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
THOMAS P. RALEY FOUNDATION

A Employer identification number
68-0358149

Number and street (or P O box number if mail is not delivered to street address) — Room/suite
P.O. BOX 15618

B Telephone number (see instructions)
(916) 224-1111

City or town, state, and ZIP code
SACRAMENTO, CA 95852

C If exemption application is pending, check here ▶ [ ]

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

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

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

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

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 6,398,694.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) ____________ *(Part I, column (d) must be on cash basis.)*

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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				
	4 Dividends and interest from securities	175,265.	175,265.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	111,623.			
	b Gross sales price for all assets on line 6a 1,098,156.				
	7 Capital gain net income (from Part IV, line 2)		111,623.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	286,888.	286,888.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	7,500.			7,500.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) ATCH 2	10.			10.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 3	72,970.	72,970.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	80,480.	72,970.		7,510.
	25 Contributions, gifts, grants paid	50,000.			50,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	130,480.	72,970.		57,510.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	156,408.			
	b **Net investment income** (if negative, enter -0-)		213,918.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	220,940.	280,281.	280,281.
	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) **	77,813.		
	b Investments - corporate stock (attach schedule) ATCH 5	5,003,684.	5,178,564.	6,118,413.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	5,302,437.	5,458,845.	6,398,694.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ [X]			
	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	5,302,437.	5,458,845.	
	30 Total net assets or fund balances (see instructions)	5,302,437.	5,458,845.	
	31 Total liabilities and net assets/fund balances (see instructions)	5,302,437.	5,458,845.	

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	5,302,437.
2	Enter amount from Part I, line 27a	2	156,408.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,458,845.
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	5,458,845.

**ATCH 4

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr.)	(d) Date sold (mo , day, yr.)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	111,623.
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	0

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	362,275.	5,917,363.	0.061222
2010	579,010.	5,370,918.	0.107805
2009	530,030.	4,602,870.	0.115152
2008	900,836.	5,911,423.	0.152389
2007	852,985.	7,352,459.	0.116014

2 **Total** of line 1, column (d)	2	0.552582
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	0.110516
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	5,933,086.
5 Multiply line 4 by line 3	5	655,701.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,139.
7 Add lines 5 and 6	7	657,840.
8 Enter qualifying distributions from Part XII, line 4	8	57,510.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1 . . . Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	2,139.
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	2,139.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	2,139.
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 — 6a: 10,727.		
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	10,727.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	8,588.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 8,588. **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 ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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) ▶ CA,			
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)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ NEIL DOERHOFF, RALEY'S Telephone no. ▶ 916-373-3333			
	Located at ▶ 500 W. CAPITOL AVE. WEST SACRAMENTO, CA ZIP+4 ▶ 95852			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐			
	and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No			
	If "Yes," list the years ▶			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
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		X
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 [X] 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? [ ] Yes [X] 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 [X] 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 [X] 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 [X] 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 [X] No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: 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 [X] No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** No: X

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
ATCH 6		0	0	0

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		0	0	0

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		0
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 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
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	5,777,334.
b	Average of monthly cash balances	1b	246,104.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,023,438.
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	6,023,438.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	90,352.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,933,086.
6	**Minimum investment return.** Enter 5% of line 5	6	296,654.

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	296,654.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,139.		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,139.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	294,515.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	294,515.
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	294,515.

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	57,510.
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	57,510.
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	2,139.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	55,371.

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					294,515.
2 Undistributed income, if any, as of the end of 2012					
a Enter amount for 2011 only					
b Total for prior years 20 10 ,20 09 ,20 08					
3 Excess distributions carryover, if any, to 2012					
a From 2007	496,852.				
b From 2008	605,833.				
c From 2009	299,886.				
d From 2010	311,978.				
e From 2011	67,391.				
f Total of lines 3a through e		1,781,940.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 57,510.					
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					57,510.
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a))*		237,005.			237,005.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,544,935.			
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					
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)		259,847.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a		1,285,088.			
10 Analysis of line 9					
a Excess from 2008	605,833.				
b Excess from 2009	299,886.				
c Excess from 2010	311,978.				
d Excess from 2011	67,391.				
e Excess from 2012					

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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			
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
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).)

NONE

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

NONE

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

Check here ▶ [X] 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·

ATCH 7

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

N/A

c Any submission deadlines.

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient 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*				
ATCH 8				
Total . . . . . ▶ **3a**				50,000.
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					
4 Dividends and interest from securities			14	175,265.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	111,623.	
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)				286,888.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 286,888.

(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.)
1	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee | 11.12.13 Date | Secty 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
Brett V. Huston	Brett V. Huston	11-8-2013		P00846006

Firm's name ▶ KPMG LLP — Firm's EIN ▶ 13-5565207

Firm's address ▶ 500 CAPITOL MALL, SUITE 2100 SACRAMENTO, CA 95814 — Phone no 916-448-4700

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust: THOMAS P. RALEY FOUNDATION

Employer identification number: 68-0358149

Note: *Form 5227 filers need to complete **only** Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b	Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-14,713.
2	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4	Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	( )
5	**Net short-term gain or (loss).** Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ▶	5	-14,713.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	125,963.
7	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9	Capital gain distributions	9	373.
10	Gain from Form 4797, Part I	10	
11	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	( )
12	**Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	126,336.

Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			-14,713.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			126,336.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			111,623.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero
Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if*

- *Either line 14b, col (2) or line 14c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20 If zero or less, enter -0-	22	
23	Subtract line 22 from line 17 If zero or less, enter -0-	23	
24	Enter the **smaller** of the amount on line 17 or $2,400	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23 Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

▶ Information about Schedule D (Form 1041) and its separate instructions is at *www.irs.gov/form1041*.

