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Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning

, and ending

Name of foundation THE KIMBALL FOUNDATION		A Employer identification number 94-3263448
Number and street (or P.O. box number if mail is not delivered to street address) 1660 BUSH STREET	Room/suite 300	B Telephone number (415) 561-6540
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94109		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 78,022,013.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	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))		(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	0.		N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	395,452.	395,452.		STATEMENT 1
	4 Dividends and interest from securities	1,378,818.	1,378,818.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,651,475.			
	b Gross sales price for all assets on line 6a	28,449,879.			
	7 Capital gain net income (from Part IV, line 2)		1,651,475.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	8,816.	8,816.		STATEMENT 3	
12 Total. Add lines 1 through 11	3,434,561.	3,434,561.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 4 91,950.	56,517.		35,133.
	c Other professional fees	STMT 5 773,362.	468,564.		304,798.
	17 Interest				
	18 Taxes	STMT 6 50,396.	50,396.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 7 7,648.	2,616.		5,032.
	24 Total operating and administrative expenses. Add lines 13 through 23	923,356.	578,093.		344,963.
	25 Contributions, gifts, grants paid	3,379,445.			3,379,445.
26 Total expenses and disbursements. Add lines 24 and 25	4,302,801.	578,093.		3,724,408.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-868,240.				
b Net investment income (if negative, enter -0-)		2,856,468.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	304,958.	199,477.	199,477.
	2 Savings and temporary cash investments	1,931,262.	4,322,719.	4,322,719.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment: basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8		61,633,819.	58,523,371.	73,487,029.
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 9)		191,339.	12,788.	12,788.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		64,061,378.	63,058,355.	78,022,013.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 10)	134,783.	0.	
23 Total liabilities (add lines 17 through 22)	134,783.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	10,339,364.	10,339,364.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	53,587,231.	52,718,991.		
30 Total net assets or fund balances	63,926,595.	63,058,355.		
31 Total liabilities and net assets/fund balances	64,061,378.	63,058,355.		

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	63,926,595.
2 Enter amount from Part I, line 27a	2	-868,240.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	63,058,355.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	63,058,355.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 28,449,879.		26,798,404.	1,651,475.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			1,651,475.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	1,651,475.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	3,357,762.	67,325,106.	.049874
2011	3,386,389.	68,001,130.	.049799
2010	3,216,182.	63,885,473.	.050343
2009	2,596,583.	53,137,795.	.048865
2008	3,194,594.	58,998,702.	.054147

2 Total of line 1, column (d)	2	.253028
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	.050606
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	72,715,661.
5 Multiply line 4 by line 3	5	3,679,849.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	28,565.
7 Add lines 5 and 6	7	3,708,414.
8 Enter qualifying distributions from Part XII, line 4	8	3,724,408.

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	28,565.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	28,565.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	28,565.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	20,371.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	8,627.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	28,998.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	248.	
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	185.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax	11	0.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>CA</u>		
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	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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.PFS-LLC.NET/KIMBALL/KIMBALL.HTML	13	X	
14	The books are in care of DAVID A. GOLDFARB, CPA Telephone no. (415) 397-2858 Located at 1 POST STREET, SUITE 2650, SAN FRANCISCO, CA ZIP+4 94104			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
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 2013? X	1c	
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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2013 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 2013.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GRETCHEN B KIMBALL 12 EUCALYPTUS ROAD BELVEDERE, CA 94920	PRESIDENT 0.00	0.	0.	0.
DONALD J MCCUBBIN 425 CALIFORNIA STREET, 25TH FLOOR SAN FRANCISCO, CA 94104	SECRETARY 0.00	0.	0.	0.

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

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

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
PACIFIC FOUNDATION SERVICES - 1660 BUSH STREET, SUITE 300, SAN FRANCISCO, CA 94109	MANAGEMENT SERVICES	355,645.
WELLS FARGO INVESTMENT - 420 MONTGOMERY STREET, SAN FRANCISCO, CA 94104	MANAGEMENT FEES	126,033.
OSTERWEIS CAPITAL MANAGEMENT - ONE MARITIME PLAZA, #800, SAN FRANCISCO, CA 94105	MANAGEMENT FEES	103,734.
DAVID A GOLDFARB, CPA - 1 POST ST., SUITE 2650, SAN FRANCISCO, CA 94104	ACCOUNTING	70,275.
NEUBERGER BERMAN - 600 MONTGOMERY STREET, 19TH FLOOR, SAN FRANCISCO, CA 94111	MANAGEMENT FEES	66,128.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	72,098,366.
b	Average of monthly cash balances	1b	1,724,640.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	73,823,006.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	73,823,006.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,107,345.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	72,715,661.
6	Minimum investment return. Enter 5% of line 5	6	3,635,783.

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	3,635,783.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	28,565.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	28,565.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,607,218.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,607,218.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,607,218.

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	3,724,408.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,724,408.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	28,565.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,695,843.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				3,607,218.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	167,491.			
b From 2009				
c From 2010	62,028.			
d From 2011	10,164.			
e From 2012	19,423.			
f Total of lines 3a through e	259,106.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 3,724,408.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				3,607,218.
e Remaining amount distributed out of corpus	117,190.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	376,296.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	167,491.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	208,805.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010	62,028.			
c Excess from 2011	10,164.			
d Excess from 2012	19,423.			
e Excess from 2013	117,190.			

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year				
SEE ATTACHED SCHEDULE	N/A	PUBLIC	GENERAL	3,379,445.
Total			▶ 3a	3,379,445.
b Approved for future payment				
SEE ATTACHED SCHEDULE	N/A	PUBLIC	GENERAL	695,000.
Total			▶ 3b	695,000.

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. | | | |

[illegible]

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

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

**Sign
Here**

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

Gustav B. Kemball
Signature of officer or trustee

Date: _____

PRESIDENT
Title

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☒ self-employed

PTIN	
------	--

DAVID A. GOLDFARB

Firm's name ► **DAVID A. GOLDFARB, CPA**

Firm's EIN ► 27-1379650

Firm's address ► ONE POST STREET SUITE 2650
SAN FRANCISCO, CA 94104

Phone no. (415) 397-2858

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BERNSTEIN	7.	7.	
BERNSTEIN	7.	7.	
CHARLES SCHWAB	4.	4.	
NEUBERGER BERMAN #3090	194.	194.	
NEUBERGER BERMAN #3091	104,252.	104,252.	
NEWPORT ASIA	4.	4.	
WELLS FARGO BANK ENDOWMENT #64613	39.	39.	
WELLS FARGO BANK MAIN #45899	429.	429.	
WELLS FARGO FIXED 2 #216853	290,516.	290,516.	
TOTAL TO PART I, LINE 3	395,452.	395,452.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BERNSTEIN #037-43298	29,550.	0.	29,550.	29,550.	
BERNSTEIN #037-88795	20,945.	0.	20,945.	20,945.	
CHARLES SCHWAB	104,716.	0.	104,716.	104,716.	
CITIGROUP	456,215.	0.	456,215.	456,215.	
NB#2	15.	0.	15.	15.	
NEUBERGER BERMAN #3090	67,371.	0.	67,371.	67,371.	
NEWPORT ASIA	26,895.	0.	26,895.	26,895.	
WELLS FARGO #214533 D&C	411,543.	0.	411,543.	411,543.	
WELLS FARGO #216853 FIXED	103,299.	0.	103,299.	103,299.	
WELLS FARGO #72505600 IMA	158,268.	0.	158,268.	158,268.	
WELLS FARGO BANK INTERIM GRANT #6142519	1.	0.	1.	1.	
TO PART I, LINE 4	1,378,818.	0.	1,378,818.	1,378,818.	

FORM 990-PF	OTHER INCOME	STATEMENT	3
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FOREIGN EXCHANGE INCOME	-1,648.	-1,648.	
MASTER LIMITED PARTNER INCOME	9,702.	9,702.	
OTHER INCOME	762.	762.	
TOTAL TO FORM 990-PF, PART I, LINE 11	8,816.	8,816.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	70,275.	45,679.		24,296.	
AUDIT FEES	21,675.	10,838.		10,837.	
TO FORM 990-PF, PG 1, LN 16B	91,950.	56,517.		35,133.	

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
D&C CUSTODIAN FEES	3,519.	3,519.		0.
INVESTMENT FEES - D&C	46,266.	46,266.		0.
OSTERWEIS CUSTODIAN FEES	7,184.	7,184.		0.
OSTERWEIS FEES	103,734.	103,734.		0.
CHARLES SCHWAB FEES	43,823.	43,823.		0.
NEWPORT ASIA FEES	18,530.	18,530.		0.
WELLS FARGO #2 FIXED	41,868.	41,868.		0.
WELLS FARGO IMA	84,165.	84,165.		0.
NEUBERGER BERMAN #3090	53,117.	53,117.		0.
NEUBERGER BERMAN #3091	13,011.	13,011.		0.
MANAGEMENT FEES	355,645.	53,347.		302,298.
DUES	2,500.	0.		2,500.
TO FORM 990-PF, PG 1, LN 16C	773,362.	468,564.		304,798.

FORM 990-PF	TAXES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX CITI	5,560.	5,560.		0.
FOREIGN TAX IMA	7,544.	7,544.		0.
FOREIGN TAX D&C	6,758.	6,758.		0.
FOREIGN TAX BERNSTEIN 1	2,680.	2,680.		0.
FOREIGN TAX BERNSTEIN 2	3,968.	3,968.		0.
FOREIGN TAX SCHWAB	1,410.	1,410.		0.
FOREIGN TAX NEWPORT ASIA	1,524.	1,524.		0.
FOREIGN TAX NEWBERGER #1	952.	952.		0.
FOREIGN TAX WELLS FARGO FIXED	0.	0.		0.
EXCISE TAX	20,000.	20,000.		0.
TO FORM 990-PF, PG 1, LN 18	50,396.	50,396.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK AND ADR FEES	1,403.	1,403.		0.
INSURANCE	6,065.	1,213.		4,852.
MISCELLANEOUS	180.	0.		180.
TO FORM 990-PF, PG 1, LN 23	7,648.	2,616.		5,032.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
MARKETABLE SECURITIES	FMV	58,523,371.	73,487,029.	
TOTAL TO FORM 990-PF, PART II, LINE 13		58,523,371.	73,487,029.	

FORM 990-PF	OTHER ASSETS		STATEMENT	9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE	
INTEREST & DIVIDEND RECEIVABLE	191,339.	12,788.	12,788.	
TO FORM 990-PF, PART II, LINE 15	191,339.	12,788.	12,788.	

FORM 990-PF	OTHER LIABILITIES		STATEMENT	10
DESCRIPTION	BOY AMOUNT		EOY AMOUNT	
INVESTMENT PURCHASES PAYABLE	134,783.		0.	
TOTAL TO FORM 990-PF, PART II, LINE 22	134,783.		0.	

FORM 990-PF	LATE PAYMENT PENALTY				STATEMENT	11
DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY	
TAX DUE	05/15/14	8,194.	8,194.	3	123.	
EXTENSION PAYMENT	08/15/14	-8,627.	-433.			
DATE FILED	08/15/14		-433.			
TOTAL LATE PAYMENT PENALTY					123.	

