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 ALSAM FOUNDATION 22-05171

A Employer identification number: 74-2364289

Number and street (or P O. box number if mail is not delivered to street address): THE NORTHERN TRUST COMPANY, AS TRUSTEE

Room/suite:

B Telephone number (see instructions): 801- 266-4950

City or town, state, and ZIP code: P.O. BOX 804298, CHICAGO, IL 60680

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 161,566,486.

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

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

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

		Line	Description	(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	2,126,732.	2,115,543.		STMT 1
		5a	Gross rents	364,056.	364,056.	NONE	
		b	Net rental income or (loss) 357,273.				
		6a	Net gain or (loss) from sale of assets not on line 10	2,155,146.			
		b	Gross sales price for all assets on line 6a 19,476,730.				
		7	Capital gain net income (from Part IV, line 2)		2,155,146.		
		8	Net short-term capital gain				
		9	Income modifications			8,380.	
		10 a	Gross sales less returns and allowances				
		b	Less: Cost of goods sold				
		c	Gross profit or (loss) (attach schedule)				
		11	Other income (attach schedule)	624,938.	747,867.		STMT 2
		12	**Total.** Add lines 1 through 11	5,270,872.	5,382,612.	8,380.	
Operating and Administrative Expenses		13	Compensation of officers, directors, trustees, etc	659,264.	232,888.		426,376.
		14	Other employee salaries and wages		NONE	NONE	
		15	Pension plans, employee benefits	11,998.	NONE	NONE	11,998.
		16a	Legal fees (attach schedule) STMT 3	543.	NONE	NONE	543.
		b	Accounting fees (attach schedule) STMT 4	3,000.	1,500.	NONE	1,500.
		c	Other professional fees (attach schedule) STMT 5	246,901.	246,901.		
		17	Interest				
		18	Taxes (attach schedule) (see instructions) STMT 6	22,062.	22,062.		
		19	Depreciation (attach schedule) and depletion	6,783.	6,783.		
		20	Occupancy	5,096.			5,096.
		21	Travel, conferences, and meetings	13,236.	NONE	NONE	13,236.
		22	Printing and publications		NONE	NONE	
		23	Other expenses (attach schedule) STMT 7	7,348.			7,348.
		24	**Total operating and administrative expenses.** Add lines 13 through 23	976,231.	510,134.	NONE	466,097.
		25	Contributions, gifts, grants paid	11,290,467.			11,298,846.
		26	**Total expenses and disbursements.** Add lines 24 and 25	12,266,698.	510,134.	NONE	11,764,943.
		27	Subtract line 26 from line 12:				
		a	**Excess of revenue over expenses and disbursements**	-6,995,826.			
		b	**Net investment income** (if negative, enter -0-)		4,872,478.		
		c	**Adjusted net income** (if negative, enter -0-)			8,380.	

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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	39,605.	5,732.	5,732.
	2 Savings and temporary cash investments	9,675,964.	5,543,355.	5,543,355.
	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 ▶ NONE			
	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) STMT 8	33,354,731.	32,074,268.	40,087,357.
	c Investments - corporate bonds (attach schedule) STMT 9	25,723,594.	26,662,745.	28,953,270.
	11 Investments - land, buildings, and equipment basis ▶ 1,195,969.			
	Less: accumulated depreciation (attach schedule) ▶ 137,971.	1,064,781.	1,057,998.	4,000,000.
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 10	81,005,549.	78,874,382.	83,036,429.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ NET UNSETTLED TRADES)	305,561.	-59,657.	-59,657.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	151,169,785.	144,158,823.	161,566,486.
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)		NONE	
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	151,169,785.	144,158,823.	
	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)	151,169,785.	144,158,823.	
	31 Total liabilities and net assets/fund balances (see instructions)	151,169,785.	144,158,823.	

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	151,169,785.
2	Enter amount from Part I, line 27a	2	-6,995,826.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	144,173,959.
5	Decreases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	5	15,136.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	144,158,823.

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	PUBLICLY TRADED SECURITIES			
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	19,476,730.		17,321,584.	2,155,146.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	
a				2,155,146.
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	2,155,146.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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	16,496,205.	121,386,915.	0.135898
2010	12,978,433.	116,685,921.	0.111225
2009	9,011,400.	116,678,007.	0.077233
2008	11,746,405.	136,688,305.	0.085936
2007	31,176,543.	122,056,457.	0.255427

2 **Total** of line 1, column (d)	2	0.665719
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	0.133144
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	109,529,444.
5 Multiply line 4 by line 3	5	14,583,188.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	48,725.
7 Add lines 5 and 6	7	14,631,913.
8 Enter qualifying distributions from Part XII, line 4	8	11,764,943.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter _______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b . . .	1	97,450.
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	97,450.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0- . . .	5	97,450.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012 . . . 6a 157,190.		
b	Exempt foreign organizations - tax withheld at source . . . 6b NONE		
c	Tax paid with application for extension of time to file (Form 8868) . . . 6c NONE		
d	Backup withholding erroneously withheld . . . 6d		
7	Total credits and payments. Add lines 6a through 6d . . .	7	157,190.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached . . .	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** . . . ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** . . . ▶	10	59,740.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ▶ 59,740. **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? . . .	2		X
	If "Yes," attach a detailed description of the activities.			
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? . . .	5		X
	If "Yes," attach the statement required by General Instruction T.			
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) ▶ UT IL			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation* . . .	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV* . . .	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* . . .	10		X

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 ▶ THE ALSAM FOUNDATION Telephone no. ▶ (801)266-4950

Located at ▶ 6190 S. MOFFAT FARM LANE, SALT LAKE CITY, UT ZIP+4 ▶ 84121

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		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		
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
SEE STATEMENT 11		659,264.	-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		NONE	NONE	NONE
Total number of other employees paid over $50,000 ▶				NONE

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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

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 NONE	
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	111,197,405.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	111,197,405.
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	NONE
3	Subtract line 2 from line 1d	3	111,197,405.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,667,961.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	109,529,444.
6	**Minimum investment return.** Enter 5% of line 5	6	5,476,472.

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	5,476,472.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	97,450.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	97,450.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	5,379,022.
4	Recoveries of amounts treated as qualifying distributions			4	8,380.
5	Add lines 3 and 4			5	5,387,402.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	5,387,402.

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	11,764,943.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	11,764,943.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	11,764,943.

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				5,387,402.
2	Undistributed income, if any, as of the end of 2012:				
a	Enter amount for 2011 only			NONE	
b	Total for prior years 20 10 ,20____,20____		NONE		
3	Excess distributions carryover, if any, to 2012:				
a	From 2007 ...... 25,326,046.				
b	From 2008 ...... 4,763,075.				
c	From 2009 ...... 3,244,759.				
d	From 2010 ...... 7,225,051.				
e	From 2011 ...... 10,545,921.				
f	**Total** of lines 3a through e	51,104,852.			
4	Qualifying distributions for 2012 from Part XII, line 4: ▶ $ 11,764,943.				
a	Applied to 2011, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see instructions)	NONE			
d	Applied to 2012 distributable amount				5,387,402.
e	Remaining amount distributed out of corpus	6,377,541.			
5	Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	57,482,393.			
b	Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e	Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f	Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8	Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	25,326,046.			
9	**Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	32,156,347.			
10	Analysis of line 9:				
a	Excess from 2008 ... 4,763,075.				
b	Excess from 2009 ... 3,244,759.				
c	Excess from 2010 ... 7,225,051.				
d	Excess from 2011 ... 10,545,921.				
e	Excess from 2012 ... 6,377,541.				

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).)

N/A

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 ▶ [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:

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 24				11,298,846.
Total . . . . ▶ **3a**				11,298,846.
b *Approved for future payment*				
SEE STATEMENT 27				3,055,754.
Total . . . . ▶ **3b**				3,055,754.

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	2,126,732.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	357,273.	
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	2,155,146.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b PARTNERSHIP INCOME			14	735,647.	
c DEFERRED INCOME			14	-122,959.	
d CASH FROM LEHMAN B			14	12,220.	
e UTAH STATE TAX REF			14	30.	
12 Subtotal Add columns (b), (d), and (e)				5,264,089.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 5,264,089.

(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.)
	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

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 | Date: 11/13/2013 | Title: OFFICER

NORTHERN TRUST COMPANY

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
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no.	

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
THE ALSAM FOUNDATION 22-05171	74-2364289

DESCRIPTION OF PROPERTY
17642 E 17TH STREET TUSTIN, CA. 92680

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

TYPE OF PROPERTY: 4 - COMMERCIAL

RENTAL INCOME		364,056.	
OTHER INCOME:			
TOTAL GROSS INCOME			364,056.
OTHER EXPENSES:			
DEPRECIATION (SHOWN BELOW)	6,783.		
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS: Beneficiary's Portion			
TOTAL EXPENSES			6,783.
TOTAL RENT OR ROYALTY INCOME (LOSS)			357,273.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			357,273.
Deductible Rental Loss (if Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
SEE STATEMENT									
Totals									6,783.

JSA

2E7000 1 000

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		2,126,732.	2,115,543.
	TOTAL	2,126,732.	2,115,543.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INCOME	735,647.	735,647.
DEFERRED INCOME	-122,959.	
CASH FROM LEHMAN BROTEHRS LIQUIDATION	12,220.	12,220.
UTAH STATE TAX REFUND	30.	
TOTALS	624,938.	747,867.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
GENERAL CHARITABLE	543.			543.
TOTALS	543.	NONE	NONE	543.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION	3,000.	1,500.		1,500.
TOTALS	3,000.	1,500.	NONE	1,500.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT ADVISORY	246,901.	246,901.
TOTALS	246,901.	246,901.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	22,062.	22,062.
TOTALS	22,062.	22,062.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
NONPROFIT ASSOC MEMBERSHIP	1,500.	1,500.
INSURANCE	2,212.	2,212.
OFFICE SUPPLIES	2,094.	2,094.
PAYROLL PROCESSING	1,527.	1,527.
IL ATTORNEY GENERAL	15.	15.
TOTALS	7,348.	7,348.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE		33,354,731.	32,074,268.	40,087,357.
	TOTALS	33,354,731.	32,074,268.	40,087,357.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED SCHEDULE		25,723,594.	26,662,745.	28,953,270.
	TOTALS	25,723,594.	26,662,745.	28,953,270.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
LOAN - MATER DEI CAT. SCHOOL	C	50,000,000.	50,000,000.	50,000,000.
JOHNSTON INTL. EQUITY FUND LP	C	5,968,046.	5,934,699.	6,674,657.
OAK HILL CAPITAL PARTNERS LP	C	1,508,716.	1,686,340.	2,038,645.
SEE ATTACHED SCHEDULE	C	14,783,107.	11,890,468.	14,861,488.
LOAN - ENGLISH LANGUAGE CENTER	C	501,442.	348,283.	348,283.
BRANDYWINE GLOBAL OPP	C	8,244,238.	9,014,592.	9,113,356.
TOTALS		81,005,549.	78,874,382.	83,036,429.

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

OFFICER NAME:
THE NORTHERN TRUST COMPANY
ADDRESS:
P.O. BOX 803878
CHICAGO, IL 60680
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 258,764.

OFFICER NAME:
DON L. SKAGGS
ADDRESS:
6190 S MOFFAT FARM LANE
SALT LAKE CITY, UT 84121
TITLE:
TREASURER/GRANTS COMMITTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 9,000.

OFFICER NAME:
MARK S. SKAGGS
ADDRESS:
6190 S MOFFAT FARM LANE
SALT LAKE CITY, UT 84121
TITLE:
GRANTS COMMITTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 9,000.

OFFICER NAME:
CLAUDIA SKAGGS LUTTRELL
ADDRESS:
6190 S MOFFAT FARM LANE
SALT LAKE CITY, UT 84121
TITLE:
SECRETARY/GRANTS COMMITTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 9,000.

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

OFFICER NAME:
SUSIE S. BALUKOFF
ADDRESS:
6190 S MOFFAT FARM LANE
SALT LAKE CITY, UT 84121
TITLE:
GRANTS COMMITTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 9,000.

OFFICER NAME:
RONNY L. CUTSHALL
ADDRESS:
6190 S MOFFAT FARM LANE
SALT LAKE CITY, UT 84121
TITLE:
PRESIDENT/GRANTS COMMITTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40
COMPENSATION .... 346,500.

OFFICER NAME:
ARNOLD LAGUARDIA
ADDRESS:
6190 S MOFFAT FARM LANE
SALT LAKE CITY, UT 84121
TITLE:
GRANTS COMMITTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 9,000.

OFFICER NAME:
MONSIGNOR J. TERRENCE FITZGERALD
ADDRESS:
6190 S MOFFAT FARM LANE
SALT LAKE CITY, UT 84121
TITLE:
V.P./GRANTS COMMITTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 9,000.

TOTAL COMPENSATION: 659,264.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SCRIPPS HEALTH FOUNDATION
ADDRESS:
10666 N.TORREY PINES RD.
LA JOLLA, CA 92037
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TO FUND A FELLOWSHIP IN MELANOMA SURGERY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 245,000.

RECIPIENT NAME:
DUCKS UNLIMITED
ADDRESS:
16615 EAST 23RD AVE
VERADALE, WA 99037
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROJECT BIOLOGIST AND PROJECT ENGINEER
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 595,000.

RECIPIENT NAME:
ENGLISH LANGUAGE CENTER
OF CACHE VALLEY, INC.
ADDRESS:
1544 NORTH 200 WEST
LOGAN, UT 84341
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS AND GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 60,000.

RECIPIENT NAME:
UNIVERSITY OF UTAH
ADDRESS:
20 SOUTH 2000 EAST
SALT LAKE CITY, UT 84112
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RECRUITMENT & GENETICEPIDEMIOLOGY GOSHUT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID ....6,486,346.

RECIPIENT NAME:
UNIVERSITY OF COLORADO
FOUNDATION
ADDRESS:
12850 E. MONTVIEW BLVD
AURORA, CO 80045
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SKAGGS SCHOLARS PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 300,000.

RECIPIENT NAME:
FRIENDS OF ZOO BOISE
ADDRESS:
355 JULIA DAVIS DRIVE
BOISE, ID 83702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 60,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
IDAHO STATE UNIVERSITY
FOUNDATION
ADDRESS:
921 SOUTH 8TH AVE.
POCATELLO, ID 83209
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
LABORATORY EQUIPMENT/COLLEGE PHARMACY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 550,000.

RECIPIENT NAME:
MATER DEI CATHOLIC HIGH
SCHOOL
ADDRESS:
1615 MATER DEI DRIVE
CHULA VISTA, CA 91913
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
JUAN DIEGO ENG. LANG. SCH.; SCIENCE ACADEMY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 475,208.

RECIPIENT NAME:
ROMAN CATHOLIC BISHOP
OF SALT LAKE CITY
ADDRESS:
27 C STREET
SALT LAKE CITY, UT 84103
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SPECIAL NEEDS SCHOLARSHIP PROGRAM
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 90,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
JUAN DIEGO CATHOLIC
HIGH SCHOOL
ADDRESS:
300 EAST 11800 SOUTH
DRAPER, UT 84020
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
IMPLEMENT AN ACADEMY FOR SCIENCES & MATHEMAT.
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 141,600.

RECIPIENT NAME:
UTAH'S HOGLE ZOO
ADDRESS:
2600 SUNNYSIDE AVENUE
SALT LAKE CITY, UT 84108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
DESIGN & CONSTR. OF ANIMAL MEDICAL FACILITY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 58,500.

RECIPIENT NAME:
CURATORS OF THE
UNIVERSITY OF MISSOURI
ADDRESS:
310 JESSE HALL
COLUMBIA, MO 65211
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 50,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
NORTH CAROLINA STATE
UNIVERSITY
ADDRESS:
CAMPUS BOX 7514
RALEIGH, NC 27695
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
COLLEGE OF VETERINARY MEDICINE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
BLESSED SACRAMENT SCHOOL
ADDRESS:
1745 EAST 9800 SOUTH
SANDY, UT 84092
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PLANNING & CONSTRUCTION OF TWO NEW CLASSROOMS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
UNIVERSITY OF MONTANA
FOUNDATION
ADDRESS:
340 SKAGGS BUILDING
MISSOULA, MT 59812
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 50,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
HOMELESS PRENATAL
PROGRAM
ADDRESS:
2500 18TH STREET
SAN FRANCISCO, CA 94110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TECH. INFRASTRUCTURE & FINANCIAL LITERACY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
UNIVERSITY OF SAN DIEGO
ADDRESS:
5998 ALCALA PARK
SAN DIEGO, CA 92110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
BRIDGING THE GAP SCIENCE PROJECT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 52,000.

RECIPIENT NAME:
SAINT FRANCIS
XAVIER SCHOOL
ADDRESS:
P.O. BOX 18631
KEARNS, UT 84118
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TECHNOLOGY AND SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 69,485.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
FOURTH STREET CLINIC
ADDRESS:
404 SOUTH 400 WEST
SALT LAKE CITY, UT 84101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
ON SITE PHARMACY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 100,000.

RECIPIENT NAME:
MADELEINE CHOIR
SCHOOL
ADDRESS:
205 FIRST AVENUE
SALT LAKE CITY, UT 84103
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 64,591.

RECIPIENT NAME:
SAINT VINCENT DE PAUL
CATHOLIC SCHOOL
ADDRESS:
1385 SPRING LANE
SALT LAKE CITY, UT 84117
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EQUIPMENT AND UPKEEP
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
SOUTHERN UTAH UNIVERSITY
ADDRESS:
351 W. UNIVERSITY BLVD.
CEDAR CITY, UT 84728
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
BUILDING CONSTRUCTION, SCHOLARSHIPS & RESEARC
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 835,178.

RECIPIENT NAME:
UNIVERSITY OF UTAH COLLEGE OF
PHARMACY
ADDRESS:
20 SOUTH 2000 EAST
SALT LAKE CITY, UT 84112
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
RESEARCH
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 23,918.

RECIPIENT NAME:
J.E. COSGRIFF MEMORIAL CATHOLIC
SCHOOL
ADDRESS:
2335 REDONDO ST.
SALT LAKE CITY, UT 84108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SINGAPORE MATH METHOD
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 30,000.

RECIPIENT NAME:
SAINT JOSEPH ELEMENTARY SCHOOL
ADDRESS:
2980 QUINCEY AVENUE
OGDEN, UT 84403
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TECHNOLOGY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 29,297.

RECIPIENT NAME:
SAINT OLAF SCHOOL
ADDRESS:
1793 ORCHARD DRIVE
BOUNTIFUL, UT 84010
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
FOR TECHNOLOGY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 29,014.

RECIPIENT NAME:
KEARNS-SAINT ANN SCHOOL
ADDRESS:
430 EAST 2100 SOUTH
SALT LAKE CITY, UT 84115
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TECHNOLOGY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 100,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
BEST FRIENDS ANIMAL SOCIETY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 79,561.

RECIPIENT NAME:
LOYOLA SACRED HEART FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
SAINT JOSEPH CATHOLIC HIGH SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 43,631.

RECIPIENT NAME:
SAINT MARGUERITE CATHOLIC SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 20,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
UNIVERSITY OF WYOMING
ADDRESS:
1200 EAST IVINSON STREET
LARAMIE, WY 82070
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 50,000.

RECIPIENT NAME:
CATHOLIC CHARITIES DIOCESE OF
SAN DIEGO
ADDRESS:
349 CEDAR STREET
SAN DIEGO, CA 92101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 150,000.

RECIPIENT NAME:
SAINT AMBROSE CATHOLIC CHURCH
ADDRESS:
2335 REDONDO
SALT LAKE CITY, UT 84108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PURCHAES MOVING, REBUILDING PIPE ORGAN
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 50,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SAINT ANDREW SCHOOL
ADDRESS:
11835 SOUTH 3600 WEST
RIVERTON, UT 84065
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TECHNOLOGY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 70,784.

RECIPIENT NAME:
JUDGE MEMORIAL CATHOLIC HIGH SCHOOL
ADDRESS:
650 SOUTH 1100 EAST
SALT LAKE CITY, UT 84102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
TECHNOLOGY
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 89,733.

TOTAL GRANTS PAID: 11,298,846.

FORM 990PF, PART XV, LINE 3b - CONTRIBUTIONS, GIFTS, GRANTS APPROVED

RECIPIENT NAME:
SCRIPPS HEALTH FOUNDATION
ADDRESS:
10666 N. TORREY PINES RD.
LA JOLLA, CA 92037
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 1,715,000.

RECIPIENT NAME:
IDAHO STATE UNIVERSITY
ADDRESS:
921 SOUTH 8TH AVE.
POCATELLO, ID 83209
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 150,000.

RECIPIENT NAME:
UNIVERSITY OF UTAH
ADDRESS:
20 SOUTH 2000 EAST
SALT LAKE CITY, UT 84112
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 236,754.