OMB No 1545-0092

2012

Name of estate or trust	Employer identification number
THOMAS P. RALEY FOUNDATION	68-0358149

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a NFJ INTERNATIONAL ACCT #Y3-02449 - SEE ATTACHED	VARIOUS	VARIOUS			-16,400.
BLACKROCK ACCT #Y3-02448 - SEE ATTACHED	VARIOUS	VARIOUS			17.
MET WEST ACCT #Y3-02459 - SEE ATTACHED	VARIOUS	VARIOUS			1,670.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . -14,713.

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a NFJ INTERNATIONAL ACCT #Y3-02449 - SEE ATTACHED	VARIOUS	VARIOUS			3,695.
BLACKROCK ACCT #Y3-02448 - SEE ATTACHED	VARIOUS	VARIOUS			2,398.
MET WEST ACCT #Y3-02459 - SEE ATTACHED	VARIOUS	VARIOUS			119,870.

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . 125,963.

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					373.	
		NFJ INTERNATIONAL ACCT #Y3-02449 - SEE A PROPERTY TYPE: SECURITIES				P	VARIOUS -16,400.	VARIOUS
		NFJ INTERNATIONAL ACCT #Y3-02449 - SEE A PROPERTY TYPE: SECURITIES				P	VARIOUS 3,695.	VARIOUS
		BLACKROCK ACCT #Y3-02448 - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VARIOUS 17.	VARIOUS
		BLACKROCK ACCT #Y3-02448 - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VARIOUS 2,398.	VARIOUS
		MET WEST ACCT #Y3-02459 - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VARIOUS 1,670.	VARIOUS
		MET WEST ACCT #Y3-02459 - SEE ATTACHED PROPERTY TYPE: SECURITIES				P	VARIOUS 119,870.	VARIOUS
TOTAL GAIN(LOSS)							111,623.	

ATTACHMENT 1

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
UBS FINANCIAL SERVICES INC	175,265.	175,265.
TOTAL	175,265.	175,265.

ATTACHMENT 2

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
STATE FILING FEE	10.	10.
TOTALS	10.	10.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
COMMISSIONS & FEES	72,970.	72,970.
TOTALS	72,970.	72,970.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 4

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MUTUAL FUND	NONE	NONE
US OBLIGATIONS TOTAL	NONE	NONE

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
UBS FINANCIAL SERVICES INC	5,178,564.	6,118,413.
TOTALS	5,178,564.	6,118,413.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 6

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JOYCE TEEL P.O. BOX 15618 SACRAMENTO, CA 95852	CHAIRMAN 1.00	0	0	0
JIM TEEL P.O. BOX 15618 SACRAMENTO, CA 95852	VICE PRESIDENT 1.00	0	0	0
NEIL DOERHOFF P.O. BOX 15618 SACRAMENTO, CA 95852	TREASURER/SECRETARY 2.00	0	0	0
CLAUDIA DOERHOFF P.O. BOX 15618 SACRAMENTO, CA 95852	DIRECTOR	0	0	0
DIANE PERRY P.O. BOX 15618 SACRAMENTO, CA 95852	DIRECTOR	0	0	0
MIKE TEEL P.O. BOX 15618 SACRAMENTO, CA 95852	DIRECTOR	0	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 6 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LISA DAVIDSON P.O. BOX 15618 SACRAMENTO, CA 95852	DIRECTOR	0	0	0
LAURIE STRUCK P.O. BOX 15618 SACRAMENTO, CA 95852	DIRECTOR	0	0	0
	GRAND TOTALS	0	0	0

ATTACHMENT 7

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

N/A

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SACRAMENTO OPERA 3811 J STREET SACRAMENTO, CA 95816	N/A PUBLIC CHARITY	FURTHER EXEMPT PURPOSE	50,000
		TOTAL CONTRIBUTIONS PAID	50,000

Proceeds from Broker Transactions Details Reported on Form 1099-B

In compliance with IRS guidance, the substitute Form 1099-B has been formatted with the following changes.
Transactions are grouped into section(s) based upon whether the security is covered or noncovered, and whether the term is short or long. Transactions for which the term cannot be determined are grouped in a separate section. As a result, the substitute Form 1099-B could have up to five separate sections, each with a heading identifying which securities are included and how to report the transactions on Form 8949. The IRS allows the display of basis information for noncovered securities, even though this information is not reported to them. Therefore, when available, basis information will be displayed in sections where basis is not reported to the IRS. A security is a "covered security" and subject to basis reporting requirements if it is acquired on or after its corresponding effective date. For stock in a corporation, the effective date is January 1, 2011. For stock in a mutual fund the effective date is January 1, 2012. UBS is not required to report basis to the IRS for any securities acquired before 2011. IRS regulations now require that brokers report short sales for the year in which the short sale is closed. The possible application of the "Constructive Sale" provisions (Sec. 1259) for short-against-the box transactions is not considered Clients may wish to discuss the potential application of this provision with their tax advisors.

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VSP" order) when you placed your sell order. 2012 Gain/Loss for transactions with trade dates through 12/31/12 has been incorporated into this statement. The net gain or loss for each transaction is calculated based on the sales amount less cost basis with any wash sale loss disallowed. Although we apply wash sale rules to covered lots of identical securities, there are other circumstances to be considered that may result in or negate wash sales. Gain or loss is not calculated on the sale or redemption of certain Structured Products and certain grantor trusts with collectible or foreign currency as it may be ordinary, and not capital, gain or loss. These gains or losses will not be included on the gain or loss subtotal and total amounts. Where applicable, symbol (2) will be printed to the right of the gain or loss subtotal and total amounts. Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products. Net gain or loss is not reported to the IRS.

On Line 2a gross proceeds are reported less commissions and option premiums. Sale amounts with "±" symbol indicate where an option premium adjustment has been made.