FORM 990-PF	LATE PAYMENT INTEREST					STATEMENT	12
DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST	
TAX DUE	05/15/14	8,194.	8,194.	.0300	92	62.	
EXTENSION PAYMENT	08/15/14	-8,627.	-371.	.0300			
DATE FILED	08/15/14		-371.				
TOTAL LATE PAYMENT INTEREST						62.	

FORM 990-PF

INTEREST AND PENALTIES

STATEMENT 13

OVERPAYMENT FROM FORM 990-PF, PART VI, LINE 10

185.

LATE PAYMENT INTEREST

-62.

LATE PAYMENT PENALTY

-123.

NET OVERPAYMENT

0.

Capital Gains - Last year
1/1/2013 through 12/31/2013

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Neuberger Berman #2							
Neuberger Berman #2	NB #2 US Treasuries	306 025	10/4/2011	1/17/2013	31,261 99	30,602 47	659 52
Neuberger Berman #2	NB #2 US Treasuries	250 323	11/1/2012	1/17/2013	25,023 36	25,032 31	-8 95
Neuberger Berman #2	NB #2 US Treasuries	301 032	12/30/2012	1/17/2013	30,092 47	30,103 23	-10 76
Neuberger Berman #2	NB #2 US Agencies	823 358	6/13/2011	1/17/2013	84,246 56	82,335 76	1,910 80
Neuberger Berman #2	NB #2 US Treasuries	2,005 163	7/2/2012	1/31/2013	200,000 00	200,516 29	-516 29
Neuberger Berman #2	NB #2 US Treasuries	1,812 451	5/24/2012	2/7/2013	181,623 62	181,245 13	378 49
Neuberger Berman #2	NB #2 US Agencies	105 450	6/13/2011	2/12/2013	10,000 00	10,544 96	-544 96
Neuberger Berman #2	NB #2 US Treasuries	503 459	5/24/2012	2/15/2013	50,396 32	50,345 87	50 45
Neuberger Berman #2	NB #2 US Treasuries	551 957	1/1/2012	2/15/2013	55,000 00	55,195 69	-195 69
Neuberger Berman #2	NB #2 US Treasuries	200 821	6/16/2011	2/27/2013	22,342 89	20,082 11	2,260 78
Neuberger Berman #2	NB #2 US Treasuries	2,083 347	3/1/2010	2/28/2013	200,000 00	208,334 66	-8,334 66
Neuberger Berman #2	NB #2 Corporate Bonds	421 875	12/31/2009	3/1/2013	45,000 00	42,187 50	2,812 50
Neuberger Berman #2	NB #2 FHLM Amortizing #1	28 761	2/12/2013	3/25/2013	2,700 93	2,876 07	-175 14
Neuberger Berman #2	NB #2 FHLM Amortizing #2	37 510	2/12/2013	3/25/2013	3,520 51	3,750 99	-230 48
Neuberger Berman #2	NB #2 US Treasuries	350 384	3/1/2010	4/1/2013	35,000 00	35,038 40	-38 40
Neuberger Berman #2	NB #2 US Treasuries	201 257	5/21/2012	4/4/2013	20,265 27	20,125 65	139 62
Neuberger Berman #2	NB #2 US Treasuries	0 127	5/24/2012	4/4/2013	12 79	12 70	0 09
Neuberger Berman #2	NB #2 US Treasuries	100 411	6/16/2011	4/15/2013	11,414 14	10,041 06	1,373 08
Neuberger Berman #2	NB #2 US Treasuries	199 540	7/6/2011	4/15/2013	22,682 62	19,953 99	2,728 63
Neuberger Berman #2	NB #2 US Treasuries	51 004	10/4/2011	4/15/2013	5,378 90	5,100 41	278 49
Neuberger Berman #2	NB #2 US Treasuries	497 775	1/1/2011	4/15/2013	52,495 50	49,777 54	2,717 96
Neuberger Berman #2	NB #2 US Treasuries	402 174	12/2/2011	4/15/2013	42,413 30	40,217 35	2,195 95
Neuberger Berman #2	NB #2 FHLM Amortizing #1	19 846	2/12/2013	4/25/2013	1,863 76	1,984 61	-120 85
Neuberger Berman #2	NB #2 FHLM Amortizing #2	29 645	2/12/2013	4/25/2013	2,782 38	2,964 54	-182 16
Neuberger Berman #2	NB #2 US Treasuries	553 805	5/24/2012	4/25/2013	55,777 55	55,380 46	397 09
Neuberger Berman #2	NB #2 US Treasuries	100 004	12/3/2012	4/29/2013	10,009 34	10,000 42	8 92
Neuberger Berman #2	NB #2 US Treasuries	250 450	12/31/2012	4/30/2013	25,000 00	25,045 01	-45 01
Neuberger Berman #2	NB #2 Corporate Bonds	49 771	12/31/2009	5/2/2013	5,010 30	4,977 05	33 25
Neuberger Berman #2	NB #2 Corporate Bonds	1 057	4/18/2011	5/10/2013	107 80	105 70	2 10
Neuberger Berman #2	NB #2 Corporate Bonds	249 113	11/21/2011	5/10/2013	25,405 52	24,911 25	494 27
Neuberger Berman #2	NB #2 Corporate Bonds	149 807	12/2/2011	5/10/2013	15,277 88	14,980 65	297 23
Neuberger Berman #2	NB #2 US Treasuries	248 702	9/4/2012	5/10/2013	24,893 47	24,870 20	23 27
Neuberger Berman #2	NB #2 Corporate Bonds	699 278	12/31/2009	5/13/2013	80,235 75	69,927 75	10,308 00
Neuberger Berman #2	NB #2 US Treasuries	205 363	3/1/2010	5/13/2013	21,892 23	20,536 29	1,355 94
Neuberger Berman #2	NB #2 US Treasuries	63 587	3/2/2011	5/13/2013	6,778 57	6,358 73	419 84
Neuberger Berman #2	NB #2 Corporate Bonds	394 700	12/31/2009	5/15/2013	46,527 60	39,470 00	7,057 60
Neuberger Berman #2	NB #2 US Treasuries	649 870	3/1/2013	5/17/2013	64,987 03	64,987 03	0 00
Neuberger Berman #2	NB #2 US Treasuries	0 130	5/16/2013	5/17/2013	12 97	12 97	0 00
Neuberger Berman #2	NB #2 FHLM Amortizing #1	24 899	2/12/2013	5/28/2013	2,338 23	2,489 85	-151 62
Neuberger Berman #2	NB #2 FHLM Amortizing #2	23 828	2/12/2013	5/28/2013	2,236 36	2,382 77	-146 41
Neuberger Berman #2	NB #2 Corporate Bonds	199 262	5/3/2013	6/6/2013	19,612 40	19,926 20	-313 80

Capital Gains - Last year

1/1/2013 through 12/31/2013

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Neuberger Berman #2	NB #2 FHLM Amortizing #3	0 905	5/13/2013	6/17/2013	85 26	90 51	-5 25
Neuberger Berman #2	NB #2 US Treasuries	150 088	4/1/2013	6/19/2013	14,973 00	15,008 84	-35.84
Neuberger Berman #2	NB #2 FHLM Amortizing #1	27 201	2/12/2013	6/25/2013	2,554 41	2,720 05	-165 64
Neuberger Berman #2	NB #2 FHLM Amortizing #2	68 565	2/12/2013	6/25/2013	6,435 16	6,856 46	-421 30
Neuberger Berman #2	NB #2 FHLM Amortizing #4	3 756	5/10/2013	6/25/2013	352 76	375 55	-22 79
Neuberger Berman #2	NB #2 FHLM Amortizing #5	5 516	5/13/2013	6/25/2013	518 13	551 60	-33 47
Neuberger Berman #2	NB #2 FHLM Amortizing #6	37 954	5/13/2013	6/25/2013	3,564 03	3,795 40	-231 37
Neuberger Berman #2	NB #2 FHLM Amortizing #7	0 152	5/13/2013	6/25/2013	14 31	15 24	-0 93
Neuberger Berman #2	NB #2 US Treasuries	450 406	2/19/2013	7/1/2013	45,004 96	45,040 58	-35 62
Neuberger Berman #2	NB #2 US Treasuries	400 267	4/1/2013	7/1/2013	39,995 04	40,026 70	-31 66
Neuberger Berman #2	NB #2 FHLM Amortizing #3	0 903	5/13/2013	7/15/2013	85 04	90 28	-5 24
Neuberger Berman #2	NB #2 Corporate Bonds	748 051	12/31/2009	7/19/2013	83,785 10	74,805 10	8,980 00
Neuberger Berman #2	NB #2 Corporate Bonds	505 065	12/31/2010	7/23/2013	56,661 00	50,506 50	6,154 50
Neuberger Berman #2	NB #2 FHLM Amortizing #8	2 357	6/13/2013	7/25/2013	234 82	235 68	-0 86
Neuberger Berman #2	NB #2 FHLM Amortizing #1	25 282	2/12/2013	7/25/2013	2,374 23	2,528 18	-153 95
Neuberger Berman #2	NB #2 FHLM Amortizing #2	20 428	2/12/2013	7/25/2013	1,917 30	2,042 82	-125 52
Neuberger Berman #2	NB #2 FHLM Amortizing #4	5 605	5/10/2013	7/25/2013	526 50	560 51	-34 01
Neuberger Berman #2	NB #2 FHLM Amortizing #5	7 321	5/13/2013	7/25/2013	687 69	732 12	-44 43
Neuberger Berman #2	NB #2 FHLM Amortizing #6	1 052	5/13/2013	7/25/2013	98 76	105 17	-6 41
Neuberger Berman #2	NB #2 FHLM Amortizing #7	0 153	5/13/2013	7/25/2013	14 37	15 30	-0 93
Neuberger Berman #2	NB #2 Corporate Bonds	349 339	12/31/2009	8/1/2013	35,000 00	34,933.85	66 15
Neuberger Berman #2	NB #2 US Treasuries	300 013	7/19/2013	8/12/2013	30,038 57	30,001 27	37 30
Neuberger Berman #2	NB #2 US Treasuries	49,875	5/2/2013	8/15/2013	4,845 88	4,987 52	-141 64
Neuberger Berman #2	NB #2 FHLM Amortizing #3	0 928	5/13/2013	8/15/2013	87 46	92 84	-5 38
Neuberger Berman #2	NB #2 US Treasuries	100 004	7/19/2013	8/26/2013	9,917 94	10,000 42	-82 48
Neuberger Berman #2	NB #2 FHLM Amortizing #8	2 606	6/13/2013	8/26/2013	259 62	260 57	-0 95
Neuberger Berman #2	NB #2 FHLM Amortizing #1	15 538	2/12/2013	8/26/2013	1,459 16	1,553.78	-94 62
Neuberger Berman #2	NB #2 FHLM Amortizing #2	28 858	2/12/2013	8/26/2013	2,708 51	2,885.83	-177.32
Neuberger Berman #2	NB #2 FHLM Amortizing #4	2 676	5/10/2013	8/26/2013	251 31	267 55	-16 24
Neuberger Berman #2	NB #2 FHLM Amortizing #5	12 419	5/13/2013	8/26/2013	1,166 55	1,241 91	-75 36
Neuberger Berman #2	NB #2 FHLM Amortizing #6	1 058	5/13/2013	8/26/2013	99 31	105 76	-6 45
Neuberger Berman #2	NB #2 FHLM Amortizing #7	0 162	5/13/2013	8/26/2013	15 20	16 19	-0 99
Neuberger Berman #2	NB #2 US Treasuries	241 710	6/3/2013	9/16/2013	22,476 46	24,171 00	-1,694 54
Neuberger Berman #2	NB #2 FHLM Amortizing #3	0 913	5/13/2013	9/16/2013	86 01	91 30	-5 29
Neuberger Berman #2	NB #2 US Treasuries	386 736	6/3/2013	9/17/2013	36,199 84	38,673 60	-2,473 76
Neuberger Berman #2	NB #2 US Treasuries	100 004	7/19/2013	9/19/2013	9,900 36	10,000 43	-100 07
Neuberger Berman #2	NB #2 FHLM Amortizing #8	2 113	6/13/2013	9/25/2013	210 52	211 29	-0 77
Neuberger Berman #2	NB #2 FHLM Amortizing #1	12,735	2/12/2013	9/25/2013	1,195 96	1,273 51	-77 55
Neuberger Berman #2	NB #2 FHLM Amortizing #2	24 031	2/12/2013	9/25/2013	2,255 43	2,403 09	-147 66
Neuberger Berman #2	NB #2 FHLM Amortizing #4	2 856	5/10/2013	9/25/2013	268 28	285 61	-17 33
Neuberger Berman #2	NB #2 FHLM Amortizing #5	0 896	5/13/2013	9/25/2013	84 14	89 58	-5 44
Neuberger Berman #2	NB #2 FHLM Amortizing #6	1 067	5/13/2013	9/25/2013	100 16	106 66	-6 50
Neuberger Berman #2	NB #2 FHLM Amortizing #7	0 158	5/13/2013	9/25/2013	14 81	15 77	-0 96