RECIPIENT NAME:
MADELEINE CHOIR SCHOOL
ADDRESS:
205 FIRST AVENUE
SALT LAKE CITY, UT 84103
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 550,000.

FORM 990PF, PART XV, LINE 3b - CONTRIBUTIONS, GIFTS, GRANTS APPROVED

RECIPIENT NAME:
FOURTH STREET CLINIC
ADDRESS:
404 SOUTH 400 WEST
SALT LAKE CITY, UT 84101
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 100,000.

RECIPIENT NAME:
UNIVERSITY OF MONTANA
ADDRESS:
340 SKAGGS BUILDING
MISSOULA, MT 59812
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 100,000.

RECIPIENT NAME:
UNIVERSITY OF WYOMING
ADDRESS:
1200 EAST IVINSON AVENUE
LARAMIE, WY 82070
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PHARMACY DIVERSITY INITIATIVE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 50,000.

FORM 990PF, PART XV, LINE 3b - CONTRIBUTIONS, GIFTS, GRANTS APPROVED

RECIPIENT NAME:
UNIVERSITY OF SAN DIEGO
ADDRESS:
5998 ALCALA PARK
SAN DIEGO, CA 92110
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 104,000.

RECIPIENT NAME:
JUAN DIEGO CATHOLIC HIGH SCHOOL
ADDRESS:
300 EAST 11800 SOUTH
DRAPER, UT 84020
RELATIONSHIP:
NONE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT APPROVED FOR FUTURE PAYMENT: .... 50,000.

TOTAL GRANTS APPROVED FOR FUTURE PAYMENT: 3,055,754.

RENT AND ROYALTY SUMMARY

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
17642 E 17TH STREET	364,056.	6,783.		357,273.
TOTALS	364,056.	6,783.		357,273.

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172
2012
Attachment Sequence No. 179

Name(s) shown on return: THE ALSAM FOUNDATION 22-05171

Identifying number: 74-2364289

Business or activity to which this form relates: 17642 E 17TH STREET TUSTIN, CA. 92680

Part I Election To Expense Certain Property Under Section 179

Note: *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013. Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property. Instead, use Part V.*

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property			27.5 yrs.	MM	S/L	
			27.5 yrs.	MM	S/L	
i Nonresidential real property			39 yrs.	MM	S/L	
				MM	S/L	

Section C - Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year			40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	6,783.
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return Partnerships and S corporations - see instructions	22	6,783.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

JSA **For Paperwork Reduction Act Notice, see separate instructions.** Form **4562** (2012)
2F0931 2.000

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* ***only*** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.)*

24a Do you have evidence to support the business/investment use claimed? Yes No | 24b If "Yes," is the evidence written? Yes No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						25		
26 Property used more than 50% in a qualified business use:							See Listed Property Detail	
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1						28	6,783.	
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions).

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions.)		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.*

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions):					
43 Amortization of costs that began before your 2012 tax year				43	
44 **Total.** Add amounts in column (f). See the instructions for where to report				44	

THE ALSAM FOUNDATION 22-05171 **2012** 74-2364289

Description of Property

17642 E 17TH STREET TUSTIN, CA. 92680

DEPRECIATION

Asset description	Date placed in service	Unadjusted Cost or basis	Bus. %	179 exp. reduction in basis	Basis Reduction	Basis for depreciation	Beginning Accumulated depreciation	Ending Accumulated depreciation	Me-thod	Conv	Life	ACRS class	MA CRS class	Current-year 179 expense	Current-year depreciation
TUSTIN CA LAND	08/31/1992	982,320.	100.000			982,320.									
Less: Retired Assets															
Subtotals		982,320.				982,320.									
Listed Property															
TUSTIN CA RENTAL P	08/31/1992	213,649.	100.000			213,649.	131,186.	137,969.	SL	MM	31.500		31.5		6,783.
Less: Retired Assets															
Subtotals		213,649.				213,649.	131,186.	137,969.							6,783.
TOTALS		1,195,969.				1,195,969.	131,186.	137,969.							6,783.

AMORTIZATION

Asset description	Date placed in service	Cost or basis	Accumulated amortization	Ending Accumulated amortization	Code	Life	Current-year amortization
TOTALS							

*Assets Retired

JSA
2X9024 1 000

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: THE ALSAM FOUNDATION 22-05171

Employer identification number: 74-2364289

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	45,290.
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	45,290.

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	LONG-TERM CAPITAL GAIN DIVIDENDS					238,871.

b	Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	1,870,981.
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	4.
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	2,109,856.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2012**

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			45,290.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			2,109,856.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			4.
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			2,155,146.

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: THE ALSAM FOUNDATION 22-05171

Employer identification number: 74-2364289

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 1050. #REORG/ ACME PACKET MERGER EFF 03/28/2013	07/25/2011	01/19/2012	32,272.00	59,347.00	-27,075.00
95. ALLERGAN INC	03/06/2012	03/20/2012	8,860.00	8,429.00	431.00
75. ALLERGAN INC	05/02/2012	05/03/2012	7,011.00	6,935.00	76.00
270. ALLETE INC COM NEW	05/23/2011	03/20/2012	11,110.00	10,707.00	403.00
98. APPLE COMPUTER INC	03/02/2012	03/20/2012	59,005.00	49,256.00	9,749.00
5. APPLE COMPUTER INC	01/25/2012	05/03/2012	2,911.00	2,245.00	666.00
47. APPLE COMPUTER INC	07/06/2012	08/20/2012	31,253.00	25,735.00	5,518.00
23. APPLE COMPUTER INC	10/26/2012	12/06/2012	12,524.00	13,684.00	-1,160.00
605. ARM HLDGS PLC SPONSOR	07/25/2011	03/20/2012	16,843.00	18,515.00	-1,672.00
1114. ARM HLDGS PLC SPONSO	07/25/2011	05/29/2012	26,417.00	34,093.00	-7,676.00
129. ARM HLDGS PLC SPONSOR	07/25/2011	07/11/2012	2,927.00	3,948.00	-1,021.00
792. ARM HLDGS PLC SPONSOR	07/25/2011	07/11/2012	17,945.00	24,238.00	-6,293.00
856. ARM HLDGS PLC SPONSOR	04/24/2012	07/25/2012	20,765.00	21,698.00	-933.00
170. ATHENAHEALTH INC COM	03/31/2011	03/20/2012	12,684.00	7,747.00	4,937.00
450. AUTODESK, INC	03/06/2012	03/20/2012	18,517.00	16,043.00	2,474.00
575. AUTOMATIC DATA PROCES	03/30/2012	09/18/2012	33,581.00	31,901.00	1,680.00
380. AUTOMATIC DATA PROCES	03/30/2012	09/19/2012	22,271.00	21,082.00	1,189.00
245. AUTOMATIC DATA PROCES	03/30/2012	09/20/2012	14,350.00	13,593.00	757.00
900. AVIS BUDGET GROUP INC	07/20/2011	03/20/2012	12,897.00	14,394.00	-1,497.00 *
450. AVIS BUDGET GROUP INC	03/01/2012	07/24/2012	6,199.00	5,924.00	275.00
38000. BK AMER CORP COM	12/30/2011	01/23/2012	277,015.00	212,040.00	64,975.00
440. BIO-REFERENCE LABS IN $0.01 NEWNEWCOM PAR $0.01 N	08/09/2011	03/20/2012	10,026.00	8,316.00	1,710.00
75. BIOGEN IDEC INC COM ST IDEC SEC#2005597 EFF 11/13/	02/15/2012	03/20/2012	8,956.00	8,963.00	-7.00
90. BIOGEN IDEC INC COM ST IDEC SEC#2005597 EFF 11/13/	02/15/2012	05/03/2012	12,095.00	10,756.00	1,339.00

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

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.

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OMB No 1545-0092

2012

Name of estate or trust: THE ALSAM FOUNDATION 22-05171

Employer identification number: 74-2364289

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 200. BORG WARNER AUTOMOTIV	12/14/2011	03/20/2012	16,555.00	12,447.00	4,108.00
270. CBOE HOLDINGS INC COM	05/23/2011	03/20/2012	7,741.00	7,538.00	203.00
500. CBOE HOLDINGS INC COM	05/01/2012	07/24/2012	14,049.00	13,426.00	623.00
1300. CAPITOL FED FINL INC	05/01/2012	07/24/2012	15,230.00	15,725.00	-495.00
200. CARRIZO OIL & GAS INC	07/20/2011	03/20/2012	6,050.00	8,007.00	-1,957.00
165. CELGENE CORP	02/01/2012	03/20/2012	12,472.00	12,210.00	262.00
413. CELGENE CORP	04/27/2012	10/25/2012	30,636.00	30,397.00	239.00
800. CHEMTURA CORP COM NEW	05/10/2011	03/20/2012	13,744.00	14,613.00	-869.00
205. CITRIX SYS INC	02/06/2012	03/20/2012	15,739.00	14,195.00	1,544.00
135. CITRIX SYS INC	02/06/2012	05/03/2012	11,486.00	9,348.00	2,138.00
5. CITRIX SYS INC	02/06/2012	11/28/2012	304.00	346.00	-42.00 *
305. COACH INC	07/25/2011	01/24/2012	20,797.00	20,325.00	472.00
110. COACH INC	07/25/2011	03/20/2012	8,588.00	7,330.00	1,258.00
95. COACH INC	07/25/2011	05/03/2012	7,049.00	6,331.00	718.00
326. COGNIZANT TECHNOLOGY A	05/07/2012	06/25/2012	18,880.00	19,868.00	-988.00
200. COGNIZANT TECHNOLOGY A	05/07/2012	06/29/2012	11,864.00	12,189.00	-325.00
175. CONCUR TECHNOLOGIES I	08/18/2011	03/20/2012	10,314.00	6,614.00	3,700.00
140. COSTCO WHSL CORP NEW	01/05/2012	03/20/2012	12,638.00	11,542.00	1,096.00
650. DANA HLDG CORP COM	05/10/2011	03/20/2012	10,393.00	11,832.00	-1,439.00
775. DECKERS OUTDOOR CORP	07/25/2011	03/15/2012	52,354.00	74,737.00	-22,383.00
1940. DENNYS CORP COM	05/04/2012	07/23/2012	8,284.00	7,833.00	451.00
265. DICK'S SPORTING GOODS	07/25/2011	03/20/2012	12,627.00	10,556.00	2,071.00
145. DICK'S SPORTING GOODS	07/25/2011	05/03/2012	7,338.00	5,776.00	1,562.00
350. DICK'S SPORTING GOODS	07/25/2011	05/15/2012	17,673.00	13,942.00	3,731.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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OMB No 1545-0092

2012

Name of estate or trust: THE ALSAM FOUNDATION 22-05171

Employer identification number: 74-2364289

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 240. #REORG/DIRECTV NAME,C DIRECTV COM 2J17AQ1 DUE 08/	11/16/2011	03/20/2012	11,570.00	11,177.00	393.00
115. #REORG/DIRECTV NAME,C DIRECTV COM 2J17AQ1 DUE 08/	11/16/2011	05/03/2012	5,671.00	5,356.00	315.00
80. DOLLAR TREE INC COM ST	12/15/2011	03/20/2012	7,525.00	6,570.00	955.00
60. DOLLAR TREE INC COM ST	12/15/2011	05/03/2012	6,201.00	4,927.00	1,274.00
672. DOLLAR TREE INC COM S	12/15/2011	11/15/2012	26,241.00	27,592.00	-1,351.00
160. E I DU PONT DE NEMOUR	03/16/2012	03/20/2012	8,449.00	8,551.00	-102.00 *
125. E I DU PONT DE NEMOUR	04/01/2012	05/03/2012	6,656.00	6,685.00	-29.00 *
900. EMC CORP MASS	08/23/2011	03/20/2012	25,776.00	18,933.00	6,843.00
250. EMC CORP MASS	04/05/2012	05/03/2012	7,053.00	7,292.00	-239.00
1500. EATON CORP	09/27/2012	12/03/2012	77,483.00	70,224.00	7,259.00
390. EBIX INC FORMERLY EBI 01/02/2004 COM NEW COM NEW	06/10/2011	03/20/2012	9,119.00	7,485.00	1,634.00
400. ECHO GLOBAL LOGISTICS	04/26/2011	03/20/2012	6,894.00	5,540.00	1,354.00
200. EXPRESS SCRIPTS INC C	01/24/2012	03/20/2012	10,576.00	10,266.00	310.00
60. EXPRESS SCRIPTS HLDG C	04/25/2012	05/03/2012	3,374.00	3,426.00	-52.00 *
845. EXXON MOBIL CORP	03/25/2012	03/26/2012	73,294.00	48,233.00	25,061.00
61. F5 NETWORKS INC	02/27/2012	03/20/2012	7,855.00	7,857.00	-2.00
85. F5 NETWORKS INC	02/27/2012	05/03/2012	11,567.00	10,948.00	619.00
289. FINANCIAL ENGINES INC	05/06/2011	03/20/2012	6,442.00	8,053.00	-1,611.00
1500. 1ST NIAGARA FINL GRO COM	02/15/2012	07/24/2012	10,935.00	14,579.00	-3,644.00
500. FORTUNE BRANDS HOME &	12/22/2011	07/23/2012	10,998.00	8,239.00	2,759.00
500. FORTUNE BRANDS HOME &	12/22/2011	07/24/2012	10,612.00	8,239.00	2,373.00
400. FREEPORT MCMORAN C & STK	09/28/2011	03/20/2012	15,224.00	13,706.00	1,518.00
185. FRESH MKT INC COM	09/06/2011	03/20/2012	8,669.00	6,684.00	1,985.00
250. GENESEE & WYO INC CL	04/19/2012	07/23/2012	13,920.00	13,483.00	437.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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OMB No. 1545-0092

2012

Name of estate or trust: THE ALSAM FOUNDATION 22-05171

Employer identification number: 74-2364289

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 250. GENESEE & WYO INC CL	04/19/2012	07/24/2012	14,661.00	13,483.00	1,178.00
200. GOLDMAN SACHS GROUP I	07/08/2011	03/20/2012	24,784.00	26,779.00	-1,995.00
39. GOOGLE INC CL A	12/29/2011	03/20/2012	24,747.00	24,918.00	-171.00
20. GOOGLE INC CL A	12/29/2011	05/03/2012	12,229.00	12,778.00	-549.00 *
75. GOOGLE INC CL A	06/27/2012	12/04/2012	51,701.00	42,792.00	8,909.00
149. W W GRAINGER INC	04/10/2012	07/18/2012	31,310.00	31,152.00	158.00
200. W W GRAINGER INC	09/27/2012	12/13/2012	38,244.00	41,146.00	-2,902.00
420. GULFPORT ENERGY CORP NEW	07/20/2011	03/20/2012	13,759.00	14,624.00	-865.00
1265. HALLIBURTON CO	07/25/2011	03/15/2012	43,302.00	72,826.00	-29,524.00
600. HALLIBURTON CO	11/08/2011	03/20/2012	20,628.00	23,039.00	-2,411.00
100. HANOVER INS GROUP INC	05/23/2011	03/20/2012	4,094.00	4,181.00	-87.00
260. HANOVER INS GROUP INC	02/15/2012	03/20/2012	10,643.00	10,573.00	70.00
240. HANOVER INS GROUP INC	02/15/2012	07/23/2012	8,337.00	9,760.00	-1,423.00
711. H J HEINZ CO	11/10/2011	08/08/2012	39,268.00	37,690.00	1,578.00
398. H J HEINZ CO	11/10/2011	08/09/2012	21,936.00	21,098.00	838.00
377. H J HEINZ CO	11/10/2011	08/10/2012	20,718.00	19,985.00	733.00
305. H J HEINZ CO	11/10/2011	08/13/2012	16,796.00	16,168.00	628.00
59. H J HEINZ CO	11/10/2011	08/14/2012	3,263.00	3,128.00	135.00
500. HESS CORP COM STK	07/15/2011	03/20/2012	30,865.00	36,386.00	-5,521.00
125. HOME DEPOT INC	03/19/2012	03/20/2012	6,170.00	6,112.00	58.00
95. HOME DEPOT INC	04/12/2012	05/03/2012	4,974.00	4,802.00	172.00
356. HOME DEPOT INC	08/13/2012	10/22/2012	22,058.00	18,813.00	3,245.00
370. ITT CORPORATION W/I	12/22/2011	03/20/2012	8,384.00	7,447.00	937.00
600. ITT CORPORATION W/I	03/26/2012	07/23/2012	11,160.00	13,816.00	-2,656.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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2012

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Employer identification number: 74-2364289

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(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 310. ITT CORPORATION W/I	12/22/2011	07/23/2012	5,766.00	6,240.00	-474.00
920. ITT CORPORATION W/I	12/22/2011	07/24/2012	17,010.00	18,518.00	-1,508.00
400. ICONIX BRAND GROUP IN	08/10/2011	03/20/2012	7,132.00	7,323.00	-191.00 *
1580. ICONIX BRAND GROUP I	09/09/2011	04/26/2012	22,652.00	28,614.00	-5,962.00
1175. INFORMATICA CORP	11/08/2011	01/27/2012	50,510.00	54,404.00	-3,894.00
37. INTUITIVE SURGICAL INC	07/20/2012	10/15/2012	18,734.00	18,459.00	275.00
335. J P MORGAN CHASE & CO	01/12/2012	03/20/2012	15,195.00	12,218.00	2,977.00
1550. J P MORGAN CHASE & C	01/17/2012	04/09/2012	68,278.00	55,564.00	12,714.00
450. JOHN BEAN TECHNOLOGIE STK	09/12/2011	03/20/2012	7,168.00	6,541.00	627.00
770. JOHN BEAN TECHNOLOGIE STK	09/12/2011	07/23/2012	10,556.00	11,192.00	-636.00
780. JOHN BEAN TECHNOLOGIE STK	09/12/2011	07/24/2012	10,681.00	11,337.00	-656.00
790. #REORG/KBW INC COM CA MERGERSTIFEL FIN CORP 28476	03/26/2012	07/23/2012	12,276.00	15,095.00	-2,819.00
810. #REORG/KBW INC COM CA MERGERSTIFEL FIN CORP 28476	06/08/2012	07/24/2012	12,434.00	13,363.00	-929.00
90. KINDER MORGAN MGMT LLC US49455U1007	08/01/2012	11/28/2012	6,736.00	6,792.00	-56.00
50. KINDER MORGAN MGMT LLC US49455U1007	08/01/2012	12/06/2012	3,683.00	3,773.00	-90.00
100. KINDER MORGAN MGMT LL STK US49455U1007	08/01/2012	12/11/2012	7,417.00	7,547.00	-130.00
162. KINDER MORGAN MGMT LL STK US49455U1007	08/01/2012	12/12/2012	11,882.00	12,226.00	-344.00
300. KOHLS CORP	05/12/2011	03/20/2012	14,515.00	16,473.00	-1,958.00
195. LAUDER ESTEE COS INC	11/08/2011	03/20/2012	12,137.00	11,333.00	804.00
50. LAUDER ESTEE COS INC C	11/08/2011	05/03/2012	3,197.00	2,906.00	291.00
430. LULULEMON ATHLETICA I	07/25/2011	01/18/2012	25,856.00	26,829.00	-973.00
150. LULULEMON ATHLETICA I	07/25/2011	03/20/2012	10,834.00	9,359.00	1,475.00
175. LULULEMON ATHLETICA I	07/25/2011	05/03/2012	14,064.00	10,919.00	3,145.00
174. LULULEMON ATHLETICA I	05/09/2012	09/07/2012	13,137.00	12,883.00	254.00

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SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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OMB No 1545-0092