Beginning in 2012, basis for both covered and noncovered securities have been adjusted for all capital changes. Prior to 2012, basis may not have been adjusted for noncovered tax lots The Original Cost Basis column is only populated for transactions of securities that have had their basis reduced due to premium amortization or increased due to OID accretion. Cost basis for coupon tax-exempt municipal securities (including securities subject to AMT) has been adjusted for mandatory amortization of bond premium. The OID amount reported on your Form 1099-OID is not adjusted for Market Discount, Acquisition Premium, or Bond Premium. Therefore, the amortization and accretion adjustments used here may not be consistent with the Form 1099-OID amounts reported to the IRS because the reporting requirements are different.

Type of Gain/Loss: Short Term (Line 1c)

Short-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part I, with Box A checked.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Line 6b)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
CREDIT SUISSE GROUP SPON ADR Symbol: CS CUSIP: 225401108									
Sell	119.0000		03/25/11	02/03/12	3,322.14	5,033.94			(1,711.80)
Sell	52 0000		03/28/11	02/03/12	1,451.69	2,212 89			(761.20)
Sell	30.0000		03/28/11	03/27/12	873.26	1,276.67			(403.41)
Sell	8.0000		03/28/11	03/28/12	232.93	340.45			(107.52)
Sell	147.0000		03/29/11	03/28/12	4,280.02	6,293.42			(2,013.40)
Sell	295.0000		08/23/11	04/02/12	8,435.03	7,971.49			463.54
Sell	38.0000		08/23/11	04/04/12	1,026.73	1,026.84			(0.11)
Sub Total	689.0000				19,621.80	24,155.70			(4,533.90)

continued next page

Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Short-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part I, with **Box A** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Line 6b)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
DELHAIZE GROUP SPON ADR Symbol: DEG CUSIP: 29759W101									
Sell	8.0000		02/03/12	06/13/12	258.73	444.72			(185.99)
Sell	78.0000		02/06/12	06/13/12	2,522.63	4,359.94			(1,837.31)
Sell	102.0000		02/06/12	06/14/12	3,333 48	5,701 47			(2,367.99)
Sub Total	**188.0000**				**6,114.84**	**10,506.13**			**(4,391.29)**
HEINEKEN N V ADR NETHERLANDS ADR CUSIP: 423012202									
Sell	471.0000		08/17/11	08/07/12	13,039.66	12,919 29			120.37
Sell	176 0000		08/17/11	08/08/12	4,787.30	4,827 59			(40.29)
Sell	6.0000		08/17/11	08/09/12	161.34	164.58			(3.24)
Sub Total	**653.0000**				**17,988.30**	**17,911.46**			**76.84**
HITACHI LTD ADR NEW JAPAN Symbol: HTHIY CUSIP: 433578507									
Sell	69 0000		04/27/11	04/25/12	4,315.38	3,581.75			733.63
Sell	31.0000		04/28/11	04/25/12	1,938.80	1,653.43			285.37
Sub Total	**100.0000**				**6,254.18**	**5,235.18**			**1,019.00**
IMPERIAL TOBACCO GROUP PLC SPON ADR Symbol: ITYBY CUSIP: 453142101									
Sell	**90.0000**		05/04/11	04/25/12	**7,249.04**	**6,462.71**			**786.33**
NEXEN INC CAD CUSIP: 65334H102									
Sell	744.0000		04/17/12	07/24/12	19,393.41	14,111 75			5,281.66
Sell	265 0000		04/18/12	07/24/12	6,907 60	5,048.01			1,859.59
Sell	165.0000		04/19/12	07/24/12	4,300 96	3,151.80			1,149.16
Sub Total	**1,174.0000**				**30,601.97**	**22,311.56**			**8,290.41**

continued next page

Account Number Y3 02449 JJ
Your Financial Advisor or Contact
TRABERT/ASIANO
415-963-5200/888-660-5750

UBS Financial Services Inc.

2012 Consolidated Form 1099

P1201G0000849300353182-X1

Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Short-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part I, with **Box A** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Line 6b)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
OI S A SPON ADR Symbol: OIBR CUSIP: 670851203									
Sell	134.8340		10/17/11	04/19/12	2,038.88	1,803.39			235.49 **
Sell	77.0480		10/18/11	04/19/12	1,165 08	1,059.59			105.49 **
Sell	269.6680		10/20/11	04/19/12	4,077 77	3,712.32			365.45 **
Sub Total	**481.5500**				**7,281.73**	**6,575.30**			**706.43**
OI S A SPON ADR Symbol: OIBR.C CUSIP: 670851104									
Sell	39 4590		10/17/11	04/18/12	224.93	224.64			0.29
Sell	22.5480		10/18/11	04/18/12	128.53	132.00			(3.47)
Sell	78.9180		10/20/11	04/18/12	449.85	462.44			(12.59)
Sub Total	**140.9250**				**803.31**	**819.08**			**(15.77)**
PEUGEOT S.A. NEW SPON ADR (FRANCE) Symbol: PEUGY CUSIP: 716825500									
Sell	70.0000		07/22/11	01/11/12	1,150.34	3,023.93			(1,873.59)
Sell	81.0000		07/25/11	01/11/12	1,331.11	3,556.43			(2,225.32)
Sell	82.0000		07/26/11	01/11/12	1,347.55	3,524.43			(2,176.88)
Sell	148.0000		07/27/11	01/11/12	2,432.15	5,773.85			(3,341.70)
Sell	75.0000		07/27/11	01/12/12	1,302.90	2,925.94			(1,623.04)
Sub Total	**456.0000**				**7,564.05**	**18,804.58**			**(11,240.53)**
PT BK RAKYAT ADR Symbol: BKRKY CUSIP: 69366X100									
Sell	**80.0000**		06/06/12	08/14/12	**1,188.39**	**984.05**			**204.34**
TATA MOTORS LTD SPON ADR Symbol: TTM CUSIP: 876568502									
Sell	403.0000		03/08/11	01/17/12	8,367.97	10,578 19			(2,210.22)
Sell	375.0000		03/09/11	01/17/12	7,786.58	9,916 01			(2,129.43)

continued next page

**Indicates corrected item.

Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Short-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part I, with **Box A** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Line 6b)