Capital Gains - Last year

1/1/2013 through 12/31/2013

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Neuberger Berman #2	NB #2 US Treasuries	832 272	3/2/2011	10/1/2013	85,720 22	83,227 24	2,492 98
Neuberger Berman #2	NB #2 US Treasuries	99 770	7/6/2011	10/7/2013	10,687 46	9,976 99	710 47
Neuberger Berman #2	NB #2 US Treasuries	99 610	9/3/2013	10/8/2013	10,012 47	9,960 97	51 50
Neuberger Berman #2	NB #2 FHLM Amortizing #3	0 924	5/13/2013	10/15/2013	87 08	92 44	-5 36
Neuberger Berman #2	NB #2 Corporate Bonds	142 673	12/31/2009	10/24/2013	17,347 65	14,267 25	3,080 40
Neuberger Berman #2	NB #2 FHLM Amortizing #8	1 478	6/13/2013	10/25/2013	147 22	147 76	-0 54
Neuberger Berman #2	NB #2 FHLM Amortizing #1	5 449	2/12/2013	10/25/2013	511 69	544 87	-33 18
Neuberger Berman #2	NB #2 FHLM Amortizing #2	4 943	2/12/2013	10/25/2013	463 94	494 31	-30 37
Neuberger Berman #2	NB #2 FHLM Amortizing #4	1 787	5/10/2013	10/25/2013	167 86	178 70	-10 84
Neuberger Berman #2	NB #2 FHLM Amortizing #5	3 679	5/13/2013	10/25/2013	345 59	367 92	-22 33
Neuberger Berman #2	NB #2 FHLM Amortizing #6	1 051	5/13/2013	10/25/2013	98 70	105 11	-6 41
Neuberger Berman #2	NB #2 FHLM Amortizing #7	1 302	5/13/2013	10/25/2013	122 29	130 23	-7 94
Neuberger Berman #2	NB #2 US Treasuries	349 372	8/1/2012	10/28/2013	35,008 09	34,937 23	70 86
Neuberger Berman #2	NB #2 Corporate Bonds	548 917	2/13/2012	10/31/2013	51,917 25	54,891 65	-2,974 40
Neuberger Berman #2	NB #2 US Treasuries	798 565	8/1/2012	11/1/2013	80,047 34	79,856 51	190 83
Neuberger Berman #2	NB #2 US Treasuries	648 199	8/16/2012	11/1/2013	64,974 83	64,819 94	154 89
Neuberger Berman #2	NB #2 Corporate Bonds	49 896	8/6/2013	11/8/2013	5,026 05	4,989 60	36 45
Neuberger Berman #2	NB #2 US Treasuries	99 848	10/31/2013	11/8/2013	9,860 90	9,984 81	-123 91
Neuberger Berman #2	NB #2 FHLM Amortizing #3	9 177	5/13/2013	11/15/2013	864 43	917 65	-53 22
Neuberger Berman #2	NB #2 Corporate Bonds	49 735	11/30/2012	11/19/2013	4,602 55	4,973 45	-370 90
Neuberger Berman #2	NB #2 FHLM Amortizing #8	1 915	6/13/2013	11/25/2013	190 80	191 51	-0 71
Neuberger Berman #2	NB #2 FHLM Amortizing #1	7 733	2/12/2013	11/25/2013	726 18	773 27	-47 09
Neuberger Berman #2	NB #2 FHLM Amortizing #2	17 828	2/12/2013	11/25/2013	1,673 21	1,782 75	-109 54
Neuberger Berman #2	NB #2 FHLM Amortizing #4	2 021	5/10/2013	11/25/2013	189 82	202 08	-12 26
Neuberger Berman #2	NB #2 FHLM Amortizing #5	3 275	5/13/2013	11/25/2013	307 60	327 47	-19 87
Neuberger Berman #2	NB #2 FHLM Amortizing #6	1 077	5/13/2013	11/25/2013	101 11	107 67	-6 56
Neuberger Berman #2	NB #2 FHLM Amortizing #7	1 657	5/13/2013	11/25/2013	155 57	165 67	-10 10
Neuberger Berman #2	NB #2 FHLM Amortizing #8	432 006	6/13/2013	11/26/2013	42,524 66	43,200 57	-675 91
Neuberger Berman #2	NB #2 FHLM Amortizing #3	569 215	5/13/2013	11/26/2013	54,877 18	56,921 45	-2,044 27
Neuberger Berman #2	NB #2 US Treasuries	249 024	9/3/2013	12/9/2013	25,083 90	24,902 43	181 47
Neuberger Berman #2	NB #2 US Agencies	499 815	2/15/2013	12/9/2013	50,047 50	49,981 50	66 00
Neuberger Berman #2	NB #2 US Treasury Index	107 465	8/3/2011	12/16/2013	10,621 58	10,559 33	62 25
Neuberger Berman #2	NB #2 US Treasuries	250 011	7/19/2013	12/16/2013	24,988 20	25,001 06	-12 86
Neuberger Berman #2	NB#2 FHLM Amortizing #11	2 626	11/13/2013	12/16/2013	249 80	262 60	-12 80
Neuberger Berman #2	NB #2 FHLM Amortizing #9	2 314	11/13/2013	12/26/2013	219 28	231 41	-12 13
Neuberger Berman #2	NB #2 FHLM Amortizing #1	6 556	2/12/2013	12/26/2013	615 68	655 60	-39 92
Neuberger Berman #2	NB #2 FHLM Amortizing #2	10 293	2/12/2013	12/26/2013	966 07	1,029 32	-63 25
Neuberger Berman #2	NB #2 FHLM Amortizing #4	3 066	5/10/2013	12/26/2013	287 98	306 58	-18 60
Neuberger Berman #2	NB #2 FHLM Amortizing #5	0 886	5/13/2013	12/26/2013	83 23	88 61	-5 38
Neuberger Berman #2	NB #2 FHLM Amortizing #6	12 626	5/13/2013	12/26/2013	1,185 63	1,262 60	-76 97
Neuberger Berman #2	NB #2 FHLM Amortizing #7	0 161	5/13/2013	12/26/2013	15 16	16 14	-0 98
Neuberger Berman #2	NB#2 FHLM Amortizing #10	1 672	11/13/2013	12/26/2013	158 38	167 19	-8 81
TOTAL Neuberger Berman #2					2,553,425.79	2,517,504.98	35,920.81

Capital Gains - Last year				
11/1/2013 through 12/31/2013				
Account	Security	Shares	Sold	Realized Gain/L
		Bought	Gross Proceeds	Cost Basis
			2,553,425.79	2,517,504.98
				35,920.81
OVERALL TOTAL				

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Wells Fargo Fixed							
Wells Fargo Fixed	Wells Fargo Fixed Corporate	498 370	12/31/2009	1/15/2013	50,000 00	49,837 00	163 00
Wells Fargo Fixed	Wells Fargo Fixed Corporate	992 696	12/31/2009	2/5/2013	100,000 00	99,269 61	730 39
Wells Fargo Fixed	Wells Fargo Fixed Corporate	1,009 874	12/31/2009	3/1/2013	102,703 87	100,987 36	1,716 51
Wells Fargo Fixed	WF Fixed Advantage Ultra S	2,339 181	2/13/2013	3/12/2013	20,000 00	20,000 00	0 00
Wells Fargo Fixed	PIMCO Foreign Bond Fund #	1,945 525	4/19/2011	3/15/2013	20,000 00	20,914 40	-914 40
Wells Fargo Fixed	WF Fixed Advantage Ultra S	9,356 725	2/13/2013	3/15/2013	80,000 00	80,000 00	0 00
Wells Fargo Fixed	Wells Fargo Fixed Corporate	2,037 780	12/31/2009	3/19/2013	201,104 00	203,778 00	-2,674 00
Wells Fargo Fixed	PIMCO Foreign Bond Fund #	1,775 405	4/19/2011	4/1/2013	18,481 97	19,085 60	-603.63
Wells Fargo Fixed	PIMCO Foreign Bond Fund #	480 307	5/18/2011	4/1/2013	5,000 00	5,216 13	-216 13
Wells Fargo Fixed	PIMCO Total	844 136	12/28/2011	4/3/2013	9,496 53	9,158.88	337 65
Wells Fargo Fixed	Wells Fargo Fixed Corporate	2,487 300	12/31/2009	4/11/2013	250,000 00	248,730.00	1,270 00
Wells Fargo Fixed	Wells Fargo Fixed Corporate	500 710	4/2/2013	4/15/2013	50,000 00	50,071 00	-71 00
Wells Fargo Fixed	Wells Fargo Fixed Corporate	2,536 475	12/31/2009	4/15/2013	250,000 00	253,647.50	-3,647 50
Wells Fargo Fixed	Wells Fargo Fixed Corporate	2,495 000	12/31/2009	5/1/2013	250,000 00	249,500 00	500 00
Wells Fargo Fixed	Wells Fargo Fixed Corporate	1,993 140	12/31/2009	5/2/2013	200,000 00	199,314 00	686 00
Wells Fargo Fixed	PIMCO Total	1,774 623	5/8/2013	5/13/2013	20,000 00	20,053 24	-53 24
Wells Fargo Fixed	Wells Fargo Fixed Corporate	499 885	12/31/2009	5/15/2013	50,000 00	49,988 50	11 50
Wells Fargo Fixed	PIMCO Total	10,135 747	5/8/2013	6/6/2013	112,000 00	114,533 94	-2,533 94
Wells Fargo Fixed	Wells Fargo Fixed Corporate	1,986 896	12/31/2009	7/2/2013	198,889 56	198,889 56	0 00
Wells Fargo Fixed	Wells Fargo Fixed Corporate	3 104	7/1/2013	7/2/2013	310 44	310 44	0.00
Wells Fargo Fixed	Wells Fargo Fixed Government	2,989 290	12/31/2008	9/6/2013	300,000 00	298,929 00	1,071 00
Wells Fargo Fixed	Wells Fargo Fixed Corporate	1,396 990	12/31/2009	9/9/2013	140,000 00	139,699 00	301 00
Wells Fargo Fixed	WF Fixed Advantage Ultra S	5,861 665	9/11/2013	10/28/2013	50,000 00	49,941 39	58 61
Wells Fargo Fixed	Wells Fargo Fixed Corporate	6 940	3/31/2012	10/30/2013	638 89	694 00	-55 11
Wells Fargo Fixed	Wells Fargo Fixed Corporate	990 910	7/31/2012	10/30/2013	91,222 11	99,091 00	-7,868 89
Wells Fargo Fixed	PIMCO Total	7,339 450	12/28/2011	11/8/2013	80,000 00	79,633 03	366 97
Wells Fargo Fixed	PIMCO Total	9,633 028	12/28/2011	11/18/2013	105,000 00	104,518 35	481 65
Wells Fargo Fixed	PIMCO Foreign Bond Fund #	6,448 839	10/16/2012	12/12/2013	65,520 20	75,000 00	-9,479 80
Wells Fargo Fixed	WF Fixed Advantage Ultra S	8,206 331	9/11/2013	12/12/2013	70,000 00	69,917 94	82 06
TOTAL Wells Fargo Fixed					2,890,167.57	2,910,508.87	-20,341.30
OVERALL TOTAL							
					2,890,167.57	2,910,508.87	-20,341.30