2012

Name of estate or trust: THE ALSAM FOUNDATION 22-05171

Employer identification number: 74-2364289

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 690. LULULEMON ATHLETICA I	12/15/2011	11/19/2012	48,563.00	30,928.00	17,635.00	
323.00021 LUMINEX CORP DEL	05/03/2012	09/06/2012	6,401.00	7,945.00	-1,544.00	*
131.99979 LUMINEX CORP DEL	05/04/2012	09/06/2012	2,616.00	3,196.00	-580.00	
56. LUMINEX CORP DEL COM	05/04/2012	12/05/2012	960.00	1,314.00	-354.00	
16. LUMINEX CORP DEL COM	05/04/2012	12/06/2012	274.00	376.00	-102.00	
91. LUMINEX CORP DEL COM	05/04/2012	12/10/2012	1,536.00	2,131.00	-595.00	
71. LUMINEX CORP DEL COM	04/10/2012	12/11/2012	1,194.00	1,654.00	-460.00	
69. LUMINEX CORP DEL COM	04/10/2012	12/12/2012	1,140.00	1,607.00	-467.00	
139. LUMINEX CORP DEL COM	04/10/2012	12/13/2012	2,259.00	3,237.00	-978.00	
110. LUMINEX CORP DEL COM	04/10/2012	12/17/2012	1,797.00	2,559.00	-762.00	
146. LUMINEX CORP DEL COM	03/30/2012	12/18/2012	2,406.00	3,391.00	-985.00	
91. LUMINEX CORP DEL COM	03/30/2012	12/19/2012	1,510.00	2,111.00	-601.00	
73. LUMINEX CORP DEL COM	05/01/2012	12/20/2012	1,208.00	1,682.00	-474.00	
201. LUMINEX CORP DEL COM	05/03/2012	12/21/2012	3,312.00	4,567.00	-1,255.00	
193. LUMINEX CORP DEL COM	07/31/2012	12/26/2012	3,110.00	3,651.00	-541.00	
880. MANNING & NAPIER INC	12/02/2011	07/23/2012	11,839.00	11,171.00	668.00	
900. MANNING & NAPIER INC	11/30/2011	07/24/2012	12,026.00	11,343.00	683.00	
16. MASTERCARD INC CL A	03/09/2012	03/20/2012	6,708.00	6,719.00	-11.00	*
15. MASTERCARD INC CL A	05/02/2012	05/03/2012	6,616.00	6,799.00	-183.00	*
530. MCDERMOTT INTERNATION	03/01/2012	03/20/2012	6,943.00	8,001.00	-1,058.00	
1840. MCDERMOTT INTERNATIO	06/08/2012	07/23/2012	20,503.00	23,178.00	-2,675.00	
730. MCDERMOTT INTERNATION	06/08/2012	07/24/2012	8,091.00	7,559.00	532.00	
120. MONSANTO CO COM	03/16/2012	03/20/2012	9,495.00	9,530.00	-35.00	
540. NCR CORP NEW	09/12/2011	03/20/2012	11,491.00	8,807.00	2,684.00	

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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OMB No 1545-0092

2012

Name of estate or trust: THE ALSAM FOUNDATION 22-05171

Employer identification number: 74-2364289

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 1040. NCR CORP NEW	09/12/2011	07/23/2012	23,264.00	16,962.00	6,302.00
1060. NCR CORP NEW	09/12/2011	07/24/2012	23,876.00	17,288.00	6,588.00
105. NIKE INC CLASS B	04/05/2012	05/03/2012	12,031.00	11,589.00	442.00
120. NIKE INC CLASS B	04/05/2012	09/17/2012	11,740.00	13,244.00	-1,504.00
81. NOBLE ENERGY INC COM	03/12/2012	03/20/2012	7,974.00	7,717.00	257.00
400. NORTHWESTERN CORP COM	05/04/2012	07/23/2012	14,973.00	13,984.00	989.00
400. NORTHWESTERN CORP COM	05/04/2012	07/24/2012	14,760.00	13,984.00	776.00
3454. NUANCE COMMUNICATION	03/29/2012	04/20/2012	79,746.00	96,178.00	-16,432.00
350. OASIS PETE INC NEW CO	07/20/2011	03/20/2012	10,731.00	11,153.00	-422.00
20. OASIS PETE INC NEW COM	08/16/2011	07/23/2012	536.00	518.00	18.00
680. OASIS PETE INC NEW CO	08/16/2011	07/24/2012	18,258.00	17,612.00	646.00
.5 OLD DOMINION FGHT LINE	08/01/2012	09/10/2012	15.00	13.00	2.00
80. PHH CORP COM	03/26/2012	07/24/2012	1,287.00	1,245.00	42.00
43924.29 PIMCO FUNDS TOTAL INSTL CLASS	02/29/2012	03/22/2012	485,363.00	478,781.00	6,582.00
477.91 PIMCO FUNDS TOTAL R INSTL CLASS	03/30/2012	03/30/2012	5,300.00	5,300.00	
200. PEGASYSTEMS INC COM	06/16/2011	03/20/2012	7,547.00	7,407.00	140.00
1225. JC PENNEY CO INC COM	03/08/2012	05/22/2012	31,983.00	48,333.00	-16,350.00
205. PEPSICO INC	02/09/2012	03/20/2012	13,411.00	13,226.00	185.00
125. PEPSICO INC	02/09/2012	05/03/2012	8,354.00	8,065.00	289.00
65. PEPSICO INC	02/09/2012	05/10/2012	4,349.00	4,194.00	155.00
90. PERRIGO CO	03/14/2012	05/03/2012	9,391.00	9,354.00	37.00
1670. POLYPORE INTL INC CO	11/08/2011	01/31/2012	68,895.00	104,135.00	-35,240.00
690. REGIS CORP MINN	05/24/2012	07/23/2012	11,755.00	12,613.00	-858.00
710. REGIS CORP MINN	05/24/2012	07/24/2012	11,953.00	12,978.00	-1,025.00

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

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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2012

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(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 290. SPS COMM INC COM	07/27/2011	03/20/2012	7,461.00	5,379.00	2,082.00
782. ST JUDE MEDICAL INC	09/06/2012	11/09/2012	28,944.00	30,605.00	-1,661.00
45. SALESFORCE COM INC COM	04/24/2012	05/03/2012	7,134.00	6,707.00	427.00
305. SCIQUEST INC NEW COM	10/25/2011	03/20/2012	4,617.00	4,301.00	316.00
200. SIMON PPTY GROUP INC	09/18/2012	10/12/2012	30,555.00	32,535.00	-1,980.00
220. SMITH A O CORP COM	11/30/2011	03/20/2012	9,948.00	8,517.00	1,431.00
490. SMITH A O CORP COM	11/30/2011	07/23/2012	24,901.00	18,639.00	6,262.00
490. SMITH A O CORP COM	08/16/2011	07/24/2012	24,528.00	18,575.00	5,953.00
60. #REORG/SOLUTIA INC CAS MERGER EASTMAN CHEMICAL 229	02/17/2011	01/27/2012	1,631.00	1,531.00	100.00
890. SUNCOKE ENERGY INC CO	03/27/2012	07/23/2012	13,619.00	12,825.00	794.00
910. SUNCOKE ENERGY INC CO	05/22/2012	07/24/2012	13,720.00	12,934.00	786.00
1700. SUPER VALU INC	06/29/2011	04/03/2012	9,247.00	16,066.00	-6,819.00
2280. SUPER VALU INC	06/29/2011	04/04/2012	12,191.00	21,547.00	-9,356.00
.25 TENET HEALTHCARE CORP	08/01/2012	10/11/2012	7.00	5.00	2.00
170. TRIMBLE NAVIGATION LT	07/25/2011	05/03/2012	9,074.00	6,455.00	2,619.00
70. ULTA SALON COSMETICS & INC COMSTK	04/05/2012	05/03/2012	6,345.00	6,646.00	-301.00 *
274. ULTA SALON COSMETICS INC COMSTK	04/12/2012	11/19/2012	24,435.00	26,289.00	-1,854.00
150. ULTA SALON COSMETICS INC COMSTK	04/12/2012	11/30/2012	15,010.00	14,104.00	906.00
1611. UNITEDHEALTH GROUP I	03/21/2012	04/02/2012	94,593.00	85,910.00	8,683.00
527. VERIFONE SYSTEMS INC	05/25/2012	07/11/2012	18,398.00	20,543.00	-2,145.00
610. VIEWPOINT FINL GROUP	07/18/2011	03/20/2012	9,406.00	8,338.00	1,068.00
460. WADDELL & REED FINL I	09/08/2011	07/23/2012	12,650.00	13,904.00	-1,254.00
470. WADDELL & REED FINL I	09/08/2011	07/24/2012	12,952.00	14,206.00	-1,254.00
1400. WELLS FARGO & CO NEW	04/28/2011	03/20/2012	47,277.00	41,009.00	6,268.00

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

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: THE ALSAM FOUNDATION 22-05171

Employer identification number: 74-2364289

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 370. WINTRUST FINANCIAL CO STOCK	03/01/2012	03/20/2012	13,327.00	12,752.00	575.00
610. WINTRUST FINANCIAL CO STOCK	03/01/2012	07/23/2012	22,218.00	20,366.00	1,852.00
620. WINTRUST FINANCIAL CO STOCK	02/15/2012	07/24/2012	22,588.00	20,519.00	2,069.00

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b 45,290.00

* INDICATES WASH SALE

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: THE ALSAM FOUNDATION 22-05171

Employer identification number 74-2364289

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 3700. ABB LTD SPONSORED AD	12/24/2009	09/27/2012	69,930.00	70,633.00	-703.00
500. AT&T INC	08/04/2010	03/20/2012	15,765.00	13,331.00	2,434.00
275. ABAXIS INC COM	08/12/2008	03/20/2012	7,755.00	6,189.00	1,566.00
185. ABBOTT LABORATORIES	05/15/2002	03/20/2012	11,152.00	8,255.00	2,897.00
130. ABBOTT LABORATORIES	05/15/2002	05/03/2012	8,192.00	5,801.00	2,391.00
1625. ABBOTT LABORATORIES	05/08/2008	11/19/2012	101,965.00	84,606.00	17,359.00
200000. ABBOTT LABS 5.875% 05-15-2016	06/21/2007	12/10/2012	236,188.00	199,096.00	37,092.00
575. #REORG/ ACME PACKET I MERGER EFF 03/28/2013	12/15/2010	01/19/2012	17,673.00	31,847.00	-14,174.00
500. ACUITY BRANDS INC	07/21/2008	03/01/2012	30,756.00	20,240.00	10,516.00
170. ACUITY BRANDS INC	07/21/2008	03/20/2012	10,674.00	6,882.00	3,792.00
310. ACUITY BRANDS INC	07/21/2008	07/23/2012	18,423.00	12,549.00	5,874.00
320. ACUITY BRANDS INC	07/21/2008	07/24/2012	18,662.00	12,954.00	5,708.00
153. AIR PRODUCTS & CHEMIC	05/23/2008	03/16/2012	14,066.00	15,102.00	-1,036.00
712. AIR PRODUCTS & CHEMIC	05/23/2008	03/19/2012	65,400.00	70,278.00	-4,878.00
210. ALEXION PHARMACEUTICA	07/14/2010	03/20/2012	18,843.00	5,397.00	13,446.00
70. ALEXION PHARMACEUTICAL	07/14/2010	05/03/2012	6,364.00	1,799.00	4,565.00
113. ALEXION PHARMACEUTICA	07/14/2010	09/27/2012	12,653.00	2,904.00	9,749.00
30. ALLETE INC COM NEW	05/23/2011	07/23/2012	1,238.00	1,190.00	48.00
430. ALLETE INC COM NEW	05/04/2009	07/23/2012	17,739.00	11,659.00	6,080.00
470. ALLETE INC COM NEW	05/04/2009	07/24/2012	19,218.00	12,743.00	6,475.00
490. ALLSCRIPTS HEALTHCARE INC	08/08/2008	03/20/2012	8,766.00	7,427.00	1,339.00
468. ALLSCRIPTS HEALTHCARE INC	08/08/2008	05/21/2012	5,125.00	7,094.00	-1,969.00
1469. ALLSCRIPTS HEALTHCAR INC	08/08/2008	05/22/2012	16,362.00	22,266.00	-5,904.00
793. ALLSCRIPTS HEALTHCARE INC	08/08/2008	05/23/2012	8,721.00	12,020.00	-3,299.00
226. AMAZON COM INC	05/08/2009	01/27/2012	44,081.00	17,539.00	26,542.00

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

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side: THE ALSAM FOUNDATION 22-05171

Employer identification number: 74-2364289

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 97. AMAZON COM INC	05/08/2009	03/20/2012	18,745.00	7,528.00	11,217.00
55. AMAZON COM INC	05/08/2009	05/03/2012	12,611.00	4,268.00	8,343.00
62. AMAZON COM INC	05/08/2009	08/01/2012	14,420.00	4,812.00	9,608.00
415. AMERICAN EXPRESS CO	05/07/2010	01/13/2012	20,543.00	17,247.00	3,296.00
325. AMERICAN EXPRESS CO	05/07/2010	03/20/2012	18,551.00	13,506.00	5,045.00
165. AMERICAN EXPRESS CO	05/07/2010	05/03/2012	10,047.00	6,857.00	3,190.00
150. AMERICAN TOWER CORP	12/31/2010	03/20/2012	9,444.00	7,752.00	1,692.00
75. AMERICAN TOWER CORP	12/31/2010	05/03/2012	5,007.00	3,876.00	1,131.00
600. AMERISOURCE BERGEN CO	07/17/2007	03/20/2012	23,064.00	14,676.00	8,388.00
555. ANGIODYNAMICS INC COM	07/12/2007	03/20/2012	6,953.00	10,034.00	-3,081.00
198. ANGIODYNAMICS INC COM	07/12/2007	03/26/2012	2,493.00	3,569.00	-1,076.00
253. ANGIODYNAMICS INC COM	04/03/2007	04/05/2012	3,001.00	4,418.00	-1,417.00
211. ANGIODYNAMICS INC COM	04/03/2007	04/20/2012	2,576.00	3,684.00	-1,108.00
500. ANGIODYNAMICS INC COM	04/03/2007	05/16/2012	6,184.00	8,731.00	-2,547.00
375. ANGIODYNAMICS INC COM	04/04/2007	05/25/2012	4,594.00	6,504.00	-1,910.00
265. ANGIODYNAMICS INC COM	04/03/2007	05/25/2012	3,249.00	4,627.00	-1,378.00
1243. ANGIODYNAMICS INC CO	04/04/2007	07/12/2012	13,695.00	21,165.00	-7,470.00
50. APACHE CORP	05/23/2008	03/20/2012	5,277.00	6,994.00	-1,717.00
173. APACHE CORP	05/23/2008	05/15/2012	14,385.00	24,199.00	-9,814.00
173. APACHE CORP	05/23/2008	05/16/2012	14,401.00	24,199.00	-9,798.00
293. APACHE CORP	05/23/2008	06/06/2012	24,235.00	40,984.00	-16,749.00
536. APACHE CORP	04/28/2009	06/26/2012	44,125.00	52,626.00	-8,501.00
109. ARM HLDGS PLC SPONSOR	01/18/2011	07/11/2012	2,473.00	2,860.00	-387.00
981. ARM HLDGS PLC SPONSOR	01/18/2011	07/25/2012	23,797.00	25,741.00	-1,944.00
150. ATHENAHEALTH INC COM	03/31/2011	08/03/2012	14,272.00	6,816.00	7,456.00

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

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THE ALSAM FOUNDATION 22-05171

Employer identification number
74-2364289

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 2225. AUTODESK, INC	05/07/2010	08/24/2012	68,592.00	66,055.00	2,537.00
150. AVIS BUDGET GROUP INC	12/09/2010	03/20/2012	2,149.00	2,208.00	-59.00 *
900. AVIS BUDGET GROUP INC	07/20/2011	07/23/2012	12,683.00	13,345.00	-662.00
1010. AVIS BUDGET GROUP IN	12/09/2010	07/23/2012	14,233.00	14,870.00	-637.00
1490. AVIS BUDGET GROUP IN	12/09/2010	07/24/2012	20,526.00	21,762.00	-1,236.00
490. BABCOCK & WILCOX CO N	11/24/2010	03/20/2012	13,078.00	12,504.00	574.00
710. BABCOCK & WILCOX CO N	11/24/2010	07/23/2012	17,551.00	17,726.00	-175.00
720. BABCOCK & WILCOX CO N	01/08/2009	07/24/2012	17,490.00	9,582.00	7,908.00
500. BANK NEW YORK MELLON	08/29/2008	03/20/2012	12,075.00	17,271.00	-5,196.00
300. BAXTER INTL INC	06/02/2009	03/20/2012	17,815.00	14,539.00	3,276.00
480. BEACON ROOFING SUPPLY	07/21/2008	03/20/2012	11,765.00	5,493.00	6,272.00
720. BENEFICIAL MUT BANCOR STK	08/13/2008	03/20/2012	6,516.00	8,715.00	-2,199.00
1280. BENEFICIAL MUT BANCO STK	08/13/2008	07/23/2012	10,924.00	15,494.00	-4,570.00
1300. BENEFICIAL MUT BANCO STK	08/13/2008	07/24/2012	11,145.00	15,736.00	-4,591.00
550. BERKSHIRE HATHAWAY IN	03/28/2011	10/12/2012	48,934.00	46,706.00	2,228.00
1640.05 CF COGENT INVT STR MADISON STR PORTFOLIO CLASS	06/02/2008	07/31/2012	2,189,706.00	2,000,000.00	189,706.00
457. BHP LTD SPONSORED ADR	01/06/2009	03/05/2012	33,941.00	35,134.00	-1,193.00
468. BHP LTD SPONSORED ADR	02/13/2009	03/07/2012	34,073.00	21,018.00	13,055.00
90. BOEING CO	06/03/2010	05/03/2012	6,898.00	5,777.00	1,121.00
2000. BRINKS CO COM STOCK	11/18/2010	02/15/2012	47,205.00	51,356.00	-4,151.00
670. BROADRIDGE FINL SOLUT STK	05/14/2009	03/20/2012	16,214.00	12,554.00	3,660.00
1200. BROADRIDGE FINL SOLU COM STK	05/14/2009	07/23/2012	25,103.00	21,117.00	3,986.00
1230. BROADRIDGE FINL SOLU COM STK	05/14/2009	07/24/2012	25,420.00	21,645.00	3,775.00
750. CBOE HOLDINGS INC COM	05/23/2011	07/23/2012	20,731.00	20,940.00	-209.00
260. CBOE HOLDINGS INC COM	05/23/2011	07/24/2012	7,305.00	7,259.00	46.00

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

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THE ALSAM FOUNDATION 22-05171

Employer identification number
74-2364289

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 215. CABOT MICROELECTRONIC	10/27/2008	03/20/2012	8,452.00	5,223.00	3,229.00
100. CAPELLA ED CO COM	10/18/2010	03/20/2012	3,804.00	7,964.00	-4,160.00
505. CAPELLA ED CO COM	10/21/2010	08/03/2012	14,751.00	33,864.00	-19,113.00
880. CAPITOL FED FINL INC	02/24/2011	03/20/2012	10,481.00	10,772.00	-291.00
2330. CAPITOL FED FINL INC	02/24/2011	07/23/2012	26,985.00	28,403.00	-1,418.00
1070. CAPITOL FED FINL INC	02/03/2011	07/24/2012	12,535.00	13,018.00	-483.00
100. CARRIZO OIL & GAS INC	03/14/2011	03/20/2012	3,025.00	3,336.00	-311.00
20. CARRIZO OIL & GAS INC	12/22/2010	03/20/2012	605.00	654.00	-49.00
530. CARRIZO OIL & GAS INC	12/22/2010	07/23/2012	12,672.00	17,325.00	-4,653.00
550. CARRIZO OIL & GAS INC	12/22/2010	07/24/2012	13,090.00	17,979.00	-4,889.00
185. CASS INFORMATION SYS	05/13/2008	03/20/2012	7,461.00	5,550.00	1,911.00
.9 CASS INFORMATION SYS IN	05/07/2008	12/03/2012	39.00	25.00	14.00
300. CATERPILLAR INC	11/08/2010	09/18/2012	27,851.00	24,925.00	2,926.00
600. CATERPILLAR INC	11/08/2010	09/27/2012	52,430.00	49,850.00	2,580.00
475. CEPHEID INC	01/22/2007	03/20/2012	19,980.00	3,890.00	16,090.00
275. CERNER CORP	07/28/2009	03/20/2012	20,968.00	8,813.00	12,155.00
183. CERNER CORP	07/28/2009	04/09/2012	13,714.00	5,800.00	7,914.00
100. CERNER CORP	07/01/2009	05/03/2012	8,197.00	3,152.00	5,045.00
239. CERNER CORP	07/01/2009	06/18/2012	20,669.00	7,534.00	13,135.00
381. CERNER CORP	07/01/2009	10/26/2012	29,032.00	12,011.00	17,021.00
370. CHEESECAKE FACTORY IN	12/26/2007	03/20/2012	11,424.00	8,715.00	2,709.00
255. CHEMED CORP NEW COM	01/22/2007	03/20/2012	15,947.00	9,185.00	6,762.00
20. CHEMTURA CORP COM NEW	01/12/2011	03/20/2012	344.00	326.00	18.00
1570. CHEMTURA CORP COM NE	01/12/2011	07/23/2012	20,188.00	25,599.00	-5,411.00
1610. CHEMTURA CORP COM NE	01/12/2011	07/24/2012	20,543.00	26,251.00	-5,708.00

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

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side: THE ALSAM FOUNDATION 22-05171