Security description (Line 8) / Symbol (Line 1d) / CUSIP / Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
TATA MOTORS LTD SPON ADR Symbol: TTM CUSIP: 876568502									
Sell	611.0000		03/21/11	01/17/12	12,686 92	15,648.99			(2,962.07)
Sub Total	1,389.0000				28,841.47	36,143.19			(7,301.72)
Short-term total Box A, Part I	5,441.4750				$133,509.08	$149,908.94			$(16,399.86)

Type of Gain/Loss: Long Term (Line 1c)

Long-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part II, with **Box A** checked.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Line 6b)

Security description (Line 8) / Symbol (Line 1d) / CUSIP / Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
ASML HOLDING NV NY REG SHS NEW CUSIP: N07059186									
Sell	519.0000		07/26/11	08/06/12	29,481.38	19,640.26			9,841.12
CATHAY PAC AIRWAYS LTD SPONSORED ADR ADR Symbol: CPCAY CUSIP: 148906308									
Sell	465.0000		01/28/11	04/05/12	4,090.55	6,049.84			(1,959.29)
Sell	20.0000		01/31/11	04/05/12	175.94	252.08			(76.14)
Sell	193.0000		01/31/11	04/10/12	1,704.15	2,432.57			(728.42)
Sell	12.0000		01/31/11	04/10/12	105.96	152.28			(46.32)
Sell	115.0000		02/04/11	04/10/12	1,015 42	1,511.48			(496.06)
Sell	48.0000		02/07/11	04/10/12	423 83	644.14			(220.31)
Sell	612.0000		02/07/11	04/11/12	5,241.41	8,212.73			(2,971.32)
Sell	6.0000		03/11/11	04/11/12	51.39	72.74			(21.35)
Sell	616.0000		03/11/11	04/12/12	5,191.47	7,467.77			(2,276.30)
Sell	15.0000		03/11/11	04/13/12	129 34	181.84			(52.50)
Sell	374.0000		03/14/11	04/13/12	3,224.85	4,506.78			(1,281.93)
Sell	15.0000		03/14/11	04/13/12	130.19	180.75			(50.56)

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Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Long-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part II, with **Box A** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Line 6b)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)	
CATHAY PAC AIRWAYS LTD SPONSORED ADR ADR Symbol: CPCAY CUSIP: 148906308										
Sell	38.0000		03/14/11	04/16/12	325.52	457.91			(132.39)	
Sell	221.0000		03/15/11	04/16/12	1,893.13	2,592.26			(699.13)	
Sell	413.0000		03/15/11	04/17/12	3,537.80	4,844.37			(1,306.57)	
Sell	130 0000		03/16/11	04/17/12	1,113.59	1,529.32			(415.73)	
Sub Total	3,293.0000				28,354.54	41,088.86			(12,734.32)	
CREDIT SUISSE GROUP SPON ADR Symbol: CS CUSIP: 225401108										
Sell	83.0000		01/05/11	02/01/12	2,252.50	3,474.21			(1,221.71)	
Sell	130 0000		01/06/11	02/01/12	3,528.01	5,520.96			(1,992.95)	
Sell	234.0000		01/06/11	02/03/12	6,532.62	9,937.72			(3,405.10)	
Sell	48.0000		03/29/11	03/30/12	1,368.10	2,054.99			(686.89)	
Sell	86.0000		03/29/11	04/02/12	2,459.03	3,681.87			(1,222.84)	
Sub Total	581.0000				16,140.26	24,669.75			(8,529.49)	
KOC HOLDINGS ADR Symbol: KHOLY CUSIP: 49989A109										
Cash in Lieu	0.4500		03/10/11	06/19/12	8.01	9.40			(1.39)	
OI S A SPON ADR Symbol: OIBR CUSIP: 670851203										
Cash in Lieu	0.3071		01/11/11	04/12/12	4.45	6.47			(2.02)	**
Sell	727.1544		01/11/11	04/18/12	10,634 32	15,316.55			(4,682.23)	**
Sell	61.6384		01/12/11	04/18/12	901.43	1,317.16			(415.73)	**
Sell	159.2072		03/14/11	04/18/12	2,328.34	3,484.26			(1,155.92)	**
Sell	235.6638		03/14/11	04/19/12	3,563.58	5,157.53			(1,593.95)	**
Sell	405.7862		03/15/11	04/19/12	6,136.08	8,924.66			(2,788.58)	**
Sub Total	1,589.7571				23,568.20	34,206.63			(10,638.43)	

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**Indicates corrected item.

Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Long-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part II, with **Box A** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Line 6b)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
OI S A SPON ADR Symbol: OIBR.C CUSIP: 670851104									
Cash in Lieu	0.1654		01/11/11	04/12/12	0.95	1.48			(0.53)
Sell	212.7253		01/11/11	04/17/12	1,233.95	1,907.30			(673.35)
Sell	18.0384		01/12/11	04/17/12	104 63	164.08			(59.45)
Sell	115 5585		03/14/11	04/17/12	670.31	1,076.50			(406.19)
Sell	67.6778		03/15/11	04/17/12	392.58	633.59			(241.01)
Sell	51.0750		03/15/11	04/18/12	291 14	478.16			(187.02)
Sub Total	465.2404				2,693.56	4,261.11			(1,567.55)
Long-term total Box A, Part II	6,448.4475				$100,245.95	$123,876.01			$(23,630.06)

Type of Gain/Loss: Long Term (Line 1c)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box B** checked.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Line 6a)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
AGRIUM INC (CANADA) CAD Symbol: AGU CUSIP: 008916108									
Sell	3.0000		11/19/09	06/06/12	235.05	168.67			66.38
Sell	195.0000		11/19/09	06/07/12	15,515.31	10,963.59			4,551.72
Sub Total	198.0000				15,750.36	11,132.26			4,618.10
ASAHI GLASS ADR *FOREIGN SECURITY JAPAN ADR Symbol: ASGLY CUSIP: 043393206									
Sell	19.0000		11/05/10	09/07/12	121.02	194.39			(73.37)
Sell	1,252.0000		11/05/10	09/10/12	7,900.07	12,809.09			(4,909.02)

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UBS Financial Services Inc.

