (WTM)	166 00	515 0000	85,490 00	519 1163	86,173 31	(683.31)	0 1942	166 00
WORLD FUEL SERVICES CORP CMN (INT)	2,383 00	41 1700	98,108.11 89.36	36 6094	87,240 27	10,867 84	0.3643	357 45
FIRST INDUSTRIAL REALTY TRUST CMN (FR)	5,024.00	14.0800	70,737 92	12.9216	64,918.09	5,819 83		
RITCHIE BROS. AUCTIONEERS INC CMN (RBA)	3,266 00	20.8900	68,226.74	18 7959	61,387 52	6,839.22	2 3456	1,600.34
TOTAL THE LONDON COMPANY SMALL CAP CORE			3,216,941 88 1,684.25		3,100,886.18	116,055 70	1 6060	33,226.13

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**3,218,626.13**	**3,100,886.18**	**116,055.70**	**33,226.13**

[6] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

LESLEY WALDHEIM CHARIABLE FDN HARRIS
Holdings

Period Ended December 31, 2012

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
HARRIS ASSOCIATES DYNAMIC EQUITY								
U S DOLLAR	1,823.00	1.0000	1,823.00		1,823.00			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	108,213.98	1.0000	108,213.98	1.0000	108,213 98		0.1324	143.23

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
AMERICAN INTL GROUP, INC. CMN (AIG)	6,000.00	35 3000	211,800.00	34 2715	205,629.02	6,170 98		
APPLIED MATERIALS INC CMN (AMAT)	24,000 00	11.4400	274,560 00	11 7936	283,047 00	(8,487 00)	3.1469	8,640 00
BOEING COMPANY CMN (BA)	3,200 00	75 3600	241,152 00	72 8941	233,260 97	7,891 03	2.5743	6,208.00
CARMAX, INC CMN (KMX)	6,000.00	37.5400	225,240.00	30.5856	183,513.84	41,726.16		
CARNIVAL CORPORATION CMN (CCL)	7,000 00	36.7700	257,390.00	35.4374	248,061.98	9,328.02	2.7196	7,000.00
COMCAST CORPORATION CMN CLASS A NON VOTING (CMCSK)	2,500 00	35.9200	89,800 00 406 25	33 6402	84,100.50	5,699 50	1 8096	1,625 00
DELPHI AUTOMOTIVE PLC CMN (DLPH)	6,000.00	38.2500	229,500.00	29 9787	179,872 48	49,627.52		
DIEBOLD INCORPORATED CMN (DBD)	5,000 00	30.6100	153,050.00	33.3621	166,810.52	(13,760.52)	3.7243	5,700.00
DRESSER-RAND GROUP INC. CMN (DRC)	2,500 00	56.1400	140,350.00	50 7733	126,933 35	13,416 65		
FRANKLIN RESOURCES INC CMN (BEN)	1,700 00	125.7000	213,690.00	119 9429	203,902.98	9,787.02	0.9228	1,972.00
ILLINOIS TOOL WORKS CMN (ITW)	3,500 00	60.8100	212,835.00	58.2902	204,015 63	8,819.37	2.4996	5,320.00
INTEL CORPORATION CMN (INTC)	12,500 00	20.6200	257,750.00	24.9190	311,487 20	(53,737.20)	4.3647	11,250 00
JPMORGAN CHASE & CO CMN (JPM)	6,500.00	43 9691	285,799.15	38.2405	248,563 19	37,235 96	2.7292	7,800 00
NATIONAL OILWELL VARCO, INC COMMON STOCK CMN (NOV)	2,500.00	68 3500	170,875 00	74 5813	186,453.22	(15,578 22)	0.7608	1,300 00
PENN NATIONAL GAMING INC CMN (PENN)	4,000 00	49.1100	196,440.00	39.0158	156,063 04	40,376 96		
TIFFANY & CO CMN (TIF)	3,000 00	57.3400	172,020.00 960 00	60.4763	181,428.75	(9,408 75)	2 2323	3,840 00
VISA INC CMN CLASS A (V)	1,600 00	151 5800	242,528 00	130 2908	208,465.28	34,062.72	0.8708	2,112.00
WELLS FARGO & CO (NEW) CMN (WFC)	7,500 00	34.1800	256,350 00	34 2967	257,225 31	(875.31)	2 5746	6,600 00

[14]This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

Not a Deposit Not FDIC Insured May Lose Value (Excluding Goldman Sachs Bank Deposit Account and Certificates of Deposit)

Brokerage and securities services provided by Goldman, Sachs & Co Bank Deposit Account and Certificate of Deposit Account offered by Goldman Sachs Bank USA, Member FDIC