Employer identification number: 74-2364289

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 200. CHEVRONTEXACO CORP CO	01/18/2007	03/20/2012	21,857.00	14,063.00	7,794.00
450. ADR CHICAGO BRDG & IRY REGISTRY SH NV	01/17/2007	03/20/2012	20,560.00	11,942.00	8,618.00
770. ADR CHICAGO BRDG & IRY REGISTRY SH NV	01/17/2007	07/23/2012	28,776.00	20,435.00	8,341.00
780. ADR CHICAGO BRDG & IRY REGISTRY SH NV	01/17/2007	07/24/2012	28,358.00	20,700.00	7,658.00
300. CIRCOR INTL INC COM	01/17/2007	03/20/2012	9,982.00	10,927.00	-945.00
440. CIRCOR INTL INC COM	01/17/2007	07/23/2012	13,741.00	16,026.00	-2,285.00
440. CIRCOR INTL INC COM	01/17/2007	07/24/2012	13,530.00	16,026.00	-2,496.00
3975. CISCO SYS INC	05/08/2008	06/27/2012	66,501.00	113,708.00	-47,207.00
152. CITRIX SYS INC	06/23/2010	11/28/2012	9,240.00	6,894.00	2,346.00
321. COACH INC	07/25/2011	09/10/2012	20,021.00	21,391.00	-1,370.00
185. COGNIZANT TECHNOLOGY A	01/21/2010	03/20/2012	13,956.00	8,674.00	5,282.00
550. COGNIZANT TECHNOLOGY A	08/28/2007	03/30/2012	41,847.00	19,814.00	22,033.00
90. COGNIZANT TECHNOLOGY S	01/21/2010	05/03/2012	6,411.00	4,220.00	2,191.00
2000. COGNIZANT TECHNOLOGY A	05/08/2008	06/27/2012	116,212.00	68,670.00	47,542.00
98. COGNIZANT TECHNOLOGY S	01/21/2010	06/29/2012	5,813.00	4,595.00	1,218.00
404. COGNIZANT TECHNOLOGY A	01/21/2010	07/12/2012	22,357.00	18,941.00	3,416.00
407. COGNIZANT TECHNOLOGY A	01/21/2010	07/23/2012	22,917.00	19,082.00	3,835.00
601. COGNIZANT TECHNOLOGY A	01/21/2010	08/06/2012	38,708.00	22,825.00	15,883.00
204. COGNIZANT TECHNOLOGY A	08/26/2009	12/05/2012	14,278.00	7,138.00	7,140.00
234. COGNIZANT TECHNOLOGY A	08/26/2009	12/06/2012	16,373.00	8,187.00	8,186.00
227. COGNIZANT TECHNOLOGY A	08/26/2009	12/07/2012	15,887.00	7,943.00	7,944.00
150. COMPASS MINERALS INTL	11/14/2008	03/20/2012	10,615.00	7,914.00	2,701.00
220. COMPASS MINERALS INTL	11/14/2008	07/23/2012	16,680.00	11,607.00	5,073.00
230. COMPASS MINERALS INTL	11/14/2008	07/24/2012	17,282.00	12,135.00	5,147.00
180. CONSTANT CONTACT INC	03/18/2010	03/20/2012	5,083.00	4,109.00	974.00

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

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THE ALSAM FOUNDATION 22-05171

Employer identification number 74-2364289

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 200000. COSTCO WHOLESALE C CRP COST/. 5.3 5.3% DUE 03-	06/21/2007	03/15/2012	200,000.00	197,798.00	2,202.00
110. COSTAR GROUP INC.	09/04/2008	03/20/2012	7,336.00	6,050.00	1,286.00
300. COVANCE INC	12/18/2008	10/02/2012	14,326.00	12,262.00	2,064.00
1900. COVANCE INC	12/18/2008	10/03/2012	91,084.00	77,662.00	13,422.00
68. CUMMINS ENGINE INC	10/23/2009	03/20/2012	8,318.00	3,381.00	4,937.00
278. CUMMINS ENGINE INC	10/23/2009	06/07/2012	27,343.00	13,823.00	13,520.00
301. CUMMINS ENGINE INC	10/23/2009	07/23/2012	26,350.00	14,967.00	11,383.00
1600. CUMMINS ENGINE INC	09/10/2009	09/27/2012	148,227.00	75,072.00	73,155.00
1160. DANA HLDG CORP COM	03/22/2011	07/23/2012	13,374.00	19,752.00	-6,378.00
1190. DANA HLDG CORP COM	03/23/2011	07/24/2012	13,732.00	20,180.00	-6,448.00
165. DANAHER CORP	05/23/2008	03/20/2012	8,989.00	6,269.00	2,720.00
170. DANAHER CORP	05/23/2008	05/03/2012	9,158.00	6,459.00	2,699.00
521. DANAHER CORP	05/23/2008	07/18/2012	27,092.00	19,796.00	7,296.00
330. DEALERTRACK TECHNOLOG	07/22/2008	03/20/2012	9,999.00	5,574.00	4,425.00
125. DEERE & CO	07/27/2010	03/20/2012	10,338.00	8,062.00	2,276.00
249. DEERE & CO	07/27/2010	04/12/2012	19,767.00	16,060.00	3,707.00
75. DEERE & CO	07/27/2010	05/03/2012	6,185.00	4,837.00	1,348.00
280. DEERE & CO	07/27/2010	05/21/2012	21,046.00	18,060.00	2,986.00
263. DEERE & CO	07/28/2010	11/19/2012	22,653.00	16,887.00	5,766.00
250. DELTIC TIMBER CORP	08/03/2007	03/20/2012	16,261.00	13,121.00	3,140.00
370. DELTIC TIMBER CORP	08/03/2007	07/23/2012	22,246.00	19,419.00	2,827.00
380. DELTIC TIMBER CORP	08/03/2007	07/24/2012	22,634.00	19,944.00	2,690.00
1550. DENNYS CORP COM	04/01/2010	07/23/2012	6,618.00	6,050.00	568.00
3550. DENNYS CORP COM	04/05/2010	07/24/2012	15,028.00	13,809.00	1,219.00
262. DICK'S SPORTING GOODS	01/20/2011	05/15/2012	13,230.00	9,190.00	4,040.00

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THE ALSAM FOUNDATION 22-05171

Employer identification number
74-2364289

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 487. DICK'S SPORTING GOODS	01/20/2011	10/25/2012	24,516.00	17,083.00	7,433.00
715. DIGI INTL INC COM	01/25/2007	03/20/2012	7,843.00	9,140.00	-1,297.00
200. DINEEQUITY INC COM ST	01/17/2007	03/20/2012	10,409.00	10,766.00	-357.00
400. DINEEQUITY INC COM ST	01/17/2007	07/23/2012	16,702.00	21,532.00	-4,830.00
400. DINEEQUITY INC COM ST	01/17/2007	07/24/2012	16,813.00	21,532.00	-4,719.00
160. WALT DISNEY CO	11/18/2003	03/20/2012	6,913.00	3,589.00	3,324.00
175. WALT DISNEY CO	11/18/2003	05/03/2012	7,665.00	3,925.00	3,740.00
2000. WALT DISNEY CO	05/08/2008	08/23/2012	98,681.00	68,946.00	29,735.00
874.92 CF GIOVINE INVESTME INTERNATIONAL LTD A SER 1 (	04/01/2008	10/01/2012	1,000,000.00	983,686.00	16,314.00
100. DOVER CORP	01/18/2007	03/20/2012	6,340.00	4,881.00	1,459.00
180. DRESSER-RAND GROUP IN	11/01/2010	03/20/2012	9,064.00	6,220.00	2,844.00
350. DRESSER-RAND GROUP IN	11/01/2010	07/23/2012	15,459.00	12,094.00	3,365.00
350. DRESSER-RAND GROUP IN	11/01/2010	07/24/2012	15,379.00	12,094.00	3,285.00
700. E I DU PONT DE NEMOUR	11/08/2010	12/13/2012	30,757.00	33,873.00	-3,116.00
430. EMC CORP MASS	04/21/2010	03/20/2012	12,379.00	8,467.00	3,912.00
385. ECHELON CORP	12/09/2010	02/24/2012	2,006.00	3,724.00	-1,718.00
349. ECHELON CORP	01/25/2007	03/13/2012	1,735.00	2,647.00	-912.00
700. ECHELON CORP	01/25/2007	03/14/2012	3,452.00	5,310.00	-1,858.00
580. ECHELON CORP	01/25/2007	03/26/2012	2,680.00	4,400.00	-1,720.00
695. ECHELON CORP	01/25/2007	03/27/2012	3,251.00	5,272.00	-2,021.00
1522. ECHELON CORP	01/25/2007	04/26/2012	6,674.00	11,545.00	-4,871.00
400. EMERSON ELECTRIC CO	01/18/2007	03/20/2012	20,464.00	17,947.00	2,517.00
1100. EMERSON ELECTRIC CO	01/18/2007	08/29/2012	56,667.00	49,355.00	7,312.00
1800. EMERSON ELECTRIC CO	01/18/2007	08/30/2012	91,443.00	80,763.00	10,680.00
300. EMERSON ELECTRIC CO	01/18/2007	08/31/2012	15,314.00	13,460.00	1,854.00

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THE ALSAM FOUNDATION 22-05171	74-2364289

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 390. ENERNOC INC COM	07/19/2010	02/28/2012	3,410.00	12,340.00	-8,930.00
208. ENERNOC INC COM	07/01/2010	02/29/2012	1,658.00	6,428.00	-4,770.00
292. ENERNOC INC COM	07/01/2010	03/07/2012	2,161.00	9,018.00	-6,857.00
513. ENERNOC INC COM	07/02/2010	03/08/2012	3,761.00	15,626.00	-11,865.00
370. ENPRO INDUSTRIES INC	03/08/2011	03/20/2012	14,078.00	14,494.00	-416.00
630. ENPRO INDUSTRIES INC	01/17/2007	07/23/2012	22,557.00	20,683.00	1,874.00
30. ENPRO INDUSTRIES INC	03/08/2011	07/23/2012	1,074.00	1,175.00	-101.00
670. ENPRO INDUSTRIES INC	01/17/2007	07/24/2012	23,562.00	21,996.00	1,566.00
1800. EXELIS INC	05/08/2008	06/27/2012	17,035.00	29,622.00	-12,587.00
470. EXXON MOBIL CORP	06/30/2010	03/12/2012	40,107.00	26,828.00	13,279.00
75. EXXON MOBIL CORP	11/04/2010	03/20/2012	6,504.00	5,209.00	1,295.00
210. EXXON MOBIL CORP	11/04/2010	03/26/2012	18,215.00	14,585.00	3,630.00
180. FARO TECHNOLOGIES INC	08/09/2007	03/20/2012	10,015.00	6,120.00	3,895.00
770. FEDERAL SIGNAL CORP	05/07/2010	01/26/2012	3,201.00	4,913.00	-1,712.00
380. FEDERAL SIGNAL CORP	05/07/2010	01/27/2012	1,577.00	2,424.00	-847.00
770. FEDERAL SIGNAL CORP	05/07/2010	01/30/2012	3,163.00	4,913.00	-1,750.00
480. FEDERAL SIGNAL CORP	05/07/2010	01/31/2012	1,990.00	3,062.00	-1,072.00
900. FEDEX CORP	12/24/2009	09/18/2012	78,803.00	74,789.00	4,014.00
21. FINANCIAL ENGINES INC	01/12/2011	03/20/2012	468.00	447.00	21.00
630. FIRST AMERN FINL CORP	11/24/2010	03/20/2012	9,791.00	9,116.00	675.00
1250. FIRST AMERN FINL COR	11/24/2010	07/23/2012	20,461.00	17,736.00	2,725.00
1280. FIRST AMERN FINL COR	03/25/2010	07/24/2012	21,235.00	17,734.00	3,501.00
1150. 1ST NIAGARA FINL GRO COM	09/13/2010	03/20/2012	11,711.00	16,436.00	-4,725.00
2150. 1ST NIAGARA FINL GRO COM	09/13/2010	07/23/2012	15,721.00	25,037.00	-9,316.00
700. 1ST NIAGARA FINL GROU COM	09/13/2010	07/24/2012	5,103.00	8,152.00	-3,049.00

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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 620. FIRSTMERIT CORP	11/20/2009	03/20/2012	10,614.00	12,201.00	-1,587.00
1090. FIRSTMERIT CORP	08/05/2009	07/23/2012	17,374.00	20,997.00	-3,623.00
1110. FIRSTMERIT CORP	08/05/2009	07/24/2012	17,908.00	21,382.00	-3,474.00
810. FLOWERS FOODS INC	01/17/2007	03/20/2012	16,362.00	9,690.00	6,672.00
1460. FLOWERS FOODS INC	01/17/2007	07/23/2012	29,517.00	17,467.00	12,050.00
1490. FLOWERS FOODS INC	01/17/2007	07/24/2012	31,466.00	17,825.00	13,641.00
110. FLOWSERVE CORP	09/22/2009	03/20/2012	12,627.00	11,053.00	1,574.00
200. FLOWSERVE CORP	01/29/2010	07/23/2012	22,219.00	18,795.00	3,424.00
200. FLOWSERVE CORP	01/29/2010	07/24/2012	22,100.00	18,795.00	3,305.00
620. FORESTAR GROUP INC	12/11/2009	03/20/2012	9,771.00	12,939.00	-3,168.00
830. FORESTAR GROUP INC	08/10/2010	07/23/2012	9,896.00	16,444.00	-6,548.00
850. FORESTAR GROUP INC	08/10/2010	07/24/2012	10,137.00	12,767.00	-2,630.00
200. FORRESTER RESH INC	01/02/2008	02/23/2012	6,433.00	5,506.00	927.00
179. FORRESTER RESH INC	01/02/2008	03/06/2012	5,719.00	4,928.00	791.00
136. FORRESTER RESH INC	01/02/2008	03/07/2012	4,345.00	3,744.00	601.00
180. FORRESTER RESH INC	01/02/2008	03/08/2012	5,794.00	4,956.00	838.00
110. FORRESTER RESH INC	01/02/2008	03/20/2012	3,508.00	3,029.00	479.00
12. FORRESTER RESH INC	01/02/2008	12/05/2012	336.00	330.00	6.00
16. FORRESTER RESH INC	01/02/2008	12/11/2012	444.00	441.00	3.00
38. FORRESTER RESH INC	01/02/2008	12/18/2012	1,013.00	1,046.00	-33.00
34. FORRESTER RESH INC	01/02/2008	12/19/2012	916.00	936.00	-20.00
172. FORRESTER RESH INC	01/02/2008	12/19/2012	4,640.00	4,735.00	-95.00
388. FORRESTER RESH INC	01/02/2008	12/20/2012	10,466.00	10,682.00	-216.00
180. FORWARD AIR CORPORATI	04/19/2007	03/20/2012	6,254.00	5,766.00	488.00
540. FOSTER L B CO CL A	01/18/2007	07/23/2012	15,506.00	12,706.00	2,800.00

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6a 360. FOSTER L B CO CL A	01/18/2007	07/24/2012	10,357.00	8,471.00	1,886.00
1250. FREEPORT MCMORAN C & STK	04/28/2009	03/20/2012	48,722.00	24,071.00	24,651.00
1600. GENERAL ELECTRIC CO	07/28/2010	03/20/2012	31,952.00	25,623.00	6,329.00
430. GENTEX CORP COM	01/22/2007	03/20/2012	10,750.00	6,824.00	3,926.00
495. GRAND CANYON ED INC C	10/21/2010	03/20/2012	8,649.00	10,442.00	-1,793.00
675. GREEN MTN COFFEE ROAS	12/14/2010	02/02/2012	44,364.00	21,565.00	22,799.00
780. GULFPORT ENERGY CORP NEW	07/20/2011	07/23/2012	16,125.00	21,504.00	-5,379.00
800. GULFPORT ENERGY CORP NEW	05/23/2011	07/24/2012	15,976.00	21,392.00	-5,416.00
570. HANESBRANDS INC COM S	11/09/2010	03/20/2012	16,592.00	14,449.00	2,143.00
1030. HANESBRANDS INC COM	11/09/2010	07/23/2012	29,905.00	26,110.00	3,795.00
20. HANESBRANDS INC COM ST	02/24/2011	07/23/2012	581.00	504.00	77.00
580. HANESBRANDS INC COM S	02/24/2011	07/24/2012	16,837.00	14,622.00	2,215.00
500. HANESBRANDS INC COM S	01/05/2010	07/24/2012	14,515.00	12,511.00	2,004.00
440. HANOVER INS GROUP INC	10/15/2008	07/23/2012	15,285.00	16,336.00	-1,051.00
700. HANOVER INS GROUP INC	10/15/2008	07/24/2012	24,286.00	25,989.00	-1,703.00
500. HILL ROM HLDGS INC CO	10/09/2008	03/20/2012	17,621.00	12,035.00	5,586.00
870. HILL ROM HLDGS INC CO	12/08/2009	07/23/2012	26,853.00	20,653.00	6,200.00
880. HILL ROM HLDGS INC CO	12/08/2009	07/24/2012	27,454.00	20,532.00	6,922.00
600. HUMANA INC	10/07/2008	01/24/2012	54,615.00	22,182.00	32,433.00
300. HUMANA INC	10/07/2008	01/25/2012	26,642.00	11,091.00	15,551.00
800. HUMANA INC	10/07/2008	08/24/2012	55,983.00	29,576.00	26,407.00
400. HUMANA INC	10/07/2008	08/27/2012	27,994.00	14,788.00	13,206.00
190. IPC THE HOSPITALIST C	07/09/2008	03/20/2012	6,913.00	3,620.00	3,293.00
230. IBERIABANK CORP COM	07/20/2009	03/20/2012	12,553.00	9,707.00	2,846.00
370. IBERIABANK CORP COM	07/21/2009	07/23/2012	18,056.00	15,560.00	2,496.00

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6a 380. IBERIABANK CORP COM	07/21/2009	07/24/2012	18,438.00	15,804.00	2,634.00
900. ITT CORPORATION W/I	05/08/2008	06/27/2012	15,613.00	22,882.00	-7,269.00
700. INNERWORKINGS INC COM	10/20/2009	03/20/2012	8,220.00	3,705.00	4,515.00
3700. INTEL CORP COM	01/17/2007	08/29/2012	91,457.00	78,588.00	12,869.00
43. INTL BUSINESS MACHINES	02/06/2009	03/20/2012	8,790.00	4,052.00	4,738.00
45. INTL BUSINESS MACHINES	02/06/2009	05/03/2012	9,319.00	4,241.00	5,078.00
24. INTUITIVE SURGICAL INC	09/29/2009	03/20/2012	12,689.00	6,152.00	6,537.00
20. INTUITIVE SURGICAL INC	09/29/2009	05/03/2012	11,593.00	5,127.00	6,466.00
7225. ISHARES MSCI EMERGIN FUND	11/08/2010	08/23/2012	289,788.00	314,285.00	-24,497.00
13825. MFC ISHARES TR MSCI FD	09/10/2009	08/23/2012	723,031.00	978,552.00	-255,521.00
200. ITC HLDGS CORP COM ST	09/17/2007	03/20/2012	15,384.00	9,360.00	6,024.00
700. ITC HLDGS CORP COM ST	09/17/2007	05/04/2012	51,285.00	32,760.00	18,525.00
800. J P MORGAN CHASE & CO	08/13/2004	03/20/2012	35,511.00	29,562.00	5,949.00
1150. JOHNSON & JOHNSON	12/24/2009	11/19/2012	79,827.00	76,598.00	3,229.00
694. JOHNSON CONTROLS INC	05/20/2010	03/14/2012	22,156.00	19,235.00	2,921.00
390. JOHNSON CONTROLS INC	05/20/2010	03/20/2012	12,566.00	10,786.00	1,780.00
1088. JOHNSON CONTROLS INC	05/20/2010	04/12/2012	34,543.00	29,676.00	4,867.00
180. JOHNSON CONTROLS INC	08/07/2009	05/03/2012	5,853.00	4,887.00	966.00
595. JOHNSON CONTROLS INC	06/10/2010	07/09/2012	15,898.00	16,139.00	-241.00
590. JOHNSON CONTROLS INC	06/10/2010	07/10/2012	15,917.00	15,651.00	266.00
1788. JOHNSON CONTROLS INC	06/10/2010	07/11/2012	48,166.00	46,129.00	2,037.00
320. KAISER ALUM CORP COM COM PAR $0.01	04/09/2009	03/20/2012	15,633.00	8,554.00	7,079.00
490. KAISER ALUM CORP COM COM PAR $0.01	01/29/2009	07/23/2012	24,797.00	12,913.00	11,884.00
490. KAISER ALUM CORP COM COM PAR $0.01	01/29/2009	07/24/2012	24,539.00	12,913.00	11,626.00
270. KANSAS CITY SOUTHERN	01/17/2007	03/20/2012	19,479.00	8,048.00	11,431.00