2012 Consolidated Form 1099

P1201G0000849300353186-X1

Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box B** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Line 6a)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
ASAHI GLASS ADR *FOREIGN SECURITY JAPAN ADR Symbol: ASGLY CUSIP: 043393206									
Sell	2.0000		11/05/10	09/12/12	12.23	20.46			(8.23)
Sell	522.0000		11/05/10	09/12/12	3,209.44	5,340.53			(2,131.09)
Sub Total	1,795.0000				11,242.76	18,364.47			(7,121.71)
BARCLAYS PLC ADR Symbol: BCS CUSIP: 06738E204									
Sell	15.0000		11/11/10	03/27/12	241.54	276.48			(34.94)
Sell	48.0000		11/12/10	03/27/12	772.94	873.09			(100.15)
Sell	470.0000		11/12/10	03/29/12	7,061.64	8,549.02			(1,487.38)
Sell	367.0000		11/12/10	03/30/12	5,531.59	6,675.51			(1,143.92)
Sell	95.0000		11/18/10	03/30/12	1,431 88	1,693.23			(261.35)
Sub Total	995.0000				15,039.59	18,067.33			(3,027.74)
CIA PARANAENSE ENERGI SPON ADR Symbol: ELP CUSIP: 20441B407									
Sell	95.0000		11/19/09	03/19/12	2,303.35	1,866.55			436.80
Sell	175.0000		11/19/09	03/20/12	4,191.14	3,438 38			752.76
Sell	28.0000		11/19/09	10/12/12	438.37	550.14			(111.77)
Sell	60.0000		11/19/09	10/15/12	948.34	1,178.88			(230.54)
Sell	214.0000		11/19/09	10/16/12	3,435.93	4,204.65			(768.72)
Sub Total	572.0000				11,317.13	11,238.60			78.53
COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO ADS SPON ADR Symbol: SBS CUSIP: 20441A102									
Sell	39 0000		11/19/09	02/03/12	2,652.61	1,481.46			1,171.15
Sell	61.0000		11/19/09	02/06/12	4,144.64	2,317.18			1,827.46
Sell	125.0000		11/19/09	02/07/12	8,724.06	4,748.29			3,975.77
Sell	90.0000		11/19/09	04/26/12	6,884.31	3,418.78			3,465.53
Sell	45.0000		11/19/09	06/26/12	3,317.91	1,709.39			1,608.52

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Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box B** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Line 6a)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
COMPANHIA DE SANEAMENTO BASICO DO ESTADO DE SAO PAULO ADS SPON ADR Symbol: SBS CUSIP: 20441A102									
Sell	111.0000		11/19/09	08/22/12	10,137.11	4,216 49			5,920.62
Sell	15.0000		11/19/09	09/12/12	1,150.68	569.79			580.89
Sell	70.0000		11/19/09	09/13/12	5,670.34	2,659.05			3,011.29
Sell	24.0000		11/19/09	09/14/12	1,897.55	911.68			985.87
Sell	25.0000		11/19/09	10/15/12	2,143.72	949.66			1,194.06
Sell	36.0000		11/19/09	10/16/12	3,115.36	1,367.51			1,747.85
Sub Total	**641.0000**				**49,838.29**	**24,349.28**			**25,489.01**
DELHAIZE GROUP SPON ADR Symbol: DEG CUSIP: 29759W101									
Sell	116.0000		11/19/09	06/06/12	4,230.43	8,899.30			(4,668.87)
Sell	25.0000		11/19/09	06/11/12	858.29	1,917 95			(1,059.66)
Sell	207.0000		11/19/09	06/12/12	6,891.80	15,880.65			(8,988.85)
Sell	17.0000		11/19/09	06/13/12	549.80	1,304.21			(754.41)
Sell	65.0000		08/23/10	06/13/12	2,102.19	4,397.73			(2,295.54)
Sell	60.0000		10/25/10	06/13/12	1,940.48	4,203.75			(2,263.27)
Sub Total	**490.0000**				**16,572.99**	**36,603.59**			**(20,030.60)**
DIAGEO PLC NEW GB SPON ADR Symbol: DEO CUSIP: 25243Q205									
Sell	98.0000		11/19/09	02/03/12	9,092.91	6,683.29			2,409.62
FRANCE TELECOM SA SPON ADR Symbol: FTE CUSIP: 35177Q105									
Sell	395.0000		09/15/04	06/06/12	4,745.66	9,622.47			(4,876.81)
Sell	400.0000		01/11/06	06/06/12	4,805 73	10,489 96			(5,684.23)
Sub Total	**795.0000**				**9,551.39**	**20,112.43**			**(10,561.04)**