LESLEY WALDHEIM CHARIABLE FDN HARRIS

Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
HARRIS ASSOCIATES DYNAMIC EQUITY								
STARWOOD HOTELS & RESORTS CMN (HOT)	4,000.00	57.3600	229,440.00	56.5960	226,383 91	3,056.09	2.1792	5,000.00
TOTAL HARRIS ASSOCIATES DYNAMIC EQUITY			4,170,606 13		4,005,255.15	165,350 98	2.3539	74,510.23
			1,366 25					

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**4,171,972.38**	**4,005,255.15**	**165,350.98**	**74,510.23**

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LESLEY WALDHEIM CHARITABLE FDN EAGLE:DYN
Holdings

Period Ended December 31, 2012

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
EAGLE DYNAMIC EQUITY								
U S DOLLAR	2,300.00	1.0000	2,300 00		2,300.00			
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)[14]	111,080 99	1.0000	111,080 99	1 0000	111,080 99		0.1328	147.47

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
3M COMPANY CMN (MMM)	1,175.00	92.8500	109,098 75	78 5800	92,331.50	16,767 25	2.5417	2,773.00
ALTERA CORP CMN (ALTR)	2,300.00	34.3900	79,097 00	35 5254	81,708 49	(2,611.49)	1.1631	920.00
APACHE CORP. CMN (APA)	1,675.00	78.5000	131,487.50	88 9479	148,987.74	(17,500.24)	0.8662	1,139.00
BERKSHIRE HATHAWAY INC. CLASS B (BRKB)	3,400 00	89.7000	304,980.00	85.7102	291,414.51	13,565.49		
COCA-COLA COMPANY (THE) CMN (KO)	4,850.00	36.2500	175,812.50	38.7320	187,850.27	(12,037.77)	2.8138	4,947 00
COMCAST CORPORATION CMN CLASS A NON VOTING (CMCSK)	5,000.00	35.9200	179,600 00 812 50	33.6431	168,215 25	11,384 75	1.8096	3,250 00
ECOLAB INC CMN (ECL)	2,600 00	71.9000	186,940.00	64.3895	167,412.57	19,527 43	1.2796	2,392 00
FIDELITY NATL INFO SVCS INC CMN (FIS)	2,625 00	34.8100	91,376 25	31.8124	83,507.44	7,868 81	2.2982	2,100 00
GOOGLE, INC. CMN CLASS A (GOOG)	200 00	707 3800	141,476 00	670 8650	134,173 00	7,303 00		
LIBERTY GLOBAL, INC. CMN CLASS C (LBTYK)	3,100.00	58 7500	182,125.00	52 7566	163,545.40	18,579.60		
LOEWS CORPORATION CMN (L)	3,600 00	40.7500	146,700 00	40.8437	147,037 14	(337 14)	0 6135	900.00
MICROSOFT CORPORATION CMN (MSFT)	7,300 00	26 7097	194,980.81	30 0366	219,267.14	(24,286.33)	3.4444	6,716 00
MONDELEZ INTERNATIONAL, INC. CMN (MDLZ)	4,836 00	25 4532	123,091 68	15 0353	72,710 68	50,381 00		
MORGAN STANLEY CMN (MS)	11,000.00	19 1200	210,320.00	14 8478	163,325.51	46,994.49	1.0460	2,200 00
NEWS CORPORATION CMN CLASS A (NWSA)	6,050.00	25.5100	154,335.50	23.9847	145,107.50	9,228.00	0.6664	1,028.50
NOBLE ENERGY INC CMN (NBL)	2,250 00	101.7400	228,915 00	91 4635	205,792 80	23,122 20	0 9829	2,250.00
ORACLE CORPORATION CMN (ORCL)	5,550.00	33.3200	184,926 00	31 6467	175,639.15	9,286.85	0.7203	1,332 00
PEPSICO INC CMN (PEP)	2,026 00	68.4300	138,639 18 1,088 98	48.3500	97,957 10	40,682 08	3.1419	4,355 90

[14]This represents a bank deposit of an affiliated bank reflected here for your convenience and is not cash held in your brokerage or custody account Please see the enclosed Bank Statement page(s) for specific information related to your bank deposit

Not a Deposit Not FDIC Insured May Lose Value (Excluding Goldman Sachs Bank Deposit Account and Certificates of Deposit)

Brokerage and securities services provided by Goldman, Sachs & Co Bank Deposit Account and Certificate of Deposit Account offered by Goldman Sachs Bank USA, Member FDIC

LESLEY WALDHEIM CHARITABLE FDN EAGLE:DYN

Holdings (Continued)