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6a 435. KANSAS CITY SOUTHERN	07/15/2010	03/20/2012	31,450.00	15,681.00	15,769.00
200. KANSAS CITY SOUTHERN	01/17/2007	04/19/2012	14,570.00	5,962.00	8,608.00
45. KANSAS CITY SOUTHERN I	07/15/2010	05/03/2012	3,434.00	1,622.00	1,812.00
410. KANSAS CITY SOUTHERN	01/17/2007	07/23/2012	28,495.00	12,222.00	16,273.00
420. KANSAS CITY SOUTHERN	01/17/2007	07/24/2012	29,232.00	12,520.00	16,712.00
20. KANSAS CITY SOUTHERN I	07/15/2010	10/22/2012	1,576.00	720.00	856.00
111. KANSAS CITY SOUTHERN	07/07/2010	10/24/2012	8,785.00	3,992.00	4,793.00
80. KOPPERS HLDGS INC COM	01/13/2011	03/20/2012	3,001.00	3,127.00	-126.00
150. KOPPERS HLDGS INC COM	05/17/2010	03/20/2012	5,627.00	4,870.00	757.00
370. KOPPERS HLDGS INC COM	05/17/2010	07/23/2012	11,772.00	12,013.00	-241.00
380. KOPPERS HLDGS INC COM	05/17/2010	07/24/2012	11,979.00	12,337.00	-358.00
515. LKQ CORP COM LKQ CORP	03/20/2007	03/20/2012	16,152.00	5,429.00	10,723.00
3100. LOWES COMPANIES INC	08/28/2007	08/23/2012	84,628.00	94,364.00	-9,736.00
199. LULULEMON ATHLETICA I	07/25/2011	09/07/2012	15,025.00	12,416.00	2,609.00
256. LULULEMON ATHLETICA I	07/25/2011	11/19/2012	18,017.00	15,973.00	2,044.00
295. MAXIMUS INC	01/22/2007	03/20/2012	12,360.00	4,420.00	7,940.00
1140. MCDERMOTT INTERNATIO	01/08/2009	07/24/2012	12,635.00	7,177.00	5,458.00
320. #REORG/MEDTOX SCIENTI CASH MERGER 7/31/2012	08/16/2007	03/20/2012	5,056.00	4,978.00	78.00
75. #REORG/MEDTOX SCIENTIF CASH MERGER 7/31/2012	08/16/2007	06/07/2012	1,999.00	1,157.00	842.00
106. #REORG/MEDTOX SCIENTI CASH MERGER 7/31/2012	08/16/2007	06/07/2012	2,825.00	1,635.00	1,190.00
273. #REORG/MEDTOX SCIENTI CASH MERGER 7/31/2012	08/16/2007	06/11/2012	7,278.00	4,119.00	3,159.00
381. #REORG/MEDTOX SCIENTI CASH MERGER 7/31/2012	08/09/2007	06/12/2012	10,158.00	5,045.00	5,113.00
185. MEDNAX INC COM	01/22/2007	03/20/2012	13,812.00	9,548.00	4,264.00
200. MICROSOFT CORP COM	06/11/2010	03/20/2012	6,358.00	5,070.00	1,288.00
2200. MICROSOFT CORP COM	06/11/2010	08/29/2012	67,339.00	44,094.00	23,245.00

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

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THE ALSAM FOUNDATION 22-05171

Employer identification number

74-2364289

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 1850. MICROSOFT CORP COM	05/08/2008	09/18/2012	57,608.00	53,023.00	4,585.00
210. MOBILE MINI INC	01/22/2007	03/20/2012	4,534.00	5,378.00	-844.00
615. NATIONAL INSTRS CORP	01/22/2007	03/20/2012	16,755.00	11,341.00	5,414.00
392. NATIONAL-OILWELL INC	04/24/2009	06/26/2012	23,511.00	12,657.00	10,854.00
269. NATIONAL-OILWELL INC	04/24/2009	06/29/2012	17,311.00	8,296.00	9,015.00
295. NEOGEN CORP COM	01/25/2007	03/20/2012	10,823.00	2,957.00	7,866.00
400. NEXTERA ENERGY INC CO	01/18/2007	03/20/2012	24,012.00	21,881.00	2,131.00
1375. NEXTERA ENERGY INC C	09/10/2009	10/12/2012	96,084.00	76,464.00	19,620.00
91. NIKE INC CLASS B	05/23/2008	03/20/2012	10,193.00	5,911.00	4,282.00
72. NIKE INC CLASS B	05/23/2008	09/17/2012	7,044.00	4,677.00	2,367.00
3975. NOKIA CORP SPONSORED	05/08/2008	03/30/2012	21,465.00	118,039.00	-96,574.00
950. NORTHWEST BANCSHARES	07/13/2010	03/20/2012	12,198.00	11,180.00	1,018.00
1700. NORTHWEST BANCSHARES	09/13/2010	07/23/2012	19,125.00	19,746.00	-621.00
1730. NORTHWEST BANCSHARES	09/13/2010	07/24/2012	19,505.00	19,705.00	-200.00
650. OASIS PETE INC NEW CO	07/20/2011	07/23/2012	17,406.00	20,712.00	-3,306.00
2475. ORACLE CORPORATION	03/05/2009	02/15/2012	69,759.00	38,636.00	31,123.00
720. PHH CORP COM	11/24/2010	03/20/2012	10,910.00	14,792.00	-3,882.00 *
1330. PHH CORP COM	11/30/2010	07/23/2012	21,710.00	27,492.00	-5,782.00
1270. PHH CORP COM	11/11/2010	07/24/2012	20,424.00	25,795.00	-5,371.00
137071.19 PIMCO FUNDS TOTA FUND INSTL CLASS	07/11/2007	03/22/2012	1,514,637.00	1,391,273.00	123,364.00
330. PATTERSON COMPANIES I	04/21/2009	03/20/2012	10,570.00	6,763.00	3,807.00
620. PATTERSON COMPANIES I	04/21/2009	07/23/2012	20,925.00	12,707.00	8,218.00
630. PATTERSON COMPANIES I	04/21/2009	07/24/2012	20,923.00	12,912.00	8,011.00
570. PENSKE AUTOMOTIVE GRO STK	02/17/2011	03/20/2012	13,879.00	11,989.00	1,890.00
1000. PENSKE AUTOMOTIVE GR STK	02/17/2011	07/23/2012	24,027.00	21,033.00	2,994.00

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THE ALSAM FOUNDATION 22-05171

Employer identification number
74-2364289

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 1030. PENSKE AUTOMOTIVE GR STK	03/14/2011	07/24/2012	23,853.00	21,427.00	2,426.00
228. PEPSICO INC	04/01/2003	05/10/2012	15,255.00	9,197.00	6,058.00
200000. PEPSICO INC NT 5.1 05-15-2012	06/21/2007	05/15/2012	200,000.00	200,000.00	
1500. PHILLIPS 66 COM	01/18/2007	08/20/2012	64,781.00	45,251.00	19,530.00
100. PHILLIPS 66 COM	01/18/2007	08/21/2012	4,318.00	3,017.00	1,301.00
100. PHILLIPS 66 COM	01/18/2007	08/31/2012	4,288.00	3,017.00	1,271.00
170. PORTFOLIO RECOVERY AS	12/28/2007	03/20/2012	12,043.00	6,570.00	5,473.00
255. POWER INTEGRATIONS IN	01/22/2007	03/20/2012	9,577.00	5,253.00	4,324.00
25. PRECISION CASTPARTS CO	08/09/2010	05/03/2012	4,423.00	3,098.00	1,325.00
300. PROCTER & GAMBLE CO	07/19/2007	03/20/2012	20,151.00	18,906.00	1,245.00
1400. PROCTER & GAMBLE CO	07/19/2007	06/28/2012	83,469.00	87,772.00	-4,303.00
1300. PROCTER & GAMBLE CO	05/08/2008	12/04/2012	90,308.00	84,699.00	5,609.00
735. QUALCOMM INC	11/23/2010	03/20/2012	48,862.00	34,737.00	14,125.00
190. QUALCOMM INC	11/23/2010	05/03/2012	12,088.00	8,911.00	3,177.00
170. QUALITY SYS INC COM S	12/02/2009	03/20/2012	7,355.00	5,310.00	2,045.00
111. QUALITY SYS INC COM S	12/02/2009	03/22/2012	4,766.00	3,467.00	1,299.00
93. QUALITY SYS INC COM ST	12/02/2009	03/23/2012	3,944.00	2,900.00	1,044.00
224. QUALITY SYS INC COM S	12/01/2009	03/26/2012	9,755.00	6,857.00	2,898.00
89. QUALITY SYS INC COM ST	12/01/2009	03/27/2012	3,903.00	2,724.00	1,179.00
209. QUALITY SYS INC COM S	12/01/2009	03/28/2012	9,156.00	6,398.00	2,758.00
81. QUALITY SYS INC COM ST	12/01/2009	03/29/2012	3,560.00	2,480.00	1,080.00
121. QUALITY SYS INC COM S	12/01/2009	03/30/2012	5,297.00	3,704.00	1,593.00
175. RED HAT INC	04/14/2010	03/20/2012	8,822.00	5,596.00	3,226.00
190. RED HAT INC	04/14/2010	05/03/2012	11,557.00	6,076.00	5,481.00
150. REGAL BELOIT CORP COM	11/24/2010	03/20/2012	10,120.00	8,880.00	1,240.00

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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 320. REGAL BELOIT CORP COM	11/24/2010	07/23/2012	20,972.00	18,944.00	2,028.00
330. REGAL BELOIT CORP COM	11/24/2010	07/24/2012	21,760.00	19,536.00	2,224.00
465. RESOURCES CONNECTION	08/21/2007	03/20/2012	5,933.00	14,154.00	-8,221.00
210. RESOURCES CONNECTION	12/27/2007	06/21/2012	2,520.00	4,910.00	-2,390.00
214. RESOURCES CONNECTION	12/27/2007	06/22/2012	2,557.00	3,976.00	-1,419.00
135. RESOURCES CONNECTION	12/27/2007	06/29/2012	1,653.00	2,508.00	-855.00
161. RESOURCES CONNECTION	12/27/2007	07/02/2012	1,942.00	2,991.00	-1,049.00
400. RESOURCES CONNECTION	12/27/2007	07/10/2012	4,794.00	7,432.00	-2,638.00
265. RESOURCES CONNECTION	12/27/2007	07/13/2012	3,215.00	4,924.00	-1,709.00
183. RESOURCES CONNECTION	12/27/2007	07/16/2012	2,187.00	3,400.00	-1,213.00
179. RESOURCES CONNECTION	12/27/2007	07/17/2012	2,139.00	3,326.00	-1,187.00
233. RESOURCES CONNECTION	12/27/2007	07/18/2012	2,794.00	4,329.00	-1,535.00
149. RESOURCES CONNECTION	12/27/2007	07/19/2012	1,787.00	2,768.00	-981.00
466. RESOURCES CONNECTION	12/27/2007	07/30/2012	5,308.00	8,658.00	-3,350.00
555. RITCHIE BROS AUCTIONE ISIN US7677441054	10/14/2008	03/20/2012	13,077.00	11,996.00	1,081.00
915. ROLLINS INC	01/22/2007	03/20/2012	19,117.00	8,562.00	10,555.00
200000. SBC COMMUNICATIONS 08-15-20125.875 DUE 08-15-2	06/21/2007	03/30/2012	204,078.00	201,124.00	2,954.00
243. SALESFORCE COM INC CO	01/21/2010	01/03/2012	25,167.00	15,775.00	9,392.00
60. SALESFORCE COM INC COM	12/17/2009	03/20/2012	9,006.00	3,883.00	5,123.00
100. SALLY BEAUTY HLDGS IN	03/14/2011	03/20/2012	2,417.00	1,302.00	1,115.00
700. SALLY BEAUTY HLDGS IN	01/28/2010	03/20/2012	16,919.00	6,016.00	10,903.00
800. SALLY BEAUTY HLDGS IN	01/28/2010	06/08/2012	21,020.00	6,875.00	14,145.00
990. SALLY BEAUTY HLDGS IN	01/28/2010	07/23/2012	25,510.00	8,508.00	17,002.00
1010. SALLY BEAUTY HLDGS I	01/28/2010	07/24/2012	25,846.00	8,680.00	17,166.00
400. SANDISK CORP	02/08/2011	03/20/2012	19,809.00	19,915.00	-106.00

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Employer identification number: 74-2364289

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 220. SCHLUMBERGER LTD ISIN 86	12/20/1999	03/20/2012	16,645.00	5,463.00	11,182.00
510. SCHLUMBERGER LTD ISIN 86	12/20/1999	04/12/2012	35,696.00	12,665.00	23,031.00
80. SCHLUMBERGER LTD ISIN 6	12/20/1999	05/03/2012	5,824.00	1,987.00	3,837.00
187. SCHLUMBERGER LTD ISIN 86	12/20/1999	05/15/2012	12,409.00	4,644.00	7,765.00
186. SCHLUMBERGER LTD ISIN 86	12/20/1999	05/16/2012	12,352.00	4,619.00	7,733.00
570. SEMTECH CORP	12/28/2007	03/20/2012	16,233.00	8,879.00	7,354.00
1600. #REORG/SOLUTIA INC C MERGER EASTMAN CHEMICAL 229	05/18/2010	01/27/2012	43,487.00	24,840.00	18,647.00
300. STARBUCKS CORP	07/27/2010	03/20/2012	16,086.00	7,590.00	8,496.00
185. #REORG/STRATASYS INC STRATASYS LTD 2L1UAJ1 12/3/	01/22/2007	03/20/2012	6,758.00	2,955.00	3,803.00
997. #REORG/STRATASYS INC STRATASYS LTD 2L1UAJ1 12/3/	01/22/2007	12/03/2012	72,791.00	15,927.00	56,864.00
1100. STRYKER CORP	08/28/2007	09/18/2012	61,277.00	73,227.00	-11,950.00
135. TECHNE CORP	07/12/2007	03/20/2012	9,326.00	7,693.00	1,633.00
100. TERADATA CORP DEL COM	10/29/2010	03/20/2012	6,706.00	3,926.00	2,780.00
285. TERADATA CORP DEL COM	10/29/2010	05/03/2012	22,157.00	11,190.00	10,967.00
156. TERADATA CORP DEL COM	10/29/2010	08/21/2012	11,757.00	6,124.00	5,633.00
1085. TIFFANY & CO NEW	03/29/2010	01/11/2012	65,082.00	51,035.00	14,047.00
410. TIFFANY & CO NEW	03/22/2010	03/14/2012	28,728.00	18,561.00	10,167.00
1055. TIFFANY & CO NEW	05/07/2010	03/20/2012	77,603.00	46,477.00	31,126.00
200. TIME WARNER CABLE INC	03/29/2010	03/20/2012	16,002.00	10,451.00	5,551.00
250. TIMKEN CO	01/05/2010	03/20/2012	13,170.00	6,153.00	7,017.00
400. TIMKEN CO	01/05/2010	05/17/2012	19,408.00	9,844.00	9,564.00
270. TIMKEN CO	01/29/2010	07/23/2012	11,502.00	6,355.00	5,147.00
280. TIMKEN CO	01/29/2010	07/24/2012	11,821.00	6,522.00	5,299.00
310. TREEHOUSE FOODS INC C	06/22/2009	03/20/2012	17,952.00	8,814.00	9,138.00
500. TREEHOUSE FOODS INC C	06/22/2009	07/23/2012	28,105.00	14,216.00	13,889.00

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

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6a 500. TREEHOUSE FOODS INC C	06/22/2009	07/24/2012	28,209.00	14,216.00	13,993.00
450. TRINITY INDS INC	08/12/2010	03/20/2012	15,426.00	8,058.00	7,368.00
770. TRINITY INDS INC	08/12/2010	07/23/2012	17,692.00	13,788.00	3,904.00
780. TRINITY INDS INC	08/12/2010	07/24/2012	17,612.00	13,967.00	3,645.00
700. US BANCORP DEL NEW	07/19/2007	03/20/2012	22,050.00	23,611.00	-1,561.00
325. ULTIMATE SOFTWARE GRO	01/22/2007	03/20/2012	23,560.00	7,852.00	15,708.00
54. ULTIMATE SOFTWARE GROU	01/22/2007	06/21/2012	4,691.00	1,305.00	3,386.00
211. ULTIMATE SOFTWARE GRO	01/22/2007	06/22/2012	18,193.00	5,098.00	13,095.00
320. UNITED NAT FOODS INC	07/12/2007	03/20/2012	14,818.00	8,614.00	6,204.00
200. UNITED TECHNOLOGIES C	01/18/2007	03/20/2012	16,668.00	12,979.00	3,689.00
75. UNITED TECHNOLOGIES CO	06/24/2002	05/03/2012	6,064.00	2,496.00	3,568.00
329. UNITED TECHNOLOGIES C	06/24/2002	05/15/2012	25,258.00	10,951.00	14,307.00
266. UNITED TECHNOLOGIES C	06/24/2002	09/17/2012	21,885.00	8,854.00	13,031.00
1000. UNITED TECHNOLOGIES	05/08/2008	09/27/2012	78,276.00	74,921.00	3,355.00
477. UNITED TECHNOLOGIES C	06/24/2002	11/01/2012	38,147.00	15,877.00	22,270.00
353. UNITED TECHNOLOGIES C	06/24/2002	11/06/2012	28,241.00	11,749.00	16,492.00
270. VAIL RESORTS INC	08/15/2008	03/20/2012	12,183.00	12,032.00	151.00
500. VAIL RESORTS INC	08/15/2008	07/23/2012	24,661.00	22,281.00	2,380.00
500. VAIL RESORTS INC	08/15/2008	07/24/2012	24,514.00	22,281.00	2,233.00
370. VECTREN CORP	01/13/2009	03/20/2012	10,682.00	9,408.00	1,274.00
710. VECTREN CORP	01/13/2009	07/23/2012	21,269.00	18,053.00	3,216.00
720. VECTREN CORP	01/13/2009	07/24/2012	21,441.00	18,307.00	3,134.00
2000. VERIZON COMMUNICATIO	12/03/2007	08/08/2012	88,358.00	80,813.00	7,545.00
265. VERINT SYSTEMS INC	07/12/2007	03/20/2012	7,699.00	8,758.00	-1,059.00
1080. VIEWPOINT FINL GROUP	07/18/2011	07/23/2012	18,478.00	14,213.00	4,265.00

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6a 1110. VIEWPOINT FINL GROUP	05/09/2011	07/24/2012	19,054.00	13,885.00	5,169.00
270. WABTEC CORP	01/17/2007	03/20/2012	20,701.00	8,619.00	12,082.00
200. WABTEC CORP	01/17/2007	04/19/2012	16,090.00	6,385.00	9,705.00
410. WABTEC CORP	01/17/2007	07/23/2012	30,504.00	13,088.00	17,416.00
420. WABTEC CORP	01/17/2007	07/24/2012	33,046.00	13,408.00	19,638.00
300. WAL MART STORES INC	11/19/2010	03/20/2012	18,231.00	16,212.00	2,019.00
150. WALTER INDS INC	08/03/2007	03/20/2012	9,213.00	2,967.00	6,246.00
400. WALTER INDS INC	08/03/2007	03/26/2012	24,503.00	7,911.00	16,592.00
1025. WATERS CORP	05/08/2008	09/18/2012	87,096.00	59,680.00	27,416.00
300. WATSON PHARMACEUTICAL	09/18/2008	03/20/2012	17,676.00	8,116.00	9,560.00
700. WATSON PHARMACEUTICAL	09/18/2008	09/28/2012	59,647.00	18,938.00	40,709.00
500. WATSON PHARMACEUTICAL	09/18/2008	10/01/2012	42,741.00	13,527.00	29,214.00
1290. WESTFIELD FINL INC N	01/17/2007	07/23/2012	9,175.00	14,138.00	-4,963.00
1310. WESTFIELD FINL INC N	01/17/2007	07/24/2012	9,498.00	14,358.00	-4,860.00
100. WHOLE FOODS MKT INC	08/05/2010	03/20/2012	8,442.00	3,611.00	4,831.00
170. WHOLE FOODS MKT INC	08/05/2010	05/03/2012	15,381.00	6,138.00	9,243.00
630. WHOLE FOODS MKT INC	11/10/2011	12/13/2012	56,653.00	42,544.00	14,109.00
470. WHOLE FOODS MKT INC	11/10/2011	12/14/2012	41,841.00	31,739.00	10,102.00
600. #REORG/WRIGHT EXPRESS WEX INC 2K11AM1 DUE 10/29/2	01/17/2007	03/01/2012	37,161.00	17,888.00	19,273.00
270. #REORG/WRIGHT EXPRESS WEX INC 2K11AM1 DUE 10/29/2	01/17/2007	03/20/2012	17,064.00	8,049.00	9,015.00
540. #REORG/WRIGHT EXPRESS WEX INC 2K11AM1 DUE 10/29/2	01/17/2007	07/23/2012	34,144.00	16,099.00	18,045.00
560. #REORG/WRIGHT EXPRESS WEX INC 2K11AM1 DUE 10/29/2	01/17/2007	07/24/2012	35,495.00	16,695.00	18,800.00
450. WYNDHAM WORLDWIDE COR	08/03/2007	03/20/2012	20,214.00	14,450.00	5,764.00
770. WYNDHAM WORLDWIDE COR	08/03/2007	07/23/2012	38,114.00	24,725.00	13,389.00
780. WYNDHAM WORLDWIDE COR	08/03/2007	07/24/2012	37,961.00	25,046.00	12,915.00