continued next page

Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box B** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Line 6a)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/loss ($)
FUJI HEAVY INDS LTD ADR Symbol: FUJHY CUSIP: 359556206									
Sell	70.0000		08/13/10	06/27/12	1,082.94	765.25			317.69
Sell	640.0000		08/13/10	11/30/12	14,198.27	6,996.57			7,201.70
Sub Total	710.0000				15,281.21	7,761.82			7,519.39
NEXEN INC CAD CUSIP: 65334H102									
Sell	394 0000		11/19/09	07/24/12	10,270.17	9,836.41			433.76
Sell	430 0000		08/19/10	07/24/12	11,208.56	8,353.78			2,854.78
Sub Total	824.0000				21,478.73	18,190.19			3,288.54
NITTO DENKO CORP UNSPONS ADR Symbol: NDEKY CUSIP: 654802206									
Sell	475.0000		09/28/10	11/30/12	12,296.33	9,024.69			3,271.64
SVENSKA CELLULOSA AB (SCA) SPON ADR Symbol: SVCBY CUSIP: 869587402									
Sell	30.0000		05/19/10	02/21/12	513 61	332 49			181.12
Sell	295.0000		05/20/10	02/21/12	5,050 55	3,219.90			1,830.65
Sell	135.0000		05/21/10	02/21/12	2,311.26	1,492.82			818.44
Sell	225.0000		05/21/10	02/22/12	3,840 01	2,488.02			1,351.99
Sell	300.0000		05/24/10	02/22/12	5,120.00	3,365.91			1,754.09
Sell	176 0000		05/25/10	02/22/12	3,003.74	1,899.80			1,103.94
Sell	150.0000		05/25/10	02/23/12	2,564.17	1,619 14			945.03
Sub Total	1,311.0000				22,403.34	14,418.08			7,985.26
TELSTRA CORP LTD (FINAL) ADR Symbol: TLSYY CUSIP. 87969N204									
Sell	72.0000		12/21/09	11/30/12	1,605.53	1,054.52			551.01
Sell	398.0000		12/22/09	11/30/12	8,875.04	5,826.92			3,048.12
Sub Total	470.0000				10,480.57	6,881.44			3,599.13

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Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box B** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Line 6a)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
UNILEVER PLC AMER SHS NEW SPON ADR Symbol: UL CUSIP: 904767704									
Sell	149.0000		11/19/09	08/07/12	5,364.88	4,422.92			941.96
Sell	406.0000		11/19/09	08/08/12	14,456.32	12,051.70			2,404.62
Sell	68.0000		11/19/09	10/26/12	2,518.54	2,018.51			500.03
Sell	337.0000		11/19/09	10/31/12	12,558.52	10,003.51			2,555.01
Sell	115.0000		11/19/09	11/02/12	4,306.79	3,413.66			893.13
Sub Total	1,075.0000				39,205.05	31,910.30			7,294.75
YAMANA GOLD INC CAD Symbol: AUY CUSIP. 98462Y100									
Sell	535.0000		11/19/09	02/03/12	9,242.80	6,958.64			2,284.16
Sell	40.0000		11/19/09	10/15/12	750.28	520.27			230.01
Sub Total	575.0000				9,993.08	7,478.91			2,514.17
Long-term total Box B, Part II	11,024.0000				$269,543.73	$242,216.68			$27,327.05
Total					$503,298.76				

Account Number Y3 02448 JJ
Your Financial Advisor or Contact
TRABERT/ASIANO
415-963-5200/888-660-5750

UBS Financial Services Inc.

2012 Consolidated Form 1099

P1301L0001755500282418-X1

Proceeds from Broker Transactions Details Reported on Form 1099-B

In compliance with IRS guidance, the substitute Form 1099-B has been formatted with the following changes:
Transactions are grouped into section(s) based upon whether the security is covered or noncovered; and whether the term is short or long. Transactions for which the term cannot be determined are grouped in a separate section. As a result, the substitute Form 1099-B could have up to five separate sections, each with a heading identifying which securities are included and how to report the transactions on Form 8949. The IRS allows the display of basis information for noncovered securities, even though this information is not reported to them. Therefore, when available, basis information will be displayed in sections where basis is not reported to the IRS. A security is a "covered security" and subject to basis reporting requirements if it is acquired on or after its corresponding effective date. For stock in a corporation, the effective date is January 1, 2011. For stock in a mutual fund the effective date is January 1, 2012. UBS is not required to report basis to the IRS for any securities acquired before 2011. IRS regulations now require that brokers report short sales for the year in which the short sale is closed. The possible application of the "Constructive Sale" provisions (Sec 1259) for short-against-the box transactions is not considered. Clients may wish to discuss the potential application of this provision with their tax advisors.

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VSP" order) when you placed your sell order. 2012 Gain/Loss for transactions with trade dates through 12/31/12 has been incorporated into this statement. The net gain or loss for each transaction is calculated based on the sales amount less cost basis with any wash sale loss disallowed. Although we apply wash sale rules to covered lots of identical securities, there are other circumstances to be considered that may result in or negate wash sales. Gain or loss is not calculated on the sale or redemption of certain Structured Products and certain grantor trusts with collectible or foreign currency as it may be ordinary, and not capital, gain or loss. These gains or losses will not be included on the gain or loss subtotal and total amounts. Where applicable, symbol (2) will be printed to the right of the gain or loss subtotal and total amounts. Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products. Net gain or loss is not reported to the IRS.

On Line 2a gross proceeds are reported less commissions and option premiums. Sale amounts with "±" symbol indicate where an option premium adjustment has been made.

Beginning in 2012, basis for both covered and noncovered securities have been adjusted for all capital changes. Prior to 2012, basis may not have been adjusted for noncovered tax lots. The Original Cost Basis column is only populated for transactions of securities that have had their basis reduced due to premium amortization or increased due to OID accretion. Cost basis for coupon tax-exempt municipal securities (including securities subject to AMT) has been adjusted for mandatory amortization of bond premium. The OID amount reported on your Form 1099-OID is not adjusted for Market Discount, Acquisition Premium, or Bond Premium. Therefore, the amortization and accretion adjustments used here may not be consistent with the Form 1099-OID amounts reported to the IRS because the reporting requirements are different.