Capital Gains - Last year
1/1/2013 through 12/31/2013

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Wells Fargo Equity							
Wells Fargo Equity	Harbor Capital Apprec Fund	2,422 972	11/30/2012	1/24/2013	107,216 52	103,097 45	4,119 07
Wells Fargo Equity	Harbor Capital Apprec Fund	2,910 361	12/19/2012	1/24/2013	128,783 48	125,000 00	3,783 48
Wells Fargo Equity	PIMCO Low Duration Fund	3,776 680	7/25/2012	1/24/2013	39,655 14	39,919 51	-264 37
Wells Fargo Equity	PIMCO Low Duration Fund	6,433 301	7/25/2012	1/24/2013	67,549 66	67,999 99	-450 33
Wells Fargo Equity	PIMCO Low Duration Fund	1,615 941	7/25/2012	1/24/2013	16,967 38	17,080 49	-113 11
Wells Fargo Equity	PIMCO Low Duration Fund	16,431 925	10/15/2012	1/24/2013	172,535 21	175,000 00	-2,464 79
Wells Fargo Equity	T Rowe Price Short Term BD	15,336 642	10/15/2012	1/24/2013	74,382 71	74,536 08	-153 37
Wells Fargo Equity	Abbott Laboratories	395 795	9/26/2012	1/28/2013	27,059 47	27,677 20	-617 73
Wells Fargo Equity	Abbott Laboratories	429 205	9/26/2012	1/28/2013	30,912 13	30,013 57	898 56
Wells Fargo Equity	Chevron Corp	300 000	9/26/2012	1/28/2013	34,532 22	35,418 00	-885 78
Wells Fargo Equity	CRM Small Cap Value Fund	5,003 773	7/16/2012	1/28/2013	109,232 36	96,522 78	12,709 58
Wells Fargo Equity	Exxon Mobil Corp	200 000	7/7/2011	1/28/2013	18,143 59	16,283 96	1,859 63
Wells Fargo Equity	Exxon Mobil Corp	550 000	7/28/2011	1/28/2013	49,894 88	46,788 50	3,106 38
Wells Fargo Equity	Exxon Mobil Corp	200 000	7/18/2012	1/28/2013	18,143 59	17,071 98	1,071 61
Wells Fargo Equity	Intuitive Surgical Inc	90 000	12/3/2012	1/28/2013	50,991 98	47,727 00	3,264 98
Wells Fargo Equity	Whole Foods Market Inc	550 000	12/3/2012	1/28/2013	51,126 91	50,341 50	785 41
Wells Fargo Equity	Oakmark Fund #110	2,998 201	12/12/2012	2/1/2013	153,687 78	150,000 00	3,687 78
Wells Fargo Equity	Accenture PLC	825 000	6/17/2011	2/5/2013	59,547 25	47,305 25	12,242 00
Wells Fargo Equity	Accenture PLC	250 000	7/8/2011	2/5/2013	18,044 62	15,279 95	2,764 67
Wells Fargo Equity	EMC Corp MASS	500 000	7/7/2011	2/5/2013	12,339 72	13,909 90	-1,570 18
Wells Fargo Equity	Microsoft Corp	200 000	3/6/2012	2/5/2013	5,497 87	6,472 00	-974 13
Wells Fargo Equity	Novartis AG	1,000 000	9/26/2012	2/5/2013	67,868 47	61,442 80	6,425 67
Wells Fargo Equity	Acadian Emerging Markets P	1,276 843	8/23/2011	2/13/2013	24,706 91	22,000 00	2,706 91
Wells Fargo Equity	Acadian Emerging Markets P	1,473 145	4/17/2012	2/13/2013	28,505 36	26,914 36	1,591 00
Wells Fargo Equity	iShares MSCI Mexico Invest.	15 000	7/27/2011	2/13/2013	1,097 68	920 25	177 43
Wells Fargo Equity	iShares MSCI Mexico Invest	145 000	8/1/2012	2/13/2013	10,610 87	9,071 18	1,539 69
Wells Fargo Equity	iShares MSCI South Africa In	65 000	7/27/2011	2/13/2013	4,401 71	4,605 25	-203 54
Wells Fargo Equity	iShares MSCI South Africa In.	60 000	2/24/2012	2/13/2013	4,063 11	4,076 58	-13 47
Wells Fargo Equity	iShares MSCI Brazil Index F	35 000	7/26/2011	2/13/2013	1,961 35	2,452 44	-491 09
Wells Fargo Equity	iShares MSCI Canada Index	30 000	7/26/2011	2/13/2013	867 28	979 19	-111 91
Wells Fargo Equity	iShares MSCI Chile Investabi	40 000	7/27/2011	2/13/2013	2,696 74	2,911 69	-214 95
Wells Fargo Equity	iShares MSCI Chile Investabi	10 000	2/24/2012	2/13/2013	674 18	675 05	-0 87
Wells Fargo Equity	iShares MSCI Germany Inde..	75 000	7/26/2011	2/13/2013	1,868 96	1,982 24	-113 28
Wells Fargo Equity	iShares MSCI Germany Inde	25 000	2/24/2012	2/13/2013	622 99	575 00	47 99
Wells Fargo Equity	iShares MSCI Russia Cappe	150 000	2/24/2012	2/13/2013	3,557 94	3,771 45	-213 51
Wells Fargo Equity	EMC Corp MASS	1,575 000	7/19/2010	2/27/2013	36,885 67	32,484 06	4,401 61
Wells Fargo Equity	EMC Corp MASS	425 000	7/7/2011	2/27/2013	9,953 27	11,823 42	-1,870 15
Wells Fargo Equity	Enesco PLC	400 000	4/24/2012	2/27/2013	24,543 45	21,268 00	3,275 45
Wells Fargo Equity	Enesco PLC	650 000	1/29/2013	2/27/2013	39,883 10	40,442 94	-559 84
Wells Fargo Equity	Intel Corp	1,725 000	6/11/2010	2/27/2013	35,240 95	34,120 50	1,120 45
Wells Fargo Equity	Intel Corp	375 000	7/28/2011	2/27/2013	7,661 08	8,729 78	-1,068 70

Capital Gains - Last year
1/1/2013 through 12/31/2013

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L.
Wells Fargo Equity	Catamaran Corp	1,600,000	12/28/2011	3/1/2013	86,705.25	45,976.00	40,729.25
Wells Fargo Equity	Celgene Corp	475,000	6/17/2011	3/1/2013	47,204.91	27,720.34	19,484.57
Wells Fargo Equity	Celgene Corp	425,000	7/11/2011	3/1/2013	42,235.98	25,640.17	16,595.81
Wells Fargo Equity	Celgene Corp	650,000	7/18/2012	3/1/2013	64,596.20	42,340.68	22,255.52
Wells Fargo Equity	Total SA	875,000	7/24/2012	3/1/2013	42,513.20	39,521.13	2,992.07
Wells Fargo Equity	Total SA	1,425,000	1/29/2013	3/1/2013	69,235.77	75,989.66	-6,753.89
Wells Fargo Equity	Eaton Vance Global Macro-I	7,820,570	6/10/2011	3/15/2013	77,345.43	79,268.91	-1,923.48
Wells Fargo Equity	Eaton Vance Global Macro-I	7,367,387	7/5/2011	3/15/2013	72,863.46	74,602.19	-1,738.73
Wells Fargo Equity	Gateway Fund	2,112,962	12/31/2009	3/15/2013	59,289.71	53,339.14	5,950.57
Wells Fargo Equity	Gateway Fund	4,274,194	5/28/2010	3/15/2013	119,933.88	107,896.80	12,037.08
Wells Fargo Equity	Gateway Fund	5,615,802	10/17/2011	3/15/2013	157,579.40	141,764.06	15,815.34
Wells Fargo Equity	Wells Fargo Advantage Asse	16,447,368	9/19/2011	3/15/2013	220,559.21	200,000.00	20,559.21
Wells Fargo Equity	Wells Fargo Advantage Asse	11,856,092	10/17/2011	3/15/2013	158,990.19	145,000.00	13,990.19
Wells Fargo Equity	Coca-Cola Co	1,500,000	7/11/2011	3/19/2013	58,543.69	51,457.35	7,086.34
Wells Fargo Equity	Coca-Cola Co	500,000	9/1/2011	3/19/2013	19,514.56	17,384.95	2,129.61
Wells Fargo Equity	Teradata Corp	2,050,000	1/28/2013	3/19/2013	119,020.33	135,422.59	-16,402.26
Wells Fargo Equity	T Rowe Price New Asia Fund	2,640,845	2/14/2013	4/11/2013	42,831.86	45,000.00	-2,168.14
Wells Fargo Equity	Citrix Systems Incorporated	75,000	7/28/2011	4/15/2013	5,176.26	5,618.25	-441.99
Wells Fargo Equity	Citrix Systems Incorporated	825,000	8/31/2011	4/15/2013	56,938.82	45,647.25	11,291.57
Wells Fargo Equity	Coach Inc	750,000	1/28/2013	4/15/2013	38,504.21	38,124.90	379.31
Wells Fargo Equity	Companhia De Bebidas Das	650,000	6/17/2011	4/15/2013	27,261.42	20,858.50	6,402.92
Wells Fargo Equity	Companhia De Bebidas Das	350,000	9/1/2011	4/15/2013	14,679.23	11,994.43	2,684.80
Wells Fargo Equity	Danaher Corp	1,100,000	12/3/2012	4/15/2013	67,729.77	57,925.89	9,803.88
Wells Fargo Equity	Union Pacific Corp	600,000	1/28/2013	4/23/2013	85,718.33	81,066.00	4,652.33
Wells Fargo Equity	McKesson Corp	800,000	1/28/2013	5/2/2013	83,817.72	83,956.64	-138.92
Wells Fargo Equity	HSBC Holdings PLC	1,550,000	3/19/2013	6/11/2013	84,771.12	86,625.47	-1,854.35
Wells Fargo Equity	Morgan Stanley Institutional I	4,914,005	12/13/2012	6/11/2013	100,000.00	96,805.90	3,194.10
Wells Fargo Equity	Natixis AEW Real Estate	4,937,630	12/13/2012	7/12/2013	94,654.37	95,000.00	-345.63
Wells Fargo Equity	Wasatch Emerging Markets	24,809,160	9/14/2012	7/12/2013	67,729.01	65,291.95	2,437.06
Wells Fargo Equity	Wasatch Emerging Markets	17,045,455	10/29/2012	7/12/2013	46,534.09	44,859.68	1,674.41
Wells Fargo Equity	Wasatch Emerging Markets	2,222,222	1/30/2012	7/12/2013	6,066.67	5,848.37	218.30
Wells Fargo Equity	Allergan Inc	300,000	6/17/2011	7/17/2013	26,911.63	24,170.76	2,740.87
Wells Fargo Equity	Allergan Inc	600,000	7/11/2011	7/17/2013	53,823.26	50,915.88	2,907.38
Wells Fargo Equity	Allergan Inc	450,000	3/6/2012	7/17/2013	40,367.45	40,225.45	142.00
Wells Fargo Equity	iShares S&P MidCap 400 Gr	815,000	5/2/2013	7/17/2013	110,484.53	105,110.47	5,374.06
Wells Fargo Equity	Microsoft Corp	350,000	3/6/2012	7/17/2013	12,372.56	11,326.00	1,046.56
Wells Fargo Equity	Microsoft Corp	150,000	7/18/2012	7/17/2013	5,302.53	4,402.49	900.04
Wells Fargo Equity	Tractor Supply Co	540,000	7/7/2011	7/17/2013	66,386.44	36,487.69	29,898.75
Wells Fargo Equity	Apache Corp	50,588	3/22/2011	7/22/2013	4,159.78	5,967.28	-1,807.50
Wells Fargo Equity	Apache Corp	197,127	7/28/2011	7/22/2013	16,209.45	25,362.23	-9,152.78
Wells Fargo Equity	Apache Corp	215,868	9/26/2012	7/22/2013	17,750.50	19,112.91	-1,362.41
Wells Fargo Equity	Apache Corp	11,418	5/24/2013	7/22/2013	938.89	0.00	938.89
Wells Fargo Equity	JPMorgan Alerian MLP Index	1,600,000	12/17/2012	7/22/2013	77,592.72	61,202.56	16,390.16