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

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6a 1800. XYLEM INC COM	05/08/2008	06/27/2012	43,547.00	68,568.00	-25,021.00
135. COVIDIEN PLC USD0.20(CONSLDTN)	10/07/2009	05/03/2012	7,477.00	5,539.00	1,938.00

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b 1,870,981.00

* INDICATES WASH SALE

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equities							
Common stock							
Australia - USD							
ADR BHP BILLITON LTD SPONSORED ADR CUSIP 088606108 BHP							
1,000 000	78 44	0 00	78,440 00	66,664 00	11,776 00	0,00	11,776 00
Total USD		0 00	78,440 00	66,664 00	11,776 00	0 00	11,776 00
Total Australia		0 00	78,440 00	66,664 00	11,776 00	0 00	11,776 00
Canada - USD							
RITCHIE BROS AUCTIONEERS INC COM CUSIP 767744105							
5,529 000	20 89	0 00	115,500 81	115,383 21	117 60	0 00	117 60
Total USD		0 00	115,500 81	115,383 21	117 60	0 00	117 60
Total Canada		0 00	115,500 81	115,383 21	117 60	0 00	117 60
Israel - USD							
STRATASYS INC SHS CUSIP M85548101							
997 000	80 15	0 00	79,909 55	72,790 97	7,118 58	0 00	7,118 58
Total USD		0 00	79,909 55	72,790 97	7,118 58	0 00	7,118 58
Total Israel		0 00	79,909 55	72,790 97	7,118 58	0 00	7,118 58
United States - USD							
#REORG/WATSON NAME CHANGE WITH CUSIP ACTAVIS INC 2M17AB1 EFF 01/24/2013 CUSIP 942683103							
2,300 000	86 00	0 00	197,800 00	62,225 58	135,574 42	0 00	135,574 42
1ST INDL RLTY TR INC COM CUSIP 32054K103							
4,108 000	14 08	0 00	57,840 64	52,197 89	5,642 75	0 00	5,642 75

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
3D SYS CORP DEL COM NEW STK CUSIP 88554D205							
987 000	53 35	0 00	52,656 45	24,852 81	27,803 64	0 00	27,803 64
ABAXIS INC COM CUSIP 002567105							
1,548 000	37 10	0 00	57,430 80	34,132 32	23,298 48	0 00	23,298 48
ABBOTT LAB COM CUSIP 002824100							
2,200 000	65 50	0 00	144,100 00	105,158 88	38,941 12	0 00	38,941 12
ADVENT SOFTWARE INC COM STK CUSIP 007974108							
2,235 000	21 38	0 00	47,784 30	48,754 74	-970 44	0 00	-970 44
ADVISORY BRD CO COM CUSIP 00762W107							
724 000	46 79	0 00	33,875 96	34,859 89	-983 93	0 00	-983 93
AGILENT TECHNOLOGIES INC COM CUSIP 00846U101							
3,700 000	40 94	370 00	151,478 00	143,272 22	8,205 78	0 00	8,205 78
ALBEMARLE CORP COM CUSIP 012653101							
1,935 000	62 12	387 00	120,202 20	112,206 39	7,995 81	0 00	7,995 81
ALEXANDER & BALDWIN INC NEW COM CUSIP 014491104							
2,253 000	29 37	0 00	66,170 61	72,237 71	-6,067 10	0 00	-6,067 10
ALEXION PHARMACEUTICALS INC COM CUSIP 015351109							
1,468 000	93 81	0 00	137,713 08	54,065 55	83,647 53	0 00	83,647 53

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
ALLEGHANY CORP DEL COM CUSIP 017175100							
131 000	335 42	0 00	43,940 02	44,733 88	-793 86	0 00	-793 86
ALLERGAN INC COM CUSIP 018490102							
1,087 000	91 73	0 00	99,710 51	91,505 36	8,205 15	0 00	8,205 15
ALLSTATE CORP COM CUSIP 020002101 ALL							
4,400 000	40 17	0 00	176,748 00	161,571 15	15,176 85	0 00	15,176 85
AMAZON COM INC COM CUSIP 023135106							
800 000	251 14	0 00	200,912 00	61,651 47	139,260 53	0 00	139,260 53
AMERICAN EAGLE OUTFITTERS INC NEW COM CUSIP 02553E106 AEO							
2,735 000	20 51	0 00	56,094 85	55,575 20	519 65	0 00	519 65
AMERICAN EXPRESS CO CUSIP 025816109							
8,970 000	57 48	0 00	515,595 60	414,199 74	101,395 86	0 00	101,395 86
AMERICAN TOWER CORP CUSIP 03027X100							
1,570 000	77 27	0 00	121,313 90	79,728 20	41,585 70	0 00	41,585 70
AMERICAN WTR WKS CO INC NEW COM CUSIP 030420103							
800 000	37 13	0 00	29,704 00	29,312 00	392 00	0 00	392 00
AMERISOURCEBERGEN CORP COM CUSIP 03073E105							
6,300 000	43 18	0 00	272,034 00	150,729 75	121,304 25	0 00	121,304 25

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equities							
Common stock							
United States - USD							
APACHE CORP COM CUSIP 037411105 APA							
2,600 000	78 50	0 00	204,100 00	170,053 00	34,047 00	0 00	34,047 00
APPLE INC COM STK CUSIP 037833100							
1,724 000	533 03	0 00	918,943 72	177,100 66	741,843 06	0 00	741,843 06
AT&T INC COM CUSIP 00206R102 T							
9,400 000	33 71	0 00	316,874 00	196,333 37	120,540 63	0 00	120,540 63
ATHENAHEALTH INC COM MON STOCK CUSIP 04685W103							
969 000	73 45	0 00	71,173 05	48,221 91	22,951 14	0 00	22,951 14
ATWOOD OCEANICS INC COM CUSIP 050095108							
2,520 000	45 79	0 00	115,390 80	112,315 90	3,074 90	0 00	3,074 90
BANK NEW YORK MELLON CORP COM STK CUSIP 064058100							
6,900 000	25 70	0 00	177,330 00	214,896 56	-37,566 56	0 00	-37,566 56
BAXTER INTL INC COM CUSIP 071813109							
4,200 000	66 66	1,890 00	279,972 00	195,353 12	84,618 88	0 00	84,618 88
BEACON ROOFING SUPPLY INC COM CUSIP 073685109							
2,635 000	33 28	0 00	87,692 80	30,156 78	57,536 02	0 00	57,536 02
BEAM INC CUSIP 073730103							
2,600 000	61 09	0 00	158,834 00	166,151 50	-7,317 50	0 00	-7,317 50

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
BECTON DICKINSON & CO COM CUSIP 075887109							
1,025 000	78 19	0 00	80,144 75	80,966 50	-821 75	0 00	-821 75
BIOGEN IDEC INC COM STK CUSIP 09062X103							
930 000	146 67	0 00	136,403 10	104,164 97	32,238 13	0 00	32,238 13
BIOMARIN PHARMACEUTICAL INC COM ISIN CH0008107010 CUSIP 09061G101							
1,119 000	49 25	0 00	55,110 75	44,782 27	10,328 48	0 00	10,328 48
BIO-REFERENCE LABS INC COM PAR $0 01 NEW CUSIP 09057G602							
2,428 000	28 69	0 00	69,659 32	37,729 00	31,930 32	0 00	31,930 32
BOEING CO COM CUSIP 097023105							
1,315 000	75 36	0 00	99,098 40	68,793 64	30,304 76	0 00	30,304 76
BORG WARNER INC COM CUSIP 099724106							
2,200 000	71 62	0 00	157,564 00	136,912 60	20,651 40	0 00	20,651 40
BRISTOL MYERS SQUIBB CO COM CUSIP 110122108							
2,001 000	32 59	0 00	65,212 59	68,471 59	-3,259 00	0 00	-3,259 00
CABELAS INC COM STK CUSIP 126804301							
2,746 000	41 75	0 00	114,645 50	124,749 41	-10,103 91	0 00	-10,103 91
CABOT MICROELECTRONICS CORP COM CUSIP 12709P103							
1,214 000	35 51	0 00	43,109 14	29,345 66	13,763 48	0 00	13,763 48

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
CASS INFORMATION SYS INC COM CUSIP 14808P109							
1,131 000	42 20	0 00	47,728 20	30,668 23	17,059 97	0 00	17,059 97
CBS CORP NEW CL B CUSIP 124857202							
4,100 000	38 05	492 00	156,005 00	129,609 20	26,395 80	0 00	26,395 80
CELGENE CORP COM CUSIP 151020104 CELG							
2,122 000	78 72	0 00	167,043 84	110,642 63	56,401 21	0 00	56,401 21
CEPHEID INC COM CUSIP 15670R107							
2,622 000	33 81	0 00	88,649 82	21,474 18	67,175 64	0 00	67,175 64
CERNER CORP COM CUSIP 156782104							
937 000	77 64	0 00	72,748 68	29,537 79	43,210 89	0 00	43,210 89
CHEESECAKE FACTORY INC COM CUSIP 163072101 CAKE							
2,035 000	32 72	0 00	66,585 20	47,931 37	18,653 83	0 00	18,653 83
CHEMED CORP NEW COM CUSIP 16359R103							
1,445 000	68 59	0 00	99,112 55	52,048 90	47,063 65	0 00	47 063 65
CHEVRON CORP COM CUSIP 166764100 CVX							
4,675 000	108 14	0 00	505,554 50	348,800 87	156,753 63	0 00	156,753 63
CHIPOTLE MEXICAN GRILL INC COM STK CUSIP 169656105							
162 000	297 46	0 00	48,188 52	40,637 49	7,551 03	0 00	7,551 03

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Common stock							
United States - USD							
CITRIX SYS INC COM CUSIP 177376100							
2,953 000	65 75	0 00	194,159 75	146,520 39	47,639 36	0 00	47,639 36
COACH INC COM CUSIP 189754104							
1,434 000	55 51	0 00	79,601 34	84,922 98	-5,321 64	0 00	-5,321 64
COCA COLA CO COM CUSIP 191216100							
2,200 000	36 25	0 00	79,750 00	87,912 00	-8,162 00	0 00	-8,162 00
COLUMBIA SPORTSWEAR CO COM CUSIP 198516106							
1,004 000	53 36	0 00	53,573 44	50,977 40	2,596 04	0 00	2,596 04
CONCUR TECHNOLOGIES INC COM CUSIP 206708109							
940 000	67 52	0 00	63,468 80	22,582 41	40,886 39	0 00	40,886 39
CONOCOPHILLIPS COM CUSIP 20825C104							
3,400 000	57 99	0 00	197,166 00	162,643 17	34,522 83	0 00	34,522 83
CONSTANT CONTACT INC COM STK CUSIP 210313102							
957 000	14 21	0 00	13,598 97	21,766 78	-8,167 81	0 00	-8,167 81
CORRECTIONS CORP AMER CUSIP 22025Y407							
3,271 000	35 47	0 00	116,022 37	100,345 78	15,676 59	0 00	15,676 59
COSTAR GROUP INC COM CUSIP 22160N109							
915 000	89 37	0 00	81,773 55	56,880 44	24,893 11	0 00	24,893 11

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equities							
Common stock							
United States - USD							
COSTCO WHOLESALE CORP NEW COM CUSIP 22160K105							
2,410 000	98 77	0 00	238,035 70	135,890 83	102,144 87	0 00	102,144 87
COVIDIEN PLC USD0 20(POST CONSLDTN) CUSIP G2554F113							
1,565 000	57 74	0 00	90,363 10	53,899 70	36,463 40	0 00	36,463 40
CUMMINS INC CUSIP 231021106							
808 000	108 35	0 00	87,546 80	37,102 48	50,444 32	0 00	50,444 32
CVS CAREMARK CORP COM STK CUSIP 126650100 CVS							
2,400 000	48 35	0 00	116,040 00	108,024 00	8,016 00	0 00	8,016 00
DANAHER CORP COM CUSIP 235851102							
5,269 000	55 90	0 00	294,537 10	246,646 15	47,890 95	0 00	47,890 95
DEALERTRACK TECHNOLOGY COM CUSIP 242309102							
2,470 000	28 72	0 00	70,938 40	48,967 02	21,971 38	0 00	21,971 38
DEERE & CO COM CUSIP 244199105 DE							
3,428 000	86 42	1,576 88	296,247 76	244,532 82	51,714 94	0 00	51,714 94
DICKS SPORTING GOODS INC OC-COM CUSIP 253393102							
1,181 000	45 49	0 00	53,723 69	41,392 48	12,331 21	0 00	12,331 21
DIGI INTL INC COM CUSIP 253798102							
3,990 000	9 47	0 00	37,785 30	51,002 99	-13,217 69	0 00	-13,217 69

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Common stock							
United States - USD							
DIGITAL RLTY TR INC COM CUSIP 253868103							
1,297 000	67 89	715 40	88,053 33	89,293 97	-1,240 64	0 00	-1,240 64
DIRECTV COM COM CUSIP 25490A309							
1,690 000	50 16	0 00	84,770 40	74,795 35	9,975 05	0 00	9,975 05
DOLLAR TREE INC COM STK CUSIP 256746108							
1,098 000	40 56	0 00	44,534 88	43,358 98	1,175 90	0 00	1,175 90
DOMINION RES INC VA NEW COM CUSIP 25746U109							
2,000 000	51 80	0 00	103,600 00	86,107 00	17,493 00	0 00	17,493 00
DOVER CORP COM CUSIP 260003108							
4,000 000	65 71	0 00	262,840 00	193,362 18	69,477 82	0 00	69,477 82
DU PONT E I DE NEMOURS & CO COM STK CUSIP 263534109							
4,737 000	44 97	0 00	213,022 89	234,678 82	-21,655 93	0 00	-21,655 93
EATON CORP PLC COM USD0 50 CUSIP G29183103							
1,500 000	54 20	0 00	81,300 00	77,482 50	3,817 50	0 00	3,817 50
EATON VANCE CORP COM NON VTG CUSIP 278265103							
4,321 000	31 85	0 00	137,623 85	114,772 24	22,851 61	0 00	22,851 61
EBAY INC COM USD0 001 CUSIP 278642103 EBAY							
4,600 000	51 02	0 00	234,692 00	107,709 00	126,983 00	0 00	126,983 00

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
EBIX INC FORMERLY EBIX COM INC TO 01/02/2004 COM NEW COM NEW CUSIP 278715206							
2,181 000	16 07	0 00	35,048 67	38,728 67	-3,680 00	0 00	-3,680 00
ECHO GLOBAL LOGISTICS INC COM CUSIP 27875T101							
2,210 000	17 97	0 00	39,713 70	28,545 75	11,167 95	0 00	11,167 95
EDWARDS LIFESCIENCES CORP COM CUSIP 28176E108							
820 000	90 17	0 00	73,939 40	71,371 45	2,567 95	0 00	2,567 95
EMC CORP COM CUSIP 268648102 EMC							
18,540 000	25 30	0 00	469,062 00	388,754 01	80,307 99	0 00	80,307 99
EMERSON ELECTRIC CO COM CUSIP 291011104							
1,600 000	52 96	0 00	84,736 00	82,938 92	1,797 08	0 00	1,797 08
ENERGIZER HLDGS INC COM CUSIP 29266R108							
658 000	79 98	0 00	52,626 84	45,690 93	6,935 91	0 00	6,935 91
ESTEE LAUDER COMPANIES INC CL A USD0 01 CUSIP 518439104							
1,863 000	59 86	0 00	111,519 18	106,656 84	4,862 34	0 00	4,862 34
EXPRESS SCRIPTS HLDG CO COM CUSIP 30219G108							
6,508 000	54 00	0 00	351,432 00	341,854 15	9,577 85	0 00	9 577 85
EXXON MOBIL CORP COM CUSIP 30231G102							
1,875 000	86 55	0 00	162,281 25	155,051 75	7,229 50	0 00	7,229 50

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equities							
Common stock							
United States - USD							
F5 NETWORKS INC COM STK CUSIP 315616102							
1,397 000	97 15	0 00	135,718 55	123,272 98	12,445 57	0 00	12,445 57
FARO TECHNOLOGIES INC COM CUSIP 311642102							
950 000	35 68	0 00	33,896 00	32,300 00	1,596 00	0 00	1,596 00
FINANCIAL ENGINES INC COM CUSIP 317485100							
1,711 000	27 75	0 00	47,480 25	33,718 67	13,761 58	0 00	13,761 58
FORWARD AIR CORP COM CUSIP 349853101							
985 000	35 01	0 00	34,484 85	30,095 52	4,389 33	0 00	4,389 33
FREEPORT-MCMORAN COPPER & GOLD INC CUSIP 35671D857							
7,400 000	34 20	0 00	253,080 00	236,619 96	16,460 04	0 00	16,460 04
FRESH MKT INC COM CUSIP 35804H106							
1,077 000	48 09	0 00	51,792 93	35,610 03	16,182 90	0 00	16,182 90
FRKLN RES INC COM CUSIP 354613101							
750 000	125 70	0 00	94,275 00	101,217 50	-6,942 50	0 00	-6,942 50
GENERAL ELECTRIC CO CUSIP 369604103 GE							
25,075 000	20 99	4,764 25	526,324 25	393,075 85	133,248 40	0 00	133,248 40
GENTEX CORP COM CUSIP 371901109							
2,391 000	18 82	0 00	44,998 62	37,945 17	7,053 45	0 00	7,053 45

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Common stock							
United States - USD							
GILEAD SCIENCES INC CUSIP 375558103 GILD							
574 000	73 45	0 00	42,160 30	41,447 74	712 56	0 00	712 56
GOLDMAN SACHS GROUP INC COM CUSIP 38141G104 GS							
1,850 000	127 56	0 00	235,986 00	283,247 40	-47,261 40	0 00	-47,261 40
GOOGLE INC CL A CL A CUSIP 38259P508							
724 000	709 37	0 00	513,583 88	385,502 30	128,081 58	0 00	128,081 58
GRAINGER W W INC COM CUSIP 384802104 GWW							
435 000	202 37	0 00	88,030 95	81,771 62	6,259 33	0 00	6,259 33
GRAND CANYON ED INC COM STK CUSIP 38526M106							
3,751 000	23 47	0 00	88,035 97	67,002 79	21,033 18	0 00	21,033 18
GREENWAY MED TECHNOLOGIES INC COM STK CUSIP 39679B103							
1,975 000	15 36	0 00	30,336 00	31,776 27	-1,440 27	0 00	-1,440 27
HALLIBURTON CO COM CUSIP 406216101 HAL							
4,900 000	34 69	0 00	169,981 00	171,616 05	-1,635 05	0 00	-1,635 05
HATTERAS FINL CORP COM REIT CUSIP 41902R103							
2,058 000	24 81	1,440 60	51,058 98	60,061 08	-9,002 10	0 00	-9,002 10
HESS CORP COM STK CUSIP 42809H107							
4,300 000	52 96	0 00	227,728 00	245,513 55	-17,785 55	0 00	-17,785 55

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
HOME DEPOT INC COM CUSIP 437076102							
4,448 000	61 85	0 00	275,108 80	234,611 21	40,497 59	0 00	40,497 59
HONEYWELL INTL INC COM STK CUSIP 438516106							
3,300 000	63 47	0 00	209,451 00	117,628 13	91,822 87	0 00	91,822 87
INNERWORKINGS INC COM CUSIP 45773Y105							
3,930 000	13 78	0 00	54,155 40	20,095 54	34,059 86	0 00	34,059 86
INTEL CORP COM CUSIP 458140100 INTC							
11,000 000	20 63	0 00	226,930 00	236,065 52	-9,135 52	0 00	-9,135 52
INTERCONTINENTALEXCHANGE INC COM CUSIP 45865V100							
755 000	123 81	0 00	93,476 55	78,476 82	14,999 73	0 00	14,999 73
INTERNATIONAL BUSINESS MACHS CORP COM CUSIP 459200101 IBM							
812 000	191 55	0 00	155,538 60	71,261 71	84,276 89	0 00	84,276 89
INTUITIVE SURGICAL INC COM NEW STK CUSIP 46120E602							
383 000	490 37	0 00	187,811 71	105,616 43	82,195 28	0 00	82,195 28
IPC THE HOSPITALIST CO INC STK CUSIP 44984A105							
1,375 000	39 71	0 00	54,601 25	34,664 33	19,936 92	0 00	19,936 92
JPMORGAN CHASE & CO COM CUSIP 46625H100 JPM							
9,975 000	43 97	0 00	438,600 75	338,190 40	100,410 35	0 00	100,410 35