Period Ended December 31, 2012

PUBLIC EQUITY (Continued)

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
EAGLE DYNAMIC EQUITY								
PRAXAIR, INC CMN SERIES (PX)	1,375 00	109.4500	150,493.75	107.3315	147,580.83	2,912.92	2.0101	3,025 00
THERMO FISHER SCIENTIFIC INC CMN (TMO)	1,425 00	63 7800	90,886 50 213 75	58.1426	82,853 17	8,033.33	0 9407	855 00
UNITEDHEALTH GROUP INCORPORATE CMN (UNH)	2,700.00	54.2400	146,448 00	53.6331	144,809.35	1,638.65	1.5671	2,295.00
W.R. BERKLEY CORPORATION CMN (WRB)	2,300 00	37.7400	86,802.00	37.4045	86,030.45	771 55	0.9539	828.00
WAL MART STORES INC CMN (WMT)	2,450 00	68.2300	167,163 50	73 6026	180,326.33	(13,162.83)	2.3304	3,895 50
AON PLC CMN (AON)	4,100 00	55 6100	228,001 00	51.6110	211,605 02	16,395 98		
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (NSRGY)	2,025.00	65.1120	131,851.80	61 8050	125,155.15	6,696.65	2.7213	3,588.15
TOTAL EAGLE DYNAMIC EQUITY			4,078,928 71 2,115.23		3,837,724 48	241,204 23	1.6448	50,937 51

	Market Value	Adjusted Cost / [6] Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	**4,081,043.94**	**3,837,724.48**	**241,204.23**	**50,937.51**

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LESLEY WALDHEIM CHARITABLE FDN ADVISORY
Performance

Period Ended December 31, 2012

PERFORMANCE ANALYSIS

	Market Value as of Dec 31 12	Percentage of Portfolio	Current Month (%)	Year to Date (%)	Inception to Date (%)	Inception Date
PUBLIC EQUITY						
NON-US EQUITY						
ARTISAN DYNAMIC EQUITY (NON-US EQUITY) [SERIES]	1,398,794 21	100 00	2.72	21 61	11 32	FEB 26 10
MSCI EAFE Net Total Return Index in USD			3.20	17.32	5 66	
TOTAL PORTFOLIO	**1,398,794.21**	**100.00**	**2.72**	**21.61**	**11.29**	**FEB 26 10**
COMPARATIVE INDICES						
MSCI EAFE UNHEDGED CURRENCY TOTAL RETURN INDEX IN USD			*3 21*	*17 90*	*6 17*	*FEB 26 10*
BARCLAYS CAPITAL 1-10 YEAR BLEND MUNICIPAL BOND TOTAL RETURN INDEX IN USD			*(0 77)*	*3 56*	*4 48*	*FEB 26 10*
S&P 500 TOTAL RETURN INDEX IN USD			*0 91*	*16 00*	*11.73*	*FEB 26 10*

The information in this statement may include assets not held by Goldman Sachs Performance history for each mutual fund investment is available as of the date set forth in the inception date column Total asset class returns may reflect previous mutual fund investments and may not equal the sum of the returns at a product level Returns may include closed strategies

Auction Rate Securities are debt or preferred securities with an interest or dividend rate reset periodically in an auction Although there may be daily, weekly and monthly resets, there is no guarantee that there will be liquidity If an auction agent does not receive bids lower than the maximum rate for the total par amount, the result may be a failed auction. In a failed auction, there is no assurance that a secondary market will develop or that the security will continue to trade at par Given market conditions, the price noted may change