Capital Gains - Last year

1/1/2013 through 12/31/2013

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Wells Fargo Equity	United Parcel Service B	250 000	10/31/2012	7/22/2013	21,624 75	18,229 98	3,394 77
Wells Fargo Equity	iSharesTRFTSE/Xinhua Chin	426 720	7/26/2011	8/12/2013	14,484 67	17,994 78	-3,510 11
Wells Fargo Equity	iSharesTRFTSE/Xinhua Chin	805 000	8/16/2011	8/12/2013	27,325 09	29,358 19	-2,033 10
Wells Fargo Equity	iSharesTRFTSE/Xinhua Chin	663 280	2/24/2012	8/12/2013	22,514 51	26,643 63	-4,129 12
Wells Fargo Equity	iSharesTRFTSE/Xinhua Chin	135 000	5/1/2012	8/12/2013	4,582 47	5,104 34	-521 87
Wells Fargo Equity	iSharesTRFTSE/Xinhua Chin	90 000	8/1/2012	8/12/2013	3,054 98	3,031 20	23 78
Wells Fargo Equity	iSharesTRFTSE/Xinhua Chin	50 000	2/13/2013	8/12/2013	1,697 21	1,996 50	-299 29
Wells Fargo Equity	iShares MSCI Australia Inde	190 000	7/26/2011	8/12/2013	4,373 74	4,932 36	-558 62
Wells Fargo Equity	iShares MSCI Australia Inde	530 000	8/16/2011	8/12/2013	12,200 44	11,797 69	402 75
Wells Fargo Equity	iShares MSCI Australia Inde	1,040 000	10/21/2011	8/12/2013	23,940 49	23,663 02	277 47
Wells Fargo Equity	iShares MSCI Australia Inde	330 000	2/24/2012	8/12/2013	7,596 50	7,804 47	-207 97
Wells Fargo Equity	iShares MSCI Australia Inde	10 000	12/4/2012	8/12/2013	230 20	249 10	-18 90
Wells Fargo Equity	iShares MSCI Australia Inde	65 000	2/13/2013	8/12/2013	1,496 28	1,712 10	-215 82
Wells Fargo Equity	iShares MSCI Brazil Index F	190 000	7/26/2011	8/12/2013	8,139 46	13,294 56	-5,155 10
Wells Fargo Equity	iShares MSCI Brazil Index F	425 000	8/16/2011	8/12/2013	18,206 68	24,935 69	-6,729 01
Wells Fargo Equity	iShares MSCI Brazil Index F	115 000	10/21/2011	8/12/2013	4,926 51	6,467 50	-1,540 99
Wells Fargo Equity	iShares MSCI Brazil Index F	385 000	2/24/2012	8/12/2013	16,493 11	26,074 24	-9,581 13
Wells Fargo Equity	iShares MSCI Canada Index	560 000	7/26/2011	8/12/2013	15,170 19	18,278 29	-3,108 10
Wells Fargo Equity	iShares MSCI Canada Index	600 000	8/16/2011	8/12/2013	16,253 77	16,997 88	-744 11
Wells Fargo Equity	iShares MSCI Canada Index	765 000	10/21/2011	8/12/2013	20,723 56	20,639 47	84 09
Wells Fargo Equity	iShares MSCI Canada Index	395 000	2/24/2012	8/12/2013	10,700 40	11,391 76	-691 36
Wells Fargo Equity	iShares MSCI Canada Index	320 000	5/2/2012	8/12/2013	8,668 68	9,046 40	-377 72
Wells Fargo Equity	iShares MSCI Canada Index	190 000	8/1/2012	8/12/2013	5,147 03	5,021 68	125 35
Wells Fargo Equity	iShares MSCI Canada Index	10 000	12/4/2012	8/12/2013	270 90	282 50	-11 60
Wells Fargo Equity	iShares MSCI Chile Investabl	40 000	8/16/2011	8/12/2013	1,915 17	2,587 07	-671 90
Wells Fargo Equity	iShares MSCI Chile Investabl	15 000	10/21/2011	8/12/2013	718 19	860 93	-142 74
Wells Fargo Equity	iShares MSCI Chile Investabl	40 000	2/24/2012	8/12/2013	1,915 17	2,698 95	-783 78
Wells Fargo Equity	iShares MSCI France Index	745 000	8/16/2011	8/12/2013	19,287 71	15,726 63	3,561 08
Wells Fargo Equity	iShares MSCI France Index	815 000	10/21/2011	8/12/2013	21,099 98	17,000 72	4,099 26
Wells Fargo Equity	iShares MSCI France Index	550 000	2/13/2013	8/12/2013	14,239 25	12,994 52	1,244 73
Wells Fargo Equity	iShares MSCI Germany Inde	525 000	8/16/2011	8/12/2013	13,865 01	10,904 15	2,960 86
Wells Fargo Equity	iShares MSCI Germany Inde	1,015 000	10/21/2011	8/12/2013	26,805 68	20,649 87	6,155 81
Wells Fargo Equity	iShares MSCI Germany Inde	175 000	2/24/2012	8/12/2013	4,621 67	4,024 98	596 69
Wells Fargo Equity	iShares MSCI Germany Inde	725 000	5/2/2012	8/12/2013	19,146 91	16,472 00	2,674 91
Wells Fargo Equity	iShares MSCI Italy Index Fund	110 000	8/1/2012	8/12/2013	2,905 05	2,219 69	685 36
Wells Fargo Equity	iShares MSCI Italy Index Fund	415 000	7/26/2011	8/12/2013	5,519 61	6,994 77	-1,475 16
Wells Fargo Equity	iShares MSCI Italy Index Fund	525 000	8/16/2011	8/12/2013	6,982 64	6,904 70	77 94
Wells Fargo Equity	iShares MSCI Italy Index Fund	10 000	12/4/2012	8/12/2013	133 00	127 32	5 68
Wells Fargo Equity	iShares MSCI Italy Index Fund	40 000	2/13/2013	8/12/2013	532 01	538 08	-6 07
Wells Fargo Equity	iShares MSCI Japan Index F	1,845 000	7/26/2011	8/12/2013	21,346 28	20,103 67	1,242 61
Wells Fargo Equity	iShares MSCI Japan Index F	2,875 000	8/16/2011	8/12/2013	33,263 17	28,232 21	5,030 96
Wells Fargo Equity	iShares MSCI Japan Index F	4,745 000	10/21/2011	8/12/2013	54,898 69	45,549 15	9,349 54
Wells Fargo Equity	iShares MSCI Japan Index F	2,090 000	2/24/2012	8/12/2013	24,180 88	20,858 20	3,322 68