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Common stock							
United States - USD							
KAMAN CORP COM CUSIP 483548103							
2,025 000	36 80	324 00	74,520 00	64,478 23	10,041 77	0 00	10,041 77
KINDER MORGAN MGMT LLC KINDER MORGAN MGMT LLC FR CUSIP CUSIP EKE55U103							
44,014 000	0 00	0 00	0 00	0 00	0 00	0 00	0 00
KOHLS CORP COM CUSIP 500255104							
2,500 000	42 98	0 00	107,450 00	136,003 45	-28,553 45	0 00	-28,553 45
KRATON PERFORMANCE POLYMERS INC COM STK CUSIP 50077C106							
2,539 000	24 03	0 00	61,012 17	51,237 02	9,775 15	0 00	9,775 15
KS CY SOUTHN CUSIP 485170302							
1,864 000	83 48	0 00	155,606 72	65,095 26	90,511 46	0 00	90,511 46
LAB CORP AMER HLDGS COM NEW CUSIP 50540R409							
1,600 000	86 62	0 00	138,592 00	117,132 96	21,459 04	0 00	21,459 04
LKQ CORP COM LKQ CORP CUSIP 501889208							
5,670 000	21 10	0 00	119,637 00	29,842 66	89 794 34	0 00	89,794 34
MARTIN MARIETTA MATLS INC COM CUSIP 573284106							
503 000	94 28	0 00	47,422 84	37,297 90	10,124 94	0 00	10,124 94
MASTERCARD INC CL A CUSIP 57636Q104							
403 000	491 28	0 00	197,985 84	155,095 87	42,889 97	0 00	42,889 97

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Unrealized gain/loss Total
Equities							
Common stock							
United States - USD							
MATSON INC COM CUSIP 57686G105							
3,655 000	24 72	0 00	90,351 60	88,193 13	2,158 47	0 00	2,158 47
MAXIMUS INC COM CUSIP 577933104							
1,653 000	63 22	0 00	104,502 66	24,766 82	79,735 84	0 00	79,735 84
MAXWELL TECHNOLOGIES INC COM CUSIP 577767106							
2,185 000	8 29	0 00	18,113 65	40,062 76	-21,949 11	0 00	-21,949 11
MBIA INC COM CUSIP 55262C100							
7,184 000	7 85	0 00	56,394 40	67,469 97	-11,075 57	0 00	-11,075 57
MC DONALDS CORP COM CUSIP 580135101							
2,884 000	88 21	0 00	254,397 64	206,810 11	47,587 53	0 00	47,587 53
MCKESSON CORP CUSIP 58155Q103 MCK							
1,200 000	96 96	240 00	116,352 00	75,384 00	40,968 00	0 00	40 968 00
MEDNAX INC COM CUSIP 58502B106							
1,070 000	79 52	0 00	85,086 40	55,222 70	29,863 70	0 00	29,863 70
MICHAEL KORS HOLDINGS LTD COM NPV CUSIP G60754101							
1,675 000	51 03	0 00	85,475 25	88,128 55	-2,653 30	0 00	-2,653 30
MICREL INC COM CUSIP 594793101							
6,747 000	9 50	0 00	64,096 50	63,182 28	914 22	0 00	914 22

◆ Asset Detail - Base Currency

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

Equities

Common stock

United States - USD

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss: Market	Translation	Total
MICROCHIP TECHNOLOGY INC COM CUSIP 595017104							
2,425 000	32 59	0 00	79,030 75	84,038 65	-5,007 90	0 00	-5,007 90
MICROSOFT CORP COM CUSIP 594918104 MSFT							
8,100 000	26 73	0 00	216,513 00	168,897 76	47,615 24	0 00	47,615 24
MOBILE MINI INC COM CUSIP 60740F105							
2,705 000	20 83	0 00	56,345 15	51,311 52	5,033 63	0 00	5,033 63
MONSANTO CO NEW COM CUSIP 61166W101							
1,622 000	94 65	0 00	153,522 30	115,358 17	38,164 13	0 00	38,164 13
MONTPELIER RE HOLDINGS LTD COM CUSIP G62185106							
3,787 000	22 86	435 50	86,570 82	77,744 46	8,826 36	0 00	8,826 36
MOSAIC CO/THE CUSIP 61945C103							
2,400 000	56 63	0 00	135,912 00	137,706 42	-1,794 42	0 00	-1,794 42
NATIONAL INSTRS CORP COM CUSIP 636518102							
3,440 000	25 81	0 00	88,786 40	63,433 60	25,352 80	0 00	25,352 80
NATIONAL OILWELL VARCO COM STK CUSIP 637071101 NOV							
3,419 000	68 35	0 00	233,688 65	137,483 65	96,205 00	0 00	96,205 00
NEOGEN CORP COM CUSIP 640491106							
1,633 000	45 32	0 00	74,007 56	16,368 61	57,638 95	0 00	57,638 95

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
NEWMARKET CORP COM CUSIP 651587107							
541 000	262 20	0 00	141,850 20	124,463 22	17,386 98	0 00	17,386 98
NEXTERA ENERGY INC COM CUSIP 65339F101							
3,200 000	69 19	0 00	221,408 00	159,072 19	62,335 81	0 00	62,335 81
NIKE INC CL B CUSIP 654106103							
4,424 000	51 60	0 00	228,278 40	153,541 01	74,737 39	0 00	74,737 39
NOBLE CORPORATION (SWITZERLAND) COM USD0 10 CUSIP H5833N103							
2,000 000	34 82	0 00	69,640 00	79 298 01	-9,658 01	0 00	-9,658 01
NOBLE ENERGY INC COM CUSIP 655044105							
1,191 000	101 74	0 00	121,172 34	113,357 57	7,814 77	0 00	7,814 77
NORFOLK SOUTHN CORP COM CUSIP 655844108							
1,400 000	61 84	0 00	86,576 00	90,231 81	-3,655 81	0 00	-3,655 81
NU SKIN ENTERPRISES INC CL A CL A CUSIP 67018T105							
2,286 000	37 05	0 00	84,696 30	113,607 80	-28,911 50	0 00	-28,911 50
OCCIDENTAL PETROLEUM CORP CUSIP 674599105							
3,000 000	76 61	0 00	229,830 00	251,047 02	-21,217 02	0 00	-21,217 02
OLD DOMINION FGHT LINE INC COM CUSIP 679580100							
3,946 000	34 28	0 00	135,268 88	103,951 58	31,317 30	0 00	31,317 30

◆ Asset Detail - Base Currency

Equities

Common stock

United States - USD

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
OMNICOM GROUP INC COM CUSIP 681919106							
1,500 000	49 96	0 00	74,940 00	78,450 00	-3,510 00	0 00	-3,510 00
ORACLE CORP COM CUSIP 68389X105 ORCL							
9,100 000	33 32	0 00	303,212 00	281,802 19	21,409 81	0 00	21,409 81
PANERA BREAD CO CL A CUSIP 69840W108							
462 000	158 83	0 00	73,379 46	63,754 51	9,624 95	0 00	9,624 95
PEGASYSTEMS INC COM CUSIP 705573103							
1,130 000	22 68	0 00	25,628 40	40,796 19	-15,167 79	0 00	-15,167 79
PEPSICO INC COM CUSIP 713448108							
2,366 000	68 43	1,271 72	161,905 38	106,276 63	55,628 75	0 00	55,628 75
PERRIGO CO COM CUSIP 714290103							
858 000	104 03	0 00	89,257 74	85,081 88	4,175 86	0 00	4,175 86
PFIZER INC COM CUSIP 717081103							
6 500 000	25 08	0 00	163,020 00	158,770 66	4,249 34	0 00	4,249 34
PHILIP MORRIS INTL COM STK NPV CUSIP 718172109 PM							
2,100 000	83 64	1,785 00	175,644 00	59,590 77	116,053 23	0 00	116,053 23
PORTFOLIO RECOVERY ASSOCS INC COM CUSIP 73640Q105							
894 000	106 86	0 00	95,532 84	34,551 94	60,980 90	0 00	60,980 90

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Common stock							
United States - USD							
POWER INTEGRATIONS INC COM CUSIP 739276103							
1,420 000	33 61	0 00	47,726 20	29,252 00	18,474 20	0 00	18,474 20
PRAXAIR INC COM CUSIP 74005P104							
1,100 000	109 45	0 00	120,395 00	82,221 01	38,173 99	0 00	38,173 99
PRECISION CASTPARTS CORP COM CUSIP 740189105							
1,110 000	189 42	0 00	210,256 20	148,467 69	61,788 51	0 00	61,788 51
PRICELINE COM INC COM NEW STK CUSIP 741503403							
220 000	621 20	0 00	136,664 00	99,747 41	36,916 59	0 00	36,916 59
PRICESMART INC COM STK CUSIP 741511109							
1,529 000	77 05	0 00	117,809 45	105,912 45	11,897 00	0 00	11,897 00
PROCTER & GAMBLE COM NPV CUSIP 742718109							
3,400 000	67 89	0 00	230,826 00	208,282 03	22,543 97	0 00	22,543 97
PUB SERVICE ENTERPRISE GROUP INC COM CUSIP 744573106							
6,100 000	30 60	0 00	186,660 00	200,234 33	-13,574 33	0 00	-13,574 33
QUALCOMM INC COM CUSIP 747525103 QCOM							
5,500 000	62 02	0 00	341,110 00	246,421 69	94,688 31	0 00	94,688 31
QUEST DIAGNOSTICS INC COM CUSIP 74834L100							
1,800 000	58 27	0 00	104,886 00	89,688 60	15,197 40	0 00	15,197 40

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Unrealized gain/loss Translation	Total
Equities							
Common stock							
United States - USD							
RED HAT INC COM CUSIP 756577102							
1,812 000	52 96	0 00	95,963 52	63,168 93	32,794 59	0 00	32,794 59
ROLLINS INC COM CUSIP 775711104							
5,087 000	22 04	0 00	112,117 48	47,601 44	64,516 04	0 00	64,516 04
SALESFORCE COM INC COM STK CUSIP 79466L302							
852 000	168 10	0 00	143 221 20	73,379 04	69,842 16	0 00	69,842 16
SANDISK CORP COM CUSIP 80004C101 SNDK							
3,700 000	43 56	0 00	161,172 00	184,216 71	-23,044 71	0 00	-23,044 71
SCHLUMBERGER LTD COM COM CUSIP 806857108 SLB							
3,172 000	69 29	872 29	219,787 88	148,386 26	71,401 62	0 00	71,401 62
SCIQUEST INC NEW COM CUSIP 80908T101							
2,540 000	15 86	0 00	40,284 40	37,643 12	2,641 28	0 00	2,641 28
SEMTECH CORP COM CUSIP 816850101							
3,145 000	28 95	0 00	91,047 75	40,641 82	50,405 93	0 00	50,405 93
SERVICE CORP INTL COM CUSIP 817565104							
8,144 000	13 81	0 00	112,468 64	104,543 71	7,924 93	0 00	7,924 93
SIMON PROPERTY GROUP INC COM CUSIP 828806109							
650 000	158 09	0 00	102,758 50	105,738 36	-2,979 86	0 00	-2,979 86

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
SPECTRA ENERGY CORP COM STK CUSIP 847560109							
2,800 000	27 38	0 00	76,664 00	58,101 70	18,562 30	0 00	18,562 30
SPS COMM INC COM CUSIP 78463M107							
1,644 000	37 27	0 00	61,271 88	29,582 83	31,689 05	0 00	31,689 05
ST JUDE MED INC COM CUSIP 790849103 STJ							
1,500 000	36 14	345 00	54,210 00	64,322 43	-10,112 43	0 00	-10,112 43
STARBUCKS CORP COM CUSIP 855244109							
5,450 000	53 62	0 00	292,229 00	131,704 20	160,524 80	0 00	160,524 80
STERICYCLE INC COM CUSIP 858912108							
1,140 000	93 27	0 00	106,327 80	92,343 53	13,984 27	0 00	13,984 27
STURM RUGER & CO INC COM CUSIP 864159108							
915 000	45 40	0 00	41,541 00	44,595 73	-3,054 73	0 00	-3,054 73
TECHNE CORP COM CUSIP 878377100							
925 000	68 34	0 00	63,214 50	56,147 32	7,067 18	0 00	7,067 18
TEJON RANCH CO COM CUSIP 879080109							
2,051 000	28 08	0 00	57,592 08	53,087 06	4,505 02	0 00	4,505 02
TENET HEALTHCARE CORP COM NEW CUSIP 88033G407							
3,080 000	32 47	0 00	100,007 60	57,163 57	42,844 03	0 00	42,844 03

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Equities							
Common stock							
United States - USD							
TERADATA CORP DEL COM STK CUSIP 88076W103							
1,708 000	61 89	0 00	105,708 12	78,527 66	27,180 46	0 00	27,180 46
TIME WARNER CABLE INC COM CUSIP 88732J207							
2,200 000	97 19	0 00	213,818 00	114,964 96	98,853 04	0 00	98,853 04
TRACTOR SUPPLY CO COM CUSIP 892356106							
1,223 000	88 36	0 00	108,064 28	102,231 48	5,832 80	0 00	5,832 80
TREDEGAR CORP INC CUSIP 894650100							
2,624 000	20 42	157 44	53,582 08	36,815 77	16,766 31	0 00	16,766 31
TRIMBLE NAV LTD COM CUSIP 896239100							
1,925 000	59 78	0 00	115,076 50	73,098 99	41,977 51	0 00	41,977 51
ULTA SALON COSMETICS & FRAGRANCE INC COMSTK CUSIP 90384S303							
702 000	98 26	0 00	68,978 52	61,746 99	7,231 53	0 00	7,231 53
ULTIMATE SOFTWARE GROUP INC COM CUSIP 90385D107							
1,520 000	94 41	0 00	143,503 20	36,724 11	106,779 09	0 00	106,779 09
UNITED NAT FOODS INC COM CUSIP 911163103							
1,781 000	53 59	0 00	95 443 79	47,944 52	47,499 27	0 00	47,499 27
UNITED TECHNOLOGIES CORP COM CUSIP 913017109							
3,400 000	82 01	0 00	278,834 00	203,821 02	75,012 98	0 00	75,012 98

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
US BANCORP CUSIP 902973304 USB							
7,750 000	31 94	1,511 25	247,535 00	230,634 55	16,900 45	0 00	16,900 45
V F CORP COM CUSIP 918204108							
900 000	150 97	0 00	135,873 00	141,406 22	-5,533 22	0 00	-5,533 22
VALUECLICK INC COM STK ISIN#US92046N1028 CUSIP 92046N102							
5,008 000	19 41	0 00	97,205 28	77,654 05	19,551 23	0 00	19,551 23
VERINT SYS INC COM CUSIP 92343X100							
1,505 000	29 36	0 00	44,186 80	49,740 25	-5,553 45	0 00	-5 553 45
VERIZON COMMUNICATIONS COM CUSIP 92343V104 VZ							
4,796 000	43 27	0 00	207,522 92	202,145 18	5,377 74	0 00	5,377 74
WAL-MART STORES INC COM CUSIP 931142103 WMT							
4 300 000	68 23	0 00	293,389 00	215,109 08	78,279 92	0 00	78,279 92
WALT DISNEY CO CUSIP 254687106							
4,515 000	49 79	0 00	224,801 85	108,403 88	116,397 97	0 00	116,397 97
WELLS FARGO & CO NEW COM STK CUSIP 949746101 WFC							
15,100 000	34 18	0 00	516,118 00	448,639 26	67,478 74	0 00	67,478 74
WHITE MOUNTAINS INSURANCE GROUP COM STOCK CUSIP G9618E107							
136 000	515 00	0 00	70,040 00	70,357 07	-317 07	0 00	-317 07

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Common stock							
United States - USD							
WHOLE FOODS MKT INC COM CUSIP 966837106							
1,555 000	91 33	0 00	142,018 15	55,595 16	86,422 99	0 00	86,422 99
WORLD FUEL SERVICE COM STK USD0 01 CUSIP 981475106							
1,949 000	41 17	73 08	80,240 33	79,059 04	1,181 29	0 00	1,181 29
Total USD		18,651 41	28,198,497 34	21,614,992 43	6,583,504 91	0 00	6,583,504 91
Total United States		18,651 41	28,198,497 34	21,614,992 43	6,583,504 91	0 00	6,583,504 91
Total Common Stock							
627,089.000		**18,651.41**	**28,472,347.70**	**21,869,830.61**	**6,602,517.09**	**0.00**	**6,602,517.09**
Funds - common stock							
Emerging Markets Region - USD							
MFB NORTHN FUNDS EMERGING MKTS EQTY EQTY INDEX FD CUSIP 665162582							
31,476 680	11 87	0 00	373,628 19	350,000 00	23,628 19	0 00	23,628 19
MFO ABERDEEN FDS EMERGING MKTS FD INSTL CL CUSIP 003021714							
323,441 170	15 86	0 00	5,129,776 95	4,549,286 40	580,490 55	0 00	580,490 55
Total USD		0 00	5,503,405 14	4,899,286 40	604,118 74	0 00	604,118 74
Total Emerging Markets Region		0 00	5,503,405 14	4,899,286 40	604,118 74	0 00	604,118 74
International Region - USD							
MFB NORTHN INTL EQTY INDEX FD CUSIP 665130209							
74,974 150	10 34	0 00	775,232 71	725 000 00	50,232 71	0 00	50,232 71

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Equities							
Funds - common stock							
International Region - USD							
MFO THORNBURG INTL VALUE FD CUSIP 885215566							
183,135 040	28 09	0 00	5,144,263 27	4,464,832 22	679,431 05	0 00	679,431 05
Total USD		0 00	5,919,495 98	5,189,832 22	729,663 76	0 00	729,663 76
Total International Region		0 00	5,919,495 98	5,189,832 22	729,663 76	0 00	729,663 76
Total Funds - Common Stock **613,027.040**		**0 00**	**11,422,901.12**	**10,089,118.62**	**1,333,782.50**	**0.00**	**1,333,782.50**
Funds - equities etf							
United States - USD							
MFC ISHARES TR NASDAQ BIOTECHNOLOGY ETF CUSIP 464287556							
1,400 000	137 22	0 00	192,108 00	115,319 00	76,789 00	0 00	76,789 00
Total USD		0 00	192,108 00	115,319 00	76,789 00	0 00	76,789 00
Total United States		0 00	192,108 00	115,319 00	76,789 00	0 00	76,789 00
Total Funds - Equities ETF **1,400.000**		**0.00**	**192,108 00**	**115,319 00**	**76,789.00**	**0.00**	**76,789 00**
Total Equities **1,241,516.040**		**18,651.41**	**40,087,356.82**	**32,074,268.23**	**8,013,088.59**	**0.00**	**8,013,088 59**

Fixed Income

Government bonds

United States - USD

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income							
Government bonds							
United States - USD							
UNITED STATES TREAS NTS DTD 00032 4 25% DUE 08-15-2013 REG CUSIP 912828BH2							
200,000 000	102 5273	3,210 59	205,054 60	199,078 13	5,976 47	0 00	5,976 47
Rate 4 25% Maturity Date 15 Aug 13							
UNITED STATES TREAS NTS DTD 00135 4 875%DUE 08-15-2016 REG CUSIP 912828FQ8							
200,000 000	115 75	3 682 74	231,500 00	204,562 50	26,937 50	0 00	26,937 50
Issue Date 15 Aug 06 Rate 4 875% Yield to Maturity 0 513% Maturity Date 15 Aug 16							
UNITED STATES TREAS NTS US TREASURY NOTE/BOND 3 125% DUE 04-30-2013 REG CUSIP 912828HY9							
300,000 000	100 9883	1,605 66	302,964 90	300,398 44	2,566 46	0 00	2,566 46
Rate 3 125% Maturity Date 30 Apr 13							
US TREAS NTS T-NT 4 75 DUE 08-15-2017 BEO CUSIP 912828HA1							
200,000 000	118 7266	3,588 31	237,453 20	203,062 50	34,390 70	0 00	34,390 70
Issue Date 15 Aug 07 Rate 4 75% Yield to Maturity 0 876% Maturity Date 15 Aug 17							
US TSY 4 75 15MAY14 CUSIP 912828CJ7							
200,000 000	106 1719	1,233 42	212,343 80	203,976 56	8,367 24	0 00	8,367 24
Issue Date 15 May 04 Rate 4 75% Yield to Maturity 0 146% Maturity Date 15 May 14							
Total USD		13,320 72	1,189,316 50	1,111,078 13	78,238 37	0 00	78,238 37
Total United States		13,320 72	1,189,316 50	1,111,078 13	78,238 37	0 00	78,238 37
Total Government Bonds **1,100,000.000**		**13,320.72**	**1,189,316 50**	**1,111,078.13**	**78,238.37**	**0.00**	**78,238.37**