LESLEY A WALDHEIM FOUNDATION 2012 MONTHLY AVERAGE BALANCE

	WF Value Including cash	WF Value Cash	WF Value Stocks	GS Value	Cash 028-3	Stock 028-3	Cash 090-9	Stock 090-9	Cash 074-3	Stock 074-3	Cash 956-0	Stock 956-0	Cash 176-4	Stock 176-4	Cash 178-0	Stock 178-0	Cash 180-6	Stock 180-6
Jan	16,286 108 92	2 758,613 21	13,527,493 71	3 845,139 62	331 434 91	1 433 777 50	0 00	1,137 754 15	29 384 59	912,808 47	0 00	0 00	0 00	0 00	0 00	0 00	0 00	0 00
Feb	16 107,946 61	2 371 314 40	13 736 632 21	4,008 172 56	328 298 31	1,501 074 50	0 00	1 184,913 01	19,949 63	973 937 11	0 00	0 00	0 00	0 00	0 00	0 00	0 00	0 00
March	16,365 230 33	2 394 907 98	13 970,322 35	4 173 337 15	328 346 82	1 553 467 00	0 00	1 252,497 56	16 073 24	1 022 952 53	0 00	0 00	0 00	0 00	0 00	0 00	0 00	0 00
April	16,728 947 09	2 441 115 79	14,287 831 30	4 238 445 69	328 398 30	1 800 627 00	0 00	1 267,435 04	27 629 07	1 014 356 28	0 00	0 00	0 00	0 00	0 00	0 00	0 00	0 00
May	16 596 556 24	2 390 405 01	14,206 151 23	4 199 055 13	325 071 25	1 597 315 00	0 00	1 245 092 45	37,212 11	994 364 32	0 00	0 00	0 00	0 00	0 00	0 00	0 00	0 00
June	15,825 900 43	2 314 611 11	13,511,289 32	3 902 940 09	325,116 56	1,523 187 50	0 00	1,137 054 21	43 782 22	873 799 60	0 00	0 00	0 00	0 00	0 00	0 00	0 00	0 00
July	16 508 036 31	2,303 115 75	14,204 920 56	4 083 699 57	325 163 32	1 581 375 00	0 00	1 200,391 36	19 980 79	956 789 10	0 00	0 00	0 00	0 00	0 00	0 00	0 00	0 00
August	0 00	0 00	0 00	20 955,768 62	2,655 945 44	16 097 901 98	0 00	1 222 423 75	54 379 68	925,117 77	0 00	0 00	0 00	0 00	0 00	0 00	0 00	0 00
September	0 00	0 00	0 00	21,103 432 52	9 585,994 63	1,382,074 82	0 00	1 273,837 96	31 719 65	973 744 44	27 522 70	2 138 571 44	28 674 50	1 510 600 53	127 791 18	1,956,314 00	174 718 15	1,891,886 52
October	0 00	0 00	0 00	21 493 699 49	111,767 47	3,099,783 98	0 00	1 307,467 18	23,860 56	1 017 685 72	69 525 59	4 365 789 90	60,892 81	3 039 840 77	310,517 37	3 883 343 00	428 120 55	3 775 104 59
November	0 00	0 00	0 00	21 452,144 86	10 236 89	3 188 826 82	0 00	1,314 538 22	38 468 01	1 011,514 94	74,152 48	4 310 225 79	64,633 46	3 062,241 59	278 250 96	3,895 211 00	389 311 00	3,814,533 70
December	0 00	0 00	0 00	21,778 823 54	7 827 26	3 223 472 82	0 00	1,360 472 17	24 093 17	1 051,247 26	79 322 87	4 318 744 48	81 660 93	3 148,451 36	278 280 16	3,979 070 00	316 287 59	3,909,893 47
Average Value	9,534,893 66	1 414 506 94	8 120 386 72	11 269 554 90	1 221,966 76	3,148 573 66	0 00	1 241 989 76	30 542 73	977 359 80	20 876 97	1 261 110 97	19,655 14	896 761 19	82,903 31	1 142,828 17	109 036 44	1 115 950 02
Total Average Value	20 804 448 56																	
Total Average Cash Value	2 899 488 29																	
Total Average Stocks	17,904,960 28																	
	20 804,448 56																	
Total Distributions through December 2012	1 097 000 00																	
Percentage distributed	5 27																	
Total remaining to be distributed	-56,777 57																	
5% of assets as of 12-31-12	1,040 222 43																	

All values are as of the 1st of the month

LESLEY A. WALDHEIM FOUNDATION 2012 DISTRIBUTIONS

Date	Entity	Amount
1/18/2012	Hot City Theatre	$ 10 000
1/18/2012	New Line Theatre	$ 10 000
1/18/2012	WashUMed Sch Trauma Recovery Services John Constantino	$ 200,000
1/18/2012	Access Academies	$ 100,000
1/18/2012	Mustard Seed Theatre	$ 10 000
1/18/2012	Places for People	$ 100,000
3/27/2012	KPLR Channel 9	$ 1,000
4/10/2012	Arts & Education Council of St Louis	$ 1,000
4/10/2012	Mathews-Dickey Boys' and Girls' Club	$ 100 000
4/27/2012	St Louis Symphony	$ 100,000
6/11/2012	Food Outreach	$ 15,000
6/21/2012	Opera Theatre	$ 50,000
12/26/2012	Planned Parenthood	$ 100 000
12/26/2012	Washington University - Medical School, Development Biology (Stem cell research)	$ 150 000
12/26/2012	Washington University - Department of Oncology (Stem cell research)	$ 150 000
		$ 1 097,000