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Wells Fargo Equity	iShares MSCI Japan Index F.	210 000	5/2/2012	8/12/2013	2,429 66	2,055 90	373 76
Wells Fargo Equity	iShares MSCI Japan Index F.	790 000	8/1/2012	8/12/2013	9,140 14	7,125 01	2,015 13
Wells Fargo Equity	iShares MSCI Japan Index F	100 000	2/13/2013	8/12/2013	1,156 98	1,007 99	148 99
Wells Fargo Equity	iShares MSCI Mexico Invest	15 000	7/27/2011	8/12/2013	1,031 23	920 25	110 98
Wells Fargo Equity	iShares MSCI Mexico Invest	135 000	8/16/2011	8/12/2013	9,281 10	7,211 67	2,069 43
Wells Fargo Equity	iShares MSCI Mexico Invest	100 000	2/24/2012	8/12/2013	6,874 89	6,041 95	832 94
Wells Fargo Equity	iShares MSCI Mexico Invest	120 000	5/1/2012	8/12/2013	8,249 87	7,304 28	945 59
Wells Fargo Equity	iShares MSCI Netherlands In.	300 000	8/16/2011	8/12/2013	6,951 17	5,288 94	1,662 23
Wells Fargo Equity	iShares MSCI Russia Cappe	600 000	8/16/2011	8/12/2013	11,861 85	13,763 88	-1,902 03
Wells Fargo Equity	iShares MSCI Russia Cappe	60 000	2/24/2012	8/12/2013	1,186 19	1,508 58	-322 39
Wells Fargo Equity	iShares MSCI South Africa In	205 000	8/16/2011	8/12/2013	12,264 96	12,927 24	-662 28
Wells Fargo Equity	iShares MSCI South Africa In	60 000	10/21/2011	8/12/2013	3,589 74	3,622 80	-33 06
Wells Fargo Equity	iShares MSCI South Africa In.	195 000	2/24/2012	8/12/2013	11,666 67	13,248 89	-1,582 22
Wells Fargo Equity	iShares MSCI South Korea I	84 370	7/26/2011	8/12/2013	4,660 61	5,627 45	-966 84
Wells Fargo Equity	iShares MSCI South Korea I	335 631	8/16/2011	8/12/2013	18,540 37	18,107 27	433 10
Wells Fargo Equity	iShares MSCI South Korea I	990 000	2/24/2012	8/12/2013	54,688 03	58,627 80	-3,939 77
Wells Fargo Equity	iShares MSCI South Korea I	20 000	2/13/2013	8/12/2013	1,104 81	1,191 00	-86 19
Wells Fargo Equity	iShares MSCI Spain Index F	20 000	2/24/2012	8/12/2013	639 99	640 80	-0 81
Wells Fargo Equity	iShares MSCI Spain Index F	20 000	2/13/2013	8/12/2013	639 99	611 20	28 79
Wells Fargo Equity	iShares MSCI Sweden Index	120 000	10/21/2011	8/12/2013	3,988 91	2,998 24	990 67
Wells Fargo Equity	iShares MSCI Sweden Index	485 000	5/2/2012	8/12/2013	16,121 84	13,681 63	2,440 21
Wells Fargo Equity	iShares MSCI Sweden Index	75 000	8/1/2012	8/12/2013	2,493 07	2,016 89	476 18
Wells Fargo Equity	iShares MSCI Switzerland In	510 000	8/16/2011	8/12/2013	15,621 08	12,155 29	3,465 79
Wells Fargo Equity	iShares MSCI Switzerland In	455 000	10/21/2011	8/12/2013	13,936 45	10,337 60	3,598 85
Wells Fargo Equity	iShares MSCI Switzerland In	185 000	2/24/2012	8/12/2013	5,666 47	4,539 90	1,126 57
Wells Fargo Equity	iShares MSCI Switzerland In	235 000	5/2/2012	8/12/2013	7,197 95	5,856 20	1,341 75
Wells Fargo Equity	iShares MSCI Switzerland In	50 000	2/13/2013	8/12/2013	1,531 48	1,429 50	101 98
Wells Fargo Equity	iShares MSCI Taiwan Index	3,730 000	5/1/2012	8/12/2013	48,936 74	48,675 01	261 73
Wells Fargo Equity	iShares MSCI Taiwan Index	420 000	8/1/2012	8/12/2013	5,510 30	5,065 16	445 14
Wells Fargo Equity	iShares MSCI Taiwan Index	600 000	2/13/2013	8/12/2013	7,871 86	8,141 94	-270 08
Wells Fargo Equity	iShares MSCI UK Index Fund	1,835 000	7/26/2011	8/12/2013	34,552 45	33,139 73	1,412 72
Wells Fargo Equity	iShares MSCI UK Index Fund	1,930 000	8/16/2011	8/12/2013	36,341 27	30,262 01	6,079 26
Wells Fargo Equity	iShares MSCI UK Index Fund	3,435 000	10/21/2011	8/12/2013	64,679 92	55,252 66	9,427 26
Wells Fargo Equity	iShares MSCI UK Index Fund	410 000	2/24/2012	8/12/2013	7,720 17	7,215 96	504 21
Wells Fargo Equity	iShares MSCI UK Index Fund	150 000	2/13/2013	8/12/2013	2,824 45	2,758 49	65 96
Wells Fargo Equity	iShares S&P India Nifty 50 In.	345 000	8/16/2011	8/12/2013	7,101 67	8,997 50	-1,895 83
Wells Fargo Equity	iShares S&P India Nifty 50 In	160 000	3/5/2012	8/12/2013	3,293 53	3,998 38	-704 85
Wells Fargo Equity	iShares S&P India Nifty 50 In	400 000	5/1/2012	8/12/2013	8,233 82	9,084 00	-850 18
Wells Fargo Equity	iShares S&P India Nifty 50 In	125 000	2/13/2013	8/12/2013	2,573 07	3,153 74	-580 67
Wells Fargo Equity	Jensen Quality Growth Fund	2,512,563	6/7/2013	8/13/2013	88,366 84	85,000 00	3,366 84
Wells Fargo Equity	Union Pacific Corp	100 000	9/1/2011	8/13/2013	16,110 76	9,047 98	7,062 78
Wells Fargo Equity	Union Pacific Corp	600 000	1/28/2013	8/13/2013	96,664 55	81,066 00	15,598 55
Wells Fargo Equity	Visa Inc	125 000	7/17/2013	8/13/2013	22,654 62	23,687 16	-1,032 54

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Wells Fargo Equity	iShares MSCI Turkey Investa	30 000	7/27/2011	8/14/2013	1,749 10	1,629 30	119 80
Wells Fargo Equity	iShares MSCI Turkey Investa	45 000	8/16/2011	8/14/2013	2,623 65	2,015 55	608 10
Wells Fargo Equity	iShares MSCI Turkey Investa	50 000	2/24/2012	8/14/2013	2,915 17	2,631 50	283 67
Wells Fargo Equity	iShares MSCI Turkey Investa	5 000	12/4/2012	8/14/2013	291 52	308 25	-16 73
Wells Fargo Equity	iShares MSCI Turkey Investa	10 000	2/13/2013	8/14/2013	583 03	667 30	-84 27
Wells Fargo Equity	Apple Inc	200 000	9/21/2011	8/19/2013	99,604 26	79,963 96	19,640 30
Wells Fargo Equity	WF IMA Adv Ultra Short Trm	23,446 659	8/22/2013	8/27/2013	200,000 00	199,765 53	234 47
Wells Fargo Equity	Companhia De Bebidas Das	500 000	6/17/2011	8/29/2013	17,035 35	16,045 00	990 35
Wells Fargo Equity	Companhia De Bebidas Das	1,500 000	7/28/2011	8/29/2013	51,106 06	47,834 55	3,271 51
Wells Fargo Equity	Enscop PLC	1,000 000	4/24/2012	8/29/2013	57,463 09	53,170 00	4,293 09
Wells Fargo Equity	JPMorgan Chase & Co	200 000	2/22/2012	8/29/2013	10,473 82	7,595 98	2,877 84
Wells Fargo Equity	JPMorgan Chase & Co	750 000	12/3/2012	8/29/2013	39,276 81	30,524 93	8,751 88
Wells Fargo Equity	WF IMA Adv Ultra Short Trm	12,323 944	8/22/2013	8/30/2013	105,000 00	105,000 00	0 00
Wells Fargo Equity	PLMCO Commodity Real Ret	12,500 000	6/17/2013	9/17/2013	71,250 00	75,000 00	-3,750 00
Wells Fargo Equity	Amazon Com Inc	250 000	12/3/2012	9/19/2013	74,241 24	61,250 00	12,991 24
Wells Fargo Equity	Health Care Select Sector S	2,450 000	8/13/2013	9/19/2013	126,736 54	125,273 89	1,462 65
Wells Fargo Equity	iPath S&P GSCI Crude Oil T	2,400 000	12/17/2012	9/19/2013	60,659 18	49,848 00	10,811 18
Wells Fargo Equity	Priceline com Inc	45 000	6/21/2011	9/19/2013	43,760 39	20,997 00	22,763 39
Wells Fargo Equity	Priceline com Inc	30 000	7/11/2011	9/19/2013	29,173 59	16,091 10	13,082 49
Wells Fargo Equity	Priceline.com Inc	25 000	7/28/2011	9/19/2013	24,311 33	13,349 50	10,961 83
Wells Fargo Equity	Priceline com Inc	125 000	9/21/2011	9/19/2013	121,556 64	65,757 46	55,799 18
Wells Fargo Equity	Teva Pharmaceutical Industr	1,775 000	3/4/2013	9/19/2013	67,626 50	66,862 65	763 85
Wells Fargo Equity	Crawford Dividend Growth F	4,830 219	2/28/2013	9/20/2013	61,053 97	55,692 43	5,361 54
Wells Fargo Equity	Crawford Dividend Growth F	5,059 022	3/15/2013	9/20/2013	63,946 03	60,000 00	3,946 03
Wells Fargo Equity	PNC Financial Services Grou	1,325 000	8/19/2013	10/1/2013	96,037 37	101,100 02	-5,062 65
Wells Fargo Equity	Precision Castparts Corp	15 000	6/16/2011	10/1/2013	3,452 94	2,288 40	1,164 54
Wells Fargo Equity	Precision Castparts Corp	200 000	7/1/2011	10/1/2013	46,039 22	32,911 94	13,127 28
Wells Fargo Equity	Precision Castparts Corp	175 000	9/16/2011	10/1/2013	40,284 32	31,560 06	8,724 26
Wells Fargo Equity	Precision Castparts Corp	50 000	9/16/2011	10/1/2013	11,509 81	8,804 67	2,705 14
Wells Fargo Equity	Precision Castparts Corp	50 000	9/16/2011	10/1/2013	11,509 81	8,563 99	2,945 82
Wells Fargo Equity	Singapore Telecommunicatio	6 000	9/4/2013	11/4/2013	180 70	165 18	15 52
Wells Fargo Equity	NTT Docomo Inc	145 000	9/4/2013	11/5/2013	2,296 12	2,384 92	-88 80
Wells Fargo Equity	OMV AG	47 000	9/4/2013	11/5/2013	2,248 75	2,222 21	26 54
Wells Fargo Equity	OMV AG	13 000	9/4/2013	11/5/2013	630 85	614 66	16 19
Wells Fargo Equity	Singapore Telecommunicatio	21 000	9/4/2013	11/5/2013	639 20	578 13	61 07
Wells Fargo Equity	Telstra Corporation Ltd	35 000	9/4/2013	11/5/2013	857 83	759 49	98 34
Wells Fargo Equity	AQR Managed Futures STR-	9,661 836	4/16/2013	11/12/2013	97,294 69	100,000 00	-2,705 31
Wells Fargo Equity	Principal MidCap Fund Instit	1,645 596	2/6/2013	11/12/2013	33,076 48	27,596 65	5,479 83
Wells Fargo Equity	Principal MidCap Fund Instit	1,588 235	2/14/2013	11/12/2013	31,923 52	27,000 00	4,923 52
Wells Fargo Equity	EMC Corp MASS	2,000 000	10/1/2013	11/14/2013	47,923 76	52,799 60	-4,875 84
Wells Fargo Equity	Fortune Brands Home & Sec	1,450 000	9/19/2013	11/14/2013	58,778 93	60,288 97	-1,510 04
Wells Fargo Equity	JPMorgan Alerian MLP Index	25 000	8/23/2011	11/14/2013	1,137 20	877 41	259 79
Wells Fargo Equity	JPMorgan Alerian MLP Index	2,000 000	12/17/2012	11/14/2013	90,976 21	76,503 20	14,473 01