Funds - government agencies

United States - USD

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income							
Funds - government agencies							
United States - USD							
CF BRANDYWINE GLOBAL OPPORTUNISTIC FIXEDINCOME BGXF20000002 CUSIP 105095970							
224,037 580	40 6778	0 00	9,113,355 87	7,959,150 83	1,154,205 04	0 00	1,154,205 04
MFO PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD INSTL CL CUSIP 693390700							
1,882,651 080	11 24	46,744 02	21,160,998 13	19,188,236 99	1,972,761 14	0 00	1,972,761 14
Total USD		46,744 02	30,274,354 00	27,147,387 82	3,126,966 18	0 00	3,126,966 18
Total United States		46,744 02	30,274,354 00	27,147,387 82	3,126,966 18	0 00	3,126,966 18
Total Funds - Government Agencies							
2,106,688.660		**46,744 02**	**30,274,354.00**	**27,147,387 82**	**3,126,966.18**	**0.00**	**3,126,966.18**
Municipal/provincial bonds							
Canada - USD							
ONTARIO(PROV OF) BD 2 45% DUE 06-29-2022REG CUSIP 68323ABK9							
150,000 000	101 3088	20 41	151,963 20	149,604 00	2,359 20	0 00	2,359 20
Issue Date 29 Jun 12 Rate 2 45% Yield to Maturity 3 142% Maturity Date 29 Jun 22							
Total USD		20 41	151,963 20	149,604 00	2,359 20	0 00	2,359 20
Total Canada		20 41	151,963 20	149,604 00	2,359 20	0 00	2,359 20
Total Municipal/Provincial Bonds							
150,000.000		**20.41**	**151,963.20**	**149,604.00**	**2,359.20**	**0.00**	**2,359.20**

Funds - municipal/provincial bond

United States - USD

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income							
Funds - municipal/provincial bond							
United States - USD							
MFO COMMUNITY REINVESTMENT ACT QUALIFIEDINVT FD INSTL SHS CUSIP 204029201							
259,633 760	11 15	6,236 70	2,894,916 42	2,800,301 50	94,614 92	0 00	94,614 92
Issue Date 02 Sep 08							
Total USD		6,236 70	2,894,916 42	2,800,301 50	94,614 92	0 00	94,614 92
Total United States		6,236 70	2,894,916 42	2,800,301 50	94,614 92	0 00	94,614 92
Total Funds - Municipal/Provincial Bond							
259,633.760		**6,236.70**	**2,894,916.42**	**2,800,301.50**	**94,614 92**	**0 00**	**94,614.92**
Corporate bonds							
Norway - USD							
STATOIL ASA 3 125 DUE 08-17-2017 CUSIP 85771PAB8							
200,000 000	108 8366	2,326 38	217,673 20	210,156 00	7,517 20	0 00	7,517 20
Issue Date 17 Aug 10 Rate 3 125% Yield to Maturity 1 374% Maturity Date 17 Aug 17							
Total USD		2,326 38	217,673 20	210,156 00	7,517 20	0 00	7,517 20
Total Norway		2,326 38	217,673 20	210,156 00	7,517 20	0 00	7,517 20
United States - USD							
AMERN INTL GROUP INC MEDIUM TERM NTS TRANCHE # TR 00027 5 6 10-18-2016BEO CUSIP 02687QBC1							
200,000 000	114 1962	2,271 11	228,392 40	196,568 00	31,824 40	0 00	31,824 40
Issue Date 18 Oct 06 Rate 5 60% Yield to Maturity 1 421% Maturity Date 18 Oct 16							
COCA COLA CO 1 65% DUE 03-14-2018 CUSIP 191216AY6							
200,000 000	102 4333	980 83	204,866 60	197,584 00	7,282 60	0 00	7,282 60
Issue Date 14 Mar 12 Rate 1 65% Yield to Maturity 1 501% Maturity Date 14 Mar 18							

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Fixed Income							
Corporate bonds							
United States - USD							
DEERE JOHN CAP CORP 2 25 DUE 04-17-2019 CUSIP 24422ERR2							
200,000 000	102 9219	925 00	205,843 80	204,156 00	1,687 80	0 00	1,687 80
Issue Date 17 Apr 12 Rate 2 25% Yield to Maturity 2 053% Maturity Date 17 Apr 19							
ORACLE CORP NT 3 75 DUE 07-08-2014 CUSIP 68389XAF2							
150,000 000	104 9872	2,703 12	157,480 80	156,468 00	1,012 80	0 00	1,012 80
Issue Date 08 Jul 09 Rate 3 75% Yield to Maturity 0 349% Maturity Date 08 Jul 14							
PRAXAIR INC 3 25% DUE 09-15-2015 CUSIP 74005PAV6							
150,000 000	106 7495	1,435 41	160,124 25	151,302 00	8,822 25	0 00	8,822 25
Issue Date 01 Sep 09 Rate 3 25% Yield to Maturity 0 562% Maturity Date 15 Sep 15							
PROCTER & GAMBLE 3 15% DUE 09-01-2015 CUSIP 742718DQ9							
100,000 000	106 8559	1,050 00	106,855 90	101,380 00	5,475 90	0 00	5,475 90
Issue Date 28 Aug 09 Rate 3 15% Yield to Maturity 0 563% Maturity Date 01 Sep 15							
WACHOVIA CORP NEW WACHOVIA CORP 5 75% DUE 06-15-2017 CUSIP 929903DT6							
200,000 000	118 4366	511 11	236,873 20	195,910 00	40,963 20	0 00	40,963 20
Issue Date 08 Jun 07 Rate 5 75% Yield to Maturity 1 453% Maturity Date 15 Jun 17							
Total USD		9,876 58	1,300,436 95	1,203,368 00	97,068 95	0 00	97,068 95
Total United States		9,876 58	1,300,436 95	1,203,368 00	97,068 95	0 00	97,068 95
Total Corporate Bonds **1,400,000.000**		**12,202.96**	**1,518,110 15**	**1,413,524.00**	**104,586.15**	**0.00**	**104,586 15**

Funds - other fixed income

United States - USD

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	 Translation	 Total
Fixed Income							
Funds - other fixed income							
United States - USD							
CF POST LTD TERM HIGH YIELD OFFSHORE LTDCL E 01 SEP 2012 FUND CUSIP POS991316							
2,000 000	1,018 9828	0 00	2,037,965 60	2,000,000 00	37,965 60	0 00	37,965 60
Total USD		0 00	2,037,965 60	2,000,000 00	37,965 60	0 00	37,965 60
Total United States		0 00	2,037,965 60	2,000,000 00	37,965 60	0 00	37,965 60
Total Funds - Other Fixed Income							
2,000.000		**0.00**	**2,037,965.60**	**2,000,000.00**	**37,965.60**	**0.00**	**37,965.60**
Total Fixed Income							
5,018,322.420		**78,524.81**	**38,066,625.87**	**34,621,895.45**	**3,444,730.42**	**0.00**	**3,444,730.42**
Real Estate							
Real estate							
United States - USD							
17642 E 17TH STREET TUSTIN, CA 92680 CUSIP 991053LA5							
1 000	4,000,000 00	0 00	4,000,000 00	1,105,534 00	2,894,466 00	0 00	2,894,466 00
Total USD		0 00	4,000,000 00	1,105,534 00	2,894,466 00	0 00	2,894,466 00
Total United States		0 00	4,000,000 00	1,105,534 00	2,894,466 00	0 00	2,894,466 00
Total Real Estate							
1.000		**0.00**	**4,000,000.00**	**1,105,534.00**	**2,894,466.00**	**0 00**	**2,894,466 00**
Total Real Estate							
1.000		**0.00**	**4,000,000.00**	**1,105,534.00**	**2,894,466.00**	**0 00**	**2,894,466.00**

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Venture Capital and Partnerships							
Partnerships							
United States - USD							
CS STRATEGIC PARTNERS OFFSHORE FUND IV, LP CUSIP 000603787							
959,542 000	1,892,417 00	0 00	1,892,417 00 *	959,542 00	932,875 00	0 00	932,875 00
		* Market value based on prices received from an external manager or other client-directed pricing source					
JOHNSTON INTERNATIONAL EQUITY FUND II, LP CUSIP 9951GZ993							
4,821,358 120	6,674,657 00	0 00	6,674,657 00 *	4 821,358 12	1,853,298 88	0 00	1,853,298 88
		* Market value based on prices received from an external manager or other client-directed pricing source					
OAK HILL CAPITAL PARTNERS III (AIV I), L P CUSIP 000616417							
281,250 080	406,565 00	0 00	406,565 00 *	281,250 08	125,314 92	0 00	125,314 92
		* Market value based on prices received from an external manager or other client-directed pricing source					
OAK HILL CAPITAL PARTNERS III, LP CUSIP 000604835							
1,666,230 150	1,632,080 00	0 00	1,632,080 00 *	1,666,230 15	-34,150 15	0 00	-34,150 15
		* Market value based on prices received from an external manager or other client-directed pricing source					
Total USD		0 00	10,605,719 00	7,728,380 35	2,877,338 65	0 00	2,877,338 65
Total United States		0 00	10,605,719 00	7,728,380 35	2,877,338 65	0 00	2,877,338 65
Total Partnerships **7,728,380 350**		**0.00**	**10,605,719 00**	**7,728,380.35**	**2,877,338 65**	**0.00**	**2,877,338 65**
Total Venture Capital and Partnerships **7,728,380.350**		**0.00**	**10,605,719 00**	**7,728,380.35**	**2,877,338.65**	**0.00**	**2,877,338.65**

Other Assets

Loans

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Other Assets							
Loans							
United States - USD							
ENGLISH LANGUAGE CENTER $307,130 00 SECURED NOTE DTD 7-30-09 @ 2 75% MATURE**INC CUSIP 995329315							
348 282 680	100 00	0 00	348,282 68	348,282 68	0 00	0 00	0 00
Total USD		0 00	348,282 68	348,282 68	0 00	0 00	0 00
Total United States		0 00	348,282 68	348,282 68	0 00	0 00	0 00
Total Loans							
348,282.680		**0.00**	**348,282.68**	**348,282.68**	**0.00**	**0.00**	**0.00**
Miscellaneous							
United States - USD							
&&& POST PETITION LOAN W/ROMAN CATHOLIC BISHOP OF SAN DIEGO CUSIP 000478586							
13,573,086 000	1 00	0 00	13,573,086 00	13,573,086 00	0 00	0 00	0 00
&&& UNSECURED PROMISSORY NOTE DATED 1/8/08 FOR $506,814 THE RCB AS BORROWER CUSIP 000544882							
506,814 700	1 00	0 00	506,814 70	506,814 70	0 00	0 00	0 00
&&&PREPETITION 50M LOAN W/ROMAN CATHOLICBISHOP OF SAN DIEGO AS OF 8/15/05 CUSIP 000408930							
35,920,100 000	1 00	0 00	35,920,100 00	35,920,100 00	0 00	0 00	0 00
ESC CB LEHMAN BROS SUB NTS D07/19/07 6 500 JJ17 ESCROW CUSIP 524ESCR36							
200,000 000	0 00	0 00	0 00 *	200,656 00	-200,656 00	0 00	-200,656 00
		* Market value based on prices received from an external manager or other client-directed pricing source					
ESC MNLEHMAN BRTHRS HLDGRR 5 750% D051606M051713GL ESCROW CUSIP 525ESC1O7							
200,000 000	0 23375	0 00	46,750 00	191,523 33	-144,773 33	0 00	-144,773 33
Total USD		0 00	50,046,750 70	50,392,180 03	-345,429 33	0 00	-345,429 33

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Other Assets							
Miscellaneous							
Total United States		0 00	50,046,750 70	50,392,180 03	-345,429 33	0 00	-345,429 33
Total Miscellaneous							
50,400,000.700		**0.00**	**50,046,750.70**	**50,392,180.03**	**-345,429 33**	**0.00**	**-345,429.33**
Total Other Assets							
50,748,283.380		**0.00**	**50,395,033.38**	**50,740,462.71**	**-345,429 33**	**0.00**	**-345,429.33**
Hedge Fund							
Hedge equity							
Emerging Markets Region - USD							
CF ESG CROSS BORDER EQUITY OFFSHORE LTD CL A1 UNREST SER 1 FUND CUSIP 354992406							
2,477 510	1,258 5001	0 00	3,117,946 58	2,500,000 00	617,946 58	0 00	617,946 58
Total USD		0 00	3,117,946 58	2,500,000 00	617,946 58	0 00	617,946 58
Total Emerging Markets Region		0 00	3,117,946 58	2,500,000 00	617,946 58	0 00	617,946 58
International Region - USD							
CF GIOVINE INVESTMENT PARTNERS INTERNATIONAL LTD A SER 1 (JAN2007) FD CUSIP 258991959							
903 940	1,158 3235	0 00	1,047,054 94	1,016,313 82	30,741 12	0 00	30,741 12
Total USD		0 00	1,047,054 94	1,016,313 82	30,741 12	0 00	30,741 12
Total International Region		0 00	1,047,054 94	1,016,313 82	30,741 12	0 00	30,741 12
United States - USD							
CF STANDARD PACIFIC CAPITAL OFFSHORE LTDCL S SER C FD CUSIP 587994450							
16,312 820	101 577	0 00	1,657,007 31	2,000,000 00	-342,992 69	0 00	-342,992 69

◆ Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Hedge Fund							
Hedge equity							
Total USD		0 00	1,657,007 31	2,000,000 00	-342,992 69	0 00	-342,992 69
Total United States		0 00	1,657,007 31	2,000,000 00	-342,992 69	0 00	-342,992 69
Total Hedge Equity							
19,694.270		**0.00**	**5,822,008.83**	**5,516,313.82**	**305,695.01**	**0.00**	**305,695.01**
Hedge event driven							
International Region - USD							
CF KING STR CAP A SER 3 FD CUSIP 125869DL8							
975 740	141 04	0 00	137,618 37	74,154 62	63,463 75	0 00	63,463 75
CF KING STR CAP CL S SER 13 FD CUSIP 4555173HN							
62 760	69 6915	0 00	4,373 83	5,959 95	-1,586 12	0 00	-1,586 12
CF KING STR CAP CL S SER 14 FD CUSIP 408992330							
5 240	184 557	0 00	967 07	449 20	517 87	0 00	517 87
CF KING STR CAP LTD CL A SER 1 CUSIP 495999930							
2,406 640	530 0316	0 00	1,275,595 25	924,581 73	351,013 52	0 00	351,013 52
CF KING STR CAP LTD CL S SER 46 FD CUSIP 382992659							
16 000	105 9561	0 00	1,695 29	998 18	697 11	0 00	697 11
CF KING STREET CAP LTD CL S SER 18 FD CUSIP 477992614							
31 300	128 5124	0 00	4,022 43	2,539 17	1,483 26	0 00	1,483 26
CF KING STREET CAPITAL LTD CL S SER 20 FD CUSIP 477992812							
58 840	99 0765	0 00	5,829 66	4,772 93	1,056 73	0 00	1,056 73

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Hedge Fund							
Hedge event driven							
International Region - USD							
CF KING STREET CAPITAL LTD CL S SER 24 FUND CUSIP 477992606							
6 300	113 3142	0 00	713 87	503 37	210 50	0 00	210 50
CF KING STREET CAPITAL LTD CL S SER 28 FUND CUSIP 777990516							
30 480	154 5063	0 00	4,709 35	1,819 53	2,889 82	0 00	2,889 82
CF KING STREET CAPITAL LTD CL S SER 30 FUND CUSIP 477992515							
4 170	3 9386	0 00	16 42	267 72	-251 30	0 00	-251 30
CF KING STREET CAPITAL LTD CL S SER 32 FUND CUSIP 477992358							
39 860	109 698	0 00	4,372 56	2,526 72	1,845 84	0 00	1,845 84
CF KING STREET CAPITAL LTD CL S SER 40 FUND CUSIP 477992333							
19 620	159 8038	0 00	3,135 35	1,467 93	1,667 42	0 00	1 667 42
CF KING STREET CAPTIAL LTD CL S SER 34 FUND CUSIP 477992218							
39 370	99 471	0 00	3,916 17	2,391 37	1,524 80	0 00	1,524 80
Total USD		0 00	1,446,965 62	1,022,432 42	424,533 20	0 00	424,533 20
Total International Region		0 00	1,446,965 62	1,022,432 42	424,533 20	0 00	424,533 20
Total Hedge Event Driven **3,696 320**		**0.00**	**1,446,965.62**	**1,022,432.42**	**424,533.20**	**0.00**	**424,533.20**
Hedge multi strategy							
International Region - USD							

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Hedge Fund							
Hedge multi strategy							
International Region - USD							
CF FIR TREE INTL VALUE II LTD CL A -NON RESTRICTED SER 0811 FD CUSIP 910992833							
200 000	11,217 3709	0 00	2,208,628 74	2,000,000 00	208,628 74	0 00	208,628 74
CF YORK CREDIT OPPORTUNITIES UNIT TRUST CL A SER 1 FD CUSIP YCOPPT9Y3							
55,050 080	62 574251	0 00	3,444,717 52	2,000,000 00	1,444,717 52	0 00	1,444,717 52
Total USD		0 00	5,653,346 26	4,000,000 00	1,653,346 26	0 00	1,653,346 26
Total International Region		0 00	5,653,346 26	4,000,000 00	1,653,346 26	0 00	1,653,346 26
Total Hedge Multi Strategy **55,250.080**		**0.00**	**5,653,346.26**	**4,000,000.00**	**1,653,346.26**	**0.00**	**1,653,346.26**
Total Hedge Fund **78,640 670**		**0.00**	**12,922,320 71**	**10,538,746.24**	**2,383,574.47**	**0.00**	**2,383,574 47**
Cash and Cash Equivalents							
Funds - short term investment							
USD - COM SHORT TERM INVT FD							
	1 00	1,112 48	5,543,354 98	5,543,354 98	0 00	0 00	0 00
Total funds - short term investment - all currencies		1,112 48	5,543,354 98	5,543,354 98	0 00	0 00	0 00
Total funds - short term investment - all countries		1,112 48	5,543,354 98	5,543,354 98	0 00	0 00	0 00
Total Funds - Short Term Investment **5,543,354 980**		**1,112.48**	**5,543,354.98**	**5,543,354.98**	**0.00**	**0.00**	**0.00**

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss Market	Translation	Total
Total Cash and Cash Equivalents							
5,543,354.980		**1,112.48**	**5,543,354.98**	**5,543,354.98**	**0.00**	**0.00**	**0.00**

Adjustments To Cash

Pending trade purchases

USD - United States dollar							
	1 00	0 00	-107,029 25	-107,029 25	0 00	0 00	0 00
Total pending trade purchases - all currencies		0 00	-107,029 25	-107,029 25	0 00	0 00	0 00
Total pending trade purchases - all countries		0 00	-107,029 25	-107,029 25	0 00	0 00	0 00
Total Pending trade purchases							
0.000		**0.00**	**-107,029.25**	**-107,029.25**	**0.00**	**0.00**	**0.00**

Pending trade sales

USD - United States dollar							
	1 00	0 00	114,256 00	114,256 00	0 00	0 00	0 00
Total pending trade sales - all currencies		0 00	114,256 00	114,256 00	0 00	0 00	0 00
Total pending trade sales - all countries		0 00	114,256 00	114,256 00	0 00	0 00	0 00
Total Pending trade sales							
0.000		**0.00**	**114,256.00**	**114,256.00**	**0.00**	**0 00**	**0 00**

Other payables

USD - United States dollar							
	1 00	0 00	-66,884 00	-66,884 00	0 00	0 00	0 00

Asset Detail - Base Currency

Description / Asset ID Investment Mgr ID Shares/PAR value	Exchange rate/ local market price	Accrued income/expense	Market Value	Cost	Unrealized gain/loss ' Market	 Translation	 Total
Adjustments To Cash							
Other payables							
Total other payables - all currencies		0 00	-66,884 00	-66,884 00	0 00	0 00	0 00
Total other payables - all countries		0 00	-66,884 00	-66,884 00	0 00	0 00	0 00
Total Other Payables							
0 000		**0.00**	**-66,884.00**	**-66,884.00**	**0.00**	**0.00**	**0.00**
Total Adjustments To Cash							
0.000		**0.00**	**-59,657.25**	**-59,657.25**	**0.00**	**0.00**	**0 00**
Total							
70,358,498 840		**98,288.70**	**161,560,753.51**	**142,292,984.71**	**19,267,768.80**	**0.00**	**19,267,768.80**

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