Type of Gain/Loss: Short Term (Line 1c)

Short-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part I, with Box A checked.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Line 6b)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
CAMECO CORP CANADA CAD Symbol: CCJ CUSIP: 13321L108									
Sell	5.0000		05/23/12	09/18/12	109.18	91.94			17.24
Short-term total Box A, Part I	5.0000				$109.18	$91.94			$17.24

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Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Type of Gain/Loss: Long Term (Line 1c)

Long-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part II, with **Box A** checked.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Line 6b)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
ACCO BRANDS CORP Symbol: ACCO CUSIP: 00081T108									
Sell	2.3090		07/07/11	07/30/12	19.76	28.26			(8.50)
CAMECO CORP CANADA CAD Symbol: CCJ CUSIP: 13321L108									
Sell	9.0000		07/07/11	09/18/12	196.54	239.55			(43.01)
Long-term total Box A, Part II	11.3090				$216.30	$267.81			$(51.51)

Type of Gain/Loss: Long Term (Line 1c)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box B** checked.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Line 6a)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
ABBOTT LABS Symbol: ABT CUSIP: 002824100									
Sell	46.0000		05/18/10	08/29/12	3,031.42	2,227.16			804.26
ACCO BRANDS CORP Symbol: ACCO CUSIP: 00081T108									
Cash in Lieu	0.3593		05/18/10	05/01/12	4.14	3.20			0.94
Sell	121.6910		05/18/10	07/30/12	1,041.33	1,085.10			(43.77)
Sub Total	122.0503				1,045.47	1,088.30			(42.83)

continued next page

Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box B** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Line 6a)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1c)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
BHP BILLITON LTD SPON ADR Symbol: BHP CUSIP: 088606108									
Sell	79.0000		05/18/10	03/14/12	5,825.18	5,160.03			665.15
CAMECO CORP CANADA CAD Symbol: CCJ CUSIP: 13321L108									
Sell	238.0000		05/18/10	09/18/12	5,197.17	5,969.04			(771.87)
KIMBERLY CLARK CORP Symbol: KMB CUSIP. 494368103									
Sell	41.0000		04/24/07	03/14/12	2,933.40	2,893.60			39.80
PRAXAIR INC Symbol: PX CUSIP: 74005P104									
Sell	30.0000		05/18/10	03/14/12	3,313.81	2,338.89			974.92
VERIZON COMMUNICATIONS INC Symbol: VZ CUSIP: 92343V104									
Sell	73.0000		10/28/05	03/14/12	2,899.81	$2,170.60			$729.21
Long-term total Box B, Part II	629.0503				$24,296.26	$21,847.62			$2,448.64
Total					$24,621.74				

Account Number Y3 02459 TA
Your Financial Advisor or Contact
TRABERT/ASIANO
415-963-5200/888-660-5750

UBS Financial Services Inc.

2012 Consolidated Form 1099

P1302L0000175801019830-X1

Proceeds from Broker Transactions Details Reported on Form 1099-B

In compliance with IRS guidance, the substitute Form 1099-B has been formatted with the following changes:
Transactions are grouped into section(s) based upon whether the security is covered or noncovered; and whether the term is short or long. Transactions for which the term cannot be determined are grouped in a separate section. As a result, the substitute Form 1099-B could have up to five separate sections, each with a heading identifying which securities are included and how to report the transactions on Form 8949. The IRS allows the display of basis information for noncovered securities, even though this information is not reported to them. Therefore, when available, basis information will be displayed in sections where basis is not reported to the IRS. A security is a "covered security" and subject to basis reporting requirements if it is acquired on or after its corresponding effective date. For stock in a corporation, the effective date is January 1, 2011. For stock in a mutual fund the effective date is January 1, 2012. UBS is not required to report basis to the IRS for any securities acquired before 2011. IRS regulations now require that brokers report short sales for the year in which the short sale is closed. The possible application of the "Constructive Sale" provisions (Sec. 1259) for short-against-the box transactions is not considered. Clients may wish to discuss the potential application of this provision with their tax advisors.

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VSP" order) when you placed your sell order. 2012 Gain/Loss for transactions with trade dates through 12/31/12 has been incorporated into this statement. The net gain or loss for each transaction is calculated based on the sales amount less cost basis with any wash sale loss disallowed. Although we apply wash sale rules to covered lots of identical securities, there are other circumstances to be considered that may result in or negate wash sales. Gain or loss is not calculated on the sale or redemption of certain Structured Products and certain grantor trusts with collectible or foreign currency as it may be ordinary, and not capital, gain or loss. These gains or losses will not be included on the gain or loss subtotal and total amounts. Where applicable, symbol (2) will be printed to the right of the gain or loss subtotal and total amounts. Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products. Net gain or loss is not reported to the IRS.

On Line 2a gross proceeds are reported less commissions and option premiums. Sale amounts with "±" symbol indicate where an option premium adjustment has been made.

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Type of Gain/Loss: Short Term (Line 1c)

Short-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part I, with **Box A** checked.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Line 6b)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
RALPH LAUREN CORP CL A Symbol: RL CUSIP: 751212101									
Sell	100.0000		11/14/11	02/08/12	17,216.61	15,546.54			1,670.07
Short-term total Box A, Part I	100.0000				$17,216.61	$15,546.54			$1,670.07

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Account Number Y3 02459 TA
Your Financial Advisor or Contact
TRABERT/ASIANO
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UBS Financial Services Inc.

2012 Consolidated Form 1099

P1302L0000175801019831-X1

Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Type of Gain/Loss: Long Term (Line 1c)

Long-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part II, with **Box A** checked.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Line 6b)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
QUALCOMM INC Symbol: QCOM CUSIP: 747525103									
Sell	90.0000		04/18/11	06/22/12	4,976.88	4,788.12			188.76
Long-term total Box A, Part II	90.0000				$4,976.88	$4,788.12			$188.76

Type of Gain/Loss: Long Term (Line 1c)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box B** checked.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Line 6a)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
APPLE INC Symbol: AAPL CUSIP: 037833100									
Sell	60.0000		12/04/06	03/12/12	33,060.52	5,520.43			27,540.09
DEERE AND CO Symbol: DE CUSIP. 244199105									
Sell	70.0000		12/04/06	06/22/12	5,286.29	3,375.39			1,910.90
DIAGEO PLC NEW GB SPON ADR Symbol: DEO CUSIP: 25243Q205									
Sell	250.0000		12/04/06	11/28/12	30,050.07	19,538.17			10,511.90