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L.
Wells Fargo Equity	Directv Group Holdings CL A	1,050 000	9/19/2013	11/14/2013	67,129 85	65,603 90	1,525 95
Wells Fargo Equity	Crawford Dividend Growth F	16,852 348	2/28/2013	11/25/2013	219,586 09	194,307 57	25,278 52
Wells Fargo Equity	Accenture PLC	1,325 000	7/17/2013	11/27/2013	103,401 33	99,533 47	3,867 86
Wells Fargo Equity	Coach Inc	800 000	1/28/2013	11/27/2013	43,247 32	40,666 56	2,580 76
Wells Fargo Equity	Starbucks Corp	925 000	11/14/2013	11/27/2013	75,238 93	74,925 00	313 93
Wells Fargo Equity	Walt Disney Co	50 000	9/26/2012	11/27/2013	3,501 62	2,667 91	833 71
Wells Fargo Equity	Walt Disney Co	925 000	9/19/2013	11/27/2013	64,779 95	62,482 36	2,297 59
Wells Fargo Equity	Principal Investors Real Est	4,627 487	6/17/2013	12/12/2013	94,447 01	99,681 32	-5,234 31
Wells Fargo Equity	Principal Investors Real Est	1,175 364	9/23/2013	12/12/2013	23,989 18	25,318 68	-1,329 50
Wells Fargo Equity	Cisco Systems Inc	3,600 000	2/5/2013	12/16/2013	74,446 70	74,303 64	143 06
Wells Fargo Equity	Costco Wholesale Corp	650 000	9/19/2013	12/16/2013	77,432 57	76,745 44	687 13
Wells Fargo Equity	Costco Wholesale Corp	500 000	10/1/2013	12/16/2013	59,563 51	57,828 50	1,735 01
Wells Fargo Equity	Artisan Mid Cap Value Fund	6,831 203	2/27/2013	12/19/2013	180,207 14	155,000 00	25,207 14
TOTAL Wells Fargo Equity					8,450,114.72	7,825,068.75	625,045.97
OVERALL TOTAL					8,450,114.72	7,825,068.75	625,045.97

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
DODGE & COX							
DODGE & COX	News Corp	1,200 000	12/3/2000	2/11/2013	33,856 21	19,827 00	14,029 21
DODGE & COX	Sony Corp	1,500 000	12/30/2009	2/11/2013	22,478 55	42,608 73	-20,130 18
DODGE & COX	Comcast Corp	500 000	11/5/2007	2/11/2013	19,486 33	10,457 10	9,029 23
DODGE & COX	Comcast Corp	700 000	3/10/2011	2/11/2013	27,280 87	17,825 50	9,455 37
DODGE & COX	Credit Suisse Group AG	100 000	12/29/2010	2/11/2013	2,936 64	4,032 85	-1,096 21
DODGE & COX	EBAY Inc	200 000	2/3/2011	2/11/2013	11,387 08	6,030 76	5,356 32
DODGE & COX	Vulcan Materials Co	200 000	11/15/2007	2/11/2013	11,211 60	16,188 58	-4,976 98
DODGE & COX	EBAY Inc	200 000	1/10/2007	2/11/2013	11,421 28	5,980 74	5,440 54
DODGE & COX	EBAY Inc	200 000	2/3/2011	2/11/2013	11,421 28	6,030 76	5,390 52
DODGE & COX	Credit Suisse Group AG	400 000	4/11/2012	2/12/2013	11,746 55	10,666 00	1,080 55
DODGE & COX	Credit Suisse Group AG	200 000	4/16/2012	2/12/2013	5,873 27	5,238 60	634 67
DODGE & COX	Credit Suisse Group AG	200 000	4/17/2012	2/12/2013	5,873 27	5,220 28	652 99
DODGE & COX	Credit Suisse Group AG	200 000	4/18/2012	2/12/2013	5,873 27	5,159 98	713 29
DODGE & COX	Credit Suisse Group AG	200 000	4/18/2012	2/12/2013	5,873 27	5,161 08	712 19
DODGE & COX	Credit Suisse Group AG	200 000	4/19/2012	2/12/2013	5,873 27	5,109 26	764 01
DODGE & COX	Credit Suisse Group AG	500 000	5/16/2012	2/12/2013	14,683 18	10,537 05	4,146 13
DODGE & COX	Credit Suisse Group AG	96 000	6/5/2012	2/12/2013	2,819 17	1,829 73	989 44
DODGE & COX	EBAY Inc	200 000	1/30/2008	2/14/2013	11,376 74	5,925 69	5,451 05
DODGE & COX	Vulcan Materials Co	100 000	11/15/2007	2/14/2013	5,510 22	8,094 29	-2,584 07
DODGE & COX	Vulcan Materials Co	100 000	2/4/2011	2/14/2013	5,510 22	4,293 00	1,217 22
DODGE & COX	EBAY Inc	300 000	1/30/2008	2/15/2013	17,021 73	8,300 32	8,721 41
DODGE & COX	EBAY Inc	300 000	11/24/2008	2/15/2013	16,969 77	6,591 50	10,378 27
DODGE & COX	Vulcan Materials Co	100 000	6/11/2009	2/15/2013	5,503 48	4,100 00	1,403 48
DODGE & COX	Vulcan Materials Co	100 000	2/4/2011	2/15/2013	5,503 48	4,293 00	1,210 48
DODGE & COX	Occidental Petroleum Corp	200 000	12/5/2000	3/15/2013	16,737 16	2,216 50	14,520 66
DODGE & COX	Occidental Petroleum Corp	200 000	12/5/2000	3/18/2013	16,714 94	2,216 50	14,498 44
DODGE & COX	Occidental Petroleum Corp	200 000	12/5/2000	3/19/2013	16,863 44	2,216 50	14,646 94
DODGE & COX	Occidental Petroleum Corp	50 000	12/5/2000	3/20/2013	4,178 55	554 13	3,624 42
DODGE & COX	Occidental Petroleum Corp	150 000	2/1/2007	3/20/2013	12,535 64	6,965 74	5,569 90
DODGE & COX	Occidental Petroleum Corp	200 000	2/1/2007	3/21/2013	16,506 11	9,287 66	7,218 45
DODGE & COX	Maxim Integrated Products Inc	200 000	2/1/2008	3/22/2013	6,411 45	3,771 86	2,639 59
DODGE & COX	Maxim Integrated Products Inc	200 000	2/1/2008	3/25/2013	6,461 95	3,771 86	2,690 09
DODGE & COX	Maxim Integrated Products Inc	100 000	2/1/2008	3/26/2013	3,177 55	1,885 93	1,291 62
DODGE & COX	Maxim Integrated Products Inc	100 000	2/8/2008	3/26/2013	3,177 55	1,865 64	1,311 91
DODGE & COX	Maxim Integrated Products Inc	200 000	2/8/2008	3/27/2013	6,397 19	3,731 28	2,665 91
DODGE & COX	Maxim Integrated Products Inc	100 000	2/8/2008	3/28/2013	3,175 05	1,865 64	1,309 41
DODGE & COX	Maxim Integrated Products Inc	100 000	2/11/2008	3/28/2013	3,175 05	1,836 65	1,338 40
DODGE & COX	Dell Inc	400 000	6/26/2012	4/1/2013	5,813 86	4,830 84	983 02
DODGE & COX	Dell Inc	500 000	6/26/2012	4/2/2013	7,195 08	6,038 55	1,156 53
DODGE & COX	Dell Inc	400 000	6/26/2012	4/3/2013	5,708 15	4,830 84	877 31
DODGE & COX	Computer Sciences Corp	200 000	10/18/2001	4/5/2013	9,661 22	6,576 62	3,084 60

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
DODGE & COX	Dell Inc	800 000	6/26/2012	4/5/2013	11,415.74	9,661.68	1,754.06
DODGE & COX	Computer Sciences Corp	200 000	10/18/2001	4/8/2013	9,605.36	6,576.62	3,028.74
DODGE & COX	Dell Inc	400 000	6/26/2012	4/8/2013	5,705.87	4,830.84	875.03
DODGE & COX	Computer Sciences Corp	100 000	4/2/2003	4/10/2013	4,728.58	2,778.93	1,949.65
DODGE & COX	Computer Sciences Corp	100 000	3/8/2004	4/10/2013	4,728.58	4,251.50	477.08
DODGE & COX	Computer Sciences Corp	200 000	3/8/2004	4/11/2013	9,483.16	8,503.00	980.16
DODGE & COX	Occidental Petroleum Corp	200 000	12/30/2009	4/12/2013	16,366.13	10,709.14	5,656.99
DODGE & COX	Dell Inc	400 000	6/26/2012	4/15/2013	5,695.87	4,830.84	865.03
DODGE & COX	Occidental Petroleum Corp	200 000	12/30/2009	4/15/2013	16,258.23	10,709.14	5,549.09
DODGE & COX	Occidental Petroleum Corp	500 000	12/30/2009	4/16/2013	41,986.05	26,772.85	15,213.20
DODGE & COX	Occidental Petroleum Corp	250 000	12/30/2009	4/18/2013	20,392.74	13,386.42	7,006.32
DODGE & COX	Penney JC Inc	200 000	5/16/2012	4/19/2013	3,048.41	6,869.06	-3,820.65
DODGE & COX	Penney JC Inc	200 000	5/17/2012	4/19/2013	3,048.41	6,769.36	-3,720.95
DODGE & COX	Penney JC Inc	400 000	5/17/2012	4/22/2013	5,920.74	13,538.72	-7,617.98
DODGE & COX	Penney JC Inc	300 000	6/12/2012	4/22/2013	4,440.56	7,405.20	-2,964.64
DODGE & COX	Penney JC Inc	200 000	6/13/2012	4/23/2013	3,017.67	5,009.54	-1,991.87
DODGE & COX	Penney JC Inc	300 000	6/14/2012	4/23/2013	4,526.51	7,372.26	-2,845.75
DODGE & COX	Penney JC Inc	900 000	7/3/2012	4/23/2013	13,579.52	19,956.42	-6,376.90
DODGE & COX	Penney JC Inc	300 000	7/3/2012	4/24/2013	4,556.42	6,652.14	-2,095.72
DODGE & COX	Penney JC Inc	400 000	7/11/2012	4/24/2013	6,075.22	8,859.80	-2,784.58
DODGE & COX	Dell Inc	400 000	6/26/2012	4/26/2013	5,231.88	4,830.84	401.04
DODGE & COX	Dell Inc	500 000	6/27/2012	4/26/2013	6,539.85	6,085.90	453.95
DODGE & COX	Sprint Nextel Corp	800 000	10/25/2006	4/26/2013	5,695.87	13,875.40	-8,179.53
DODGE & COX	Sprint Nextel Corp	4,500 000	12/4/2006	4/29/2013	31,719.33	87,611.04	-55,891.71
DODGE & COX	Sprint Nextel Corp	1,100 000	1/10/2007	4/30/2013	7,870.10	20,155.33	-12,285.23
DODGE & COX	Sprint Nextel Corp	1,300 000	1/11/2007	5/1/2013	9,309.87	22,939.09	-13,629.22
DODGE & COX	Sprint Nextel Corp	800 000	10/3/2007	5/2/2013	5,695.87	14,287.17	-8,591.30
DODGE & COX	Sprint Nextel Corp	800 000	3/3/2008	5/6/2013	5,672.35	7,947.82	-2,275.47
DODGE & COX	Sprint Nextel Corp	900 000	3/6/2008	5/7/2013	6,371.85	6,295.32	76.53
DODGE & COX	News Corp	200 000	12/2/2000	5/14/2013	6,694.44	3,129.00	3,565.44
DODGE & COX	Time Warner Inc	200 000	3/7/2003	5/14/2013	12,257.44	4,625.40	7,632.04
DODGE & COX	News Corp	200 000	12/2/2000	5/15/2013	6,644.43	3,129.00	3,515.43
DODGE & COX	Time Warner Inc	99,333	3/7/2003	5/15/2013	6,066.58	2,297.28	3,769.30
DODGE & COX	Time Warner Inc	100,667	3/28/2003	5/15/2013	6,148.02	2,411.79	3,736.23
DODGE & COX	News Corp	200 000	12/2/2000	5/16/2013	6,657.19	3,129.00	3,528.19
DODGE & COX	Time Warner Inc	300 000	3/28/2003	5/16/2013	18,274.48	7,187.46	11,087.02
DODGE & COX	News Corp	300 000	12/2/2000	5/17/2013	9,938.17	4,693.50	5,244.67
DODGE & COX	BMC Software Inc	300 000	12/30/2009	5/21/2013	13,580.75	5,702.76	7,877.99
DODGE & COX	BMC Software Inc	200 000	12/30/2009	5/22/2013	9,053.18	3,801.84	5,251.34
DODGE & COX	BMC Software Inc	200 000	12/30/2009	5/23/2013	9,049.84	3,801.84	5,248.00
DODGE & COX	BMC Software Inc	200 000	12/30/2009	5/24/2013	9,092.76	3,801.84	5,290.92
DODGE & COX	BMC Software Inc	200 000	12/30/2009	5/28/2013	9,091.66	3,801.84	5,289.82
DODGE & COX	BMC Software Inc	100 000	11/21/2008	6/3/2013	4,530.42	2,238.33	2,292.09

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DODGE & COX	BMC Software Inc	100 000	10/3/2011	6/3/2013	4,530 42	4,012 09	518 33
DODGE & COX	BMC Software Inc	200 000	10/3/2011	6/4/2013	9,063 84	8,024 18	1,039 66
DODGE & COX	BMC Software Inc	300 000	10/24/2011	6/5/2013	13,580 76	11,626 50	1,954 26
DODGE & COX	Sprint Nextel Corp	800 000	3/7/2008	6/10/2013	5,748 21	5,558 24	189 97
DODGE & COX	Compuware Corp	400 000	7/4/2002	6/11/2013	4,391 92	1,774 84	2,617 08
DODGE & COX	Compuware Corp	400 000	7/4/2002	6/13/2013	4,382 92	1,774 84	2,608 08
DODGE & COX	Compuware Corp	400 000	7/4/2002	6/18/2013	4,391 92	1,774 84	2,617 08
DODGE & COX	Boston Scientific Corp	400 000	4/2/2007	6/25/2013	3,635 94	5,805 00	-2,169 06
DODGE & COX	Boston Scientific Corp	400 000	4/3/2007	6/25/2013	3,635 94	5,898 36	-2,262 42
DODGE & COX	Boston Scientific Corp	800 000	4/4/2007	7/1/2013	7,424 99	11,884 00	-4,459 01
DODGE & COX	Boston Scientific Corp	800 000	4/9/2007	7/2/2013	7,431 87	11,953 68	-4,521 81
DODGE & COX	Boston Scientific Corp	100 000	5/18/2007	7/2/2013	928 98	1,555 15	-626 17
DODGE & COX	B B & T Corporation	100 000	3/14/2009	7/9/2013	3,516 94	1,681 55	1,835 39
DODGE & COX	B B & T Corporation	100 000	5/12/2009	7/9/2013	3,516 94	2,000 00	1,516 94
DODGE & COX	Comcast Corp	599 200	6/21/2002	7/9/2013	25,704 93	7,368 19	18,336 74
DODGE & COX	Comcast Corp	387 800	7/27/2002	7/9/2013	16,636 14	4,537 26	12,098 88
DODGE & COX	Comcast Corp	13 000	8/28/2003	7/9/2013	557 68	252 60	305 08
DODGE & COX	Koninklijke Philips Electronic	1,000 000	10/24/2011	7/9/2013	28,509 50	20,813 30	7,696 20
DODGE & COX	Roche Holdings LTD	600 000	12/21/2010	7/9/2013	37,610 34	21,710 76	15,899 58
DODGE & COX	Vodafone Group PLC	200 000	12/30/2009	7/10/2013	5,753 89	3,798 32	1,955 57
DODGE & COX	Vodafone Group PLC	400 000	12/30/2009	7/10/2013	11,486 39	7,596 64	3,889 75
DODGE & COX	Vodafone Group PLC	200 000	12/30/2009	7/11/2013	5,848 89	3,798 32	2,050 57
DODGE & COX	Sprint Nextel Corp	7,700 000	1/8/2009	7/12/2013	43,486 97	14,587 74	28,899 23
DODGE & COX	Sprint Nextel Corp	2,000 000	9/6/2011	7/12/2013	11,295 32	3,478 38	7,816 94
DODGE & COX	Sprint Nextel Corp	5,000 000	5/16/2012	7/12/2013	28,238 29	5,988 54	22,249 75
DODGE & COX	Sprint Nextel Corp	2,400 000	5/17/2012	7/12/2013	13,554 38	2,887 20	10,667 18
DODGE & COX	Sprint Nextel Corp	5,000 000	5/18/2012	7/12/2013	28,238 29	6,017 64	22,220 65
DODGE & COX	Sprint Nextel Corp	3,100 000	5/21/2012	7/12/2013	17,507 74	3,685 30	13,822 44
DODGE & COX	Sprint Nextel Corp	7,400 000	5/21/2012	7/12/2013	41,792 67	8,690 72	33,101 95
DODGE & COX	Sprint Nextel Corp	2,100 000	5/21/2012	7/12/2013	11,860 08	2,411 63	9,448 45
DODGE & COX	Sprint Corp S	0 519	7/11/2013	7/12/2013	3 56	2 94	0 62
DODGE & COX	Vodafone Group PLC	200 000	12/30/2009	7/12/2013	5,872 81	3,798 32	2,074 49
DODGE & COX	Vodafone Group PLC	200 000	1/20/2010	7/12/2013	5,867 97	4,498 02	1,369 95
DODGE & COX	Vodafone Group PLC	200 000	1/20/2010	7/12/2013	5,877 89	4,498 02	1,379 87
DODGE & COX	Vodafone Group PLC	200 000	1/20/2010	7/15/2013	5,858 97	4,498 02	1,360 95
DODGE & COX	Vodafone Group PLC	100 000	1/21/2010	7/15/2013	2,929 49	2,208 77	720 72
DODGE & COX	Xerox Corp	300 000	11/22/2000	7/16/2013	2,924 89	2,125 26	799 63
DODGE & COX	Xerox Corp	500 000	12/1/2000	7/16/2013	4,874 81	3,582 50	1,292 31
DODGE & COX	Xerox Corp	800 000	12/1/2000	7/17/2013	7,771 54	5,732 00	2,039 54
DODGE & COX	Xerox Corp	700 000	12/1/2000	7/18/2013	6,853 93	5,015 50	1,838 43
DODGE & COX	Xerox Corp	100 000	12/15/2000	7/18/2013	979 13	626 90	352 23
DODGE & COX	Xerox Corp	800 000	12/15/2000	7/19/2013	7,790 18	5,015 20	2,774 98
DODGE & COX	Compuware Corp	400 000	7/4/2002	7/22/2013	4,391 92	1,774 84	2,617 08

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DODGE & COX	Xerox Corp	800 000	12/15/2000	7/22/2013	7,827 14	5,015 20	2,811 94
DODGE & COX	Adobe Systems Inc	200 000	8/16/2011	7/23/2013	9,622 89	4,631 26	4,991 63
DODGE & COX	Compuware Corp	100 000	7/4/2002	7/23/2013	1,098 98	443 71	655 27
DODGE & COX	Compuware Corp	700 000	7/26/2002	7/23/2013	7,692 86	3,016 65	4,676 21
DODGE & COX	Xerox Corp	700 000	12/15/2000	7/23/2013	6,834 19	4,388 30	2,445 89
DODGE & COX	Xerox Corp	400 000	12/28/2000	7/23/2013	3,905 25	1,963 64	1,941 61
DODGE & COX	Adobe Systems Inc	400 000	8/16/2011	7/25/2013	19,085 14	9,262 52	9,822 62
DODGE & COX	Compuware Corp	500 000	7/26/2002	7/25/2013	5,498 50	2,154 75	3,343 75
DODGE & COX	Adobe Systems Inc	200 000	8/16/2011	7/26/2013	9,551 81	4,631 26	4,920 55
DODGE & COX	Adobe Systems Inc	200 000	9/13/2011	8/1/2013	9,471 95	5,001 80	4,470 15
DODGE & COX	Adobe Systems Inc	200 000	9/13/2011	8/2/2013	9,475 85	5,013 00	4,462 85
DODGE & COX	Adobe Systems Inc	100 000	9/13/2011	8/3/2013	4,748 30	2,506 50	2,241 80
DODGE & COX	Adobe Systems Inc	100 000	1/30/2012	8/3/2013	4,748 30	3,077 07	1,671 23
DODGE & COX	General Electric Co	900 000	7/12/2006	8/9/2013	21,820 11	29,784 42	-7,964 31
DODGE & COX	General Electric Co	100 000	7/13/2006	8/9/2013	2,424 46	3,278 48	-854 02
DODGE & COX	Glaxosmithkline PLC	100 000	9/16/2004	8/9/2013	5,153 41	4,268 24	885 17
DODGE & COX	Glaxosmithkline PLC	200 000	9/20/2004	8/9/2013	10,306 82	8,599 78	1,707 04
DODGE & COX	Glaxosmithkline PLC	100 000	9/27/2004	8/9/2013	5,153 41	4,279 92	873 49
DODGE & COX	Merck & Co Inc	100 000	1/22/2009	8/9/2013	4,845 02	2,773 78	2,071 24
DODGE & COX	Merck & Co Inc	200 000	1/23/2009	8/9/2013	9,690 03	5,551 00	4,139 03
DODGE & COX	Sanofi Aventis SA	200 000	10/7/2005	8/9/2013	10,558 72	8,409 26	2,149 46
DODGE & COX	Sanofi Aventis SA	200 000	10/10/2005	8/9/2013	10,558 72	8,430 36	2,128 36
DODGE & COX	Carmax Inc	100 000	10/30/2007	8/14/2013	4,970 92	1,999 90	2,971 02
DODGE & COX	Carmax Inc	300 000	10/31/2007	8/14/2013	14,912 77	3,587 22	11,325 55
DODGE & COX	Liberty Media-Interactive Corp	25 000	10/3/2007	8/14/2013	576 25	430 42	145 83
DODGE & COX	Liberty Media-Interactive Corp	475 000	10/4/2007	8/14/2013	10,948 66	8,141 39	2,807 27
DODGE & COX	Novartis AG	200 000	6/5/2007	8/14/2013	14,705 94	11,277 86	3,428 08
DODGE & COX	Pfizer Inc	361 000	10/27/2005	8/14/2013	10,483 26	7,639 37	2,843 89
DODGE & COX	Pfizer Inc	39 000	4/12/2006	8/14/2013	1,132 54	953 36	179 18
DODGE & COX	Time Warner Inc	200 000	3/28/2003	8/14/2013	12,489 98	4,791 64	7,698 34
DODGE & COX	Unilver WFB D&C	400 000	4/26/2011	8/14/2013	16,176 12	12,896 04	3,280 08
DODGE & COX	Wal-Mart Stores Inc	150 000	1/23/2009	8/14/2013	11,456 80	7,233 75	4,223 05
DODGE & COX	Wal-Mart Stores Inc	50 000	3/17/2011	8/14/2013	3,818 93	2,622 25	1,196 68
DODGE & COX	Xerox Corp	400 000	12/28/2000	8/20/2013	4,016 56	1,963 64	2,052 92
DODGE & COX	