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Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box B** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Line 6a)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	*Quantity / face value (Line 1e)*	*Original cost basis ($)*	*Date acquired (Line 1b)*	*Date of sale / exchange (Line 1a)*	*Sale amount (Line 2a) ($)*	*Cost or other basis (Line 3) ($)*	*Wash sale loss disallowed (Line 5) ($)*	*Federal income tax withheld (Line 4) ($)*	*Gain/Loss ($)*
DOW CHEMICAL Symbol: DOW CUSIP: 260543103									
Sell	200.0000		02/23/10	11/09/12	5,899.86	5,779.90			119.96
Sell	400 0000		02/23/10	11/12/12	11,590.66	11,559.80			30.86
Sell	400 0000		03/01/10	11/12/12	11,590 66	11,446.60			144.06
Sell	100.0000		03/08/10	11/12/12	2,897.66	2,962.83			(65.17)
Sell	600.0000		05/05/10	11/12/12	17,385 99	17,044 44			341.55
Sub Total	**1,700.0000**				**49,364.83**	**48,793.57**			**571.26**
EBAY INC Symbol: EBAY CUSIP: 278642103									
Sell	700.0000		08/17/10	04/26/12	28,660.99	15,650.25			13,010.74
Sell	400.0000		08/17/10	11/26/12	20,630.37	8,943 00			11,687.37
Sub Total	**1,100.0000**				**49,291.36**	**24,593.25**			**24,698.11**
EMC CORP MASS Symbol: EMC CUSIP: 268648102									
Sell	**200.0000**		06/19/08	06/22/12	**4,916.58**	**3,353.22**			**1,563.36**
HERSHEY CO Symbol. HSY CUSIP: 427866108									
Sell	**250.0000**		03/13/09	11/30/12	**18,318.61**	**8,297.70**			**10,020.91**
HOME DEPOT INC Symbol· HD CUSIP: 437076102									
Sell	**250.0000**		04/24/07	08/23/12	**14,147.86**	**9,856.22**			**4,291.64**

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Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box B** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Line 6a)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
HOSPIRA INC Symbol: HSP CUSIP: 441060100									
Sell	500.0000		03/06/07	08/01/12	18,362.88	19,632.52			(1,269.64)
Sell	150 0000		05/05/10	08/01/12	5,508.87	8,260.43			(2,751.56)
Sub Total	650.0000				23,871.75	27,892.95			(4,021.20)
LILLY ELI & CO Symbol: LLY CUSIP: 532457108									
Sell	120.0000		06/06/08	06/22/12	5,024 68	5,859.22			(834.54)
Sell	310.0000		06/06/08	07/25/12	13,444.92	15,136.30			(1,691.38)
Sell	300.0000		06/06/08	07/31/12	13,243.26	14,648 04			(1,404.78)
Sell	700 0000		06/06/08	08/24/12	30,457.01	34,178.76			(3,721.75)
Sub Total	1,430.0000				62,169.87	69,822.32			(7,652.45)
NORDSTROM INC Symbol: JWN CUSIP: 655664100									
Sell	1,150.0000		10/19/10	08/03/12	62,063.07	43,556.25			18,506.82
QUESTAR CORP Symbol: STR CUSIP: 748356102									
Sell	800.0000		12/30/08	07/16/12	16,539 47	8,400.73			8,138.74
Sell	200.0000		05/05/10	07/16/12	4,134.87	3,024.43			1,110.44
Sell	1,000.0000		10/27/10	07/16/12	20,674 33	16,694.80			3,979.53
Sub Total	2,000.0000				41,348.67	28,119.96			13,228.71

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Proceeds from Broker Transactions Details Reported on Form 1099-B (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box B** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Line 6a)

Security description (Line 8) Symbol (Line 1d) CUSIP Activity type	Quantity / face value (Line 1e)	Original cost basis ($)	Date acquired (Line 1b)	Date of sale / exchange (Line 1a)	Sale amount (Line 2a) ($)	Cost or other basis (Line 3) ($)	Wash sale loss disallowed (Line 5) ($)	Federal income tax withheld (Line 4) ($)	Gain/Loss ($)
RALPH LAUREN CORP CL A Symbol: RL CUSIP: 751212101									
Sell	250.0000		11/21/08	02/08/12	43,041.52	8,563.00			34,478.52
Sell	100 0000		05/05/10	02/08/12	17,216 61	8,933.38			8,283.23
Sub Total	350.0000				60,258.13	17,496.38			42,761.75
SAFEWAY INC Symbol: SWY CUSIP: 786514208									
Sell	1,100.0000		11/27/07	09/06/12	18,064.12	37,777 93			(19,713.81)
Sell	300.0000		11/27/07	09/27/12	4,841.38	10,303.07			(5,461.69)
Sell	600.0000		05/05/10	09/27/12	9,682 76	14,549.70			(4,866.94)
Sub Total	2,000.0000				32,588.26	62,630.70			(30,042.44)
SCHWAB CHARLES CORP NEW Symbol: SCHW CUSIP: 808513105									
Sell	400.0000		02/04/09	06/22/12	4,937.20	5,316.93			(379.73)
SPX CORPORATION Symbol: SPW CUSIP: 784635104									
Sell	80.0000		01/22/10	06/22/12	5,114.88	4,536.79			578.09
VODAFONE GROUP PLC NEW SPON ADR Symbol. VOD CUSIP· 92857W209									
Sell	700.0000		12/04/06	12/05/12	17,938.71	18,940 35			(1,001.64)
Sell	600.0000		10/16/08	12/05/12	15,376.03	11,766.78			3,609.25
Sell	700 0000		05/05/10	12/05/12	17,938.71	14,951.65			2,987.06
Sub Total	2,000.0000				51,253.45	45,658.78			5,594.67
Long-term total Box B, Part II	13,940.0000				$548,041.40	$428,359.01			$119,682.39
Total					$570,234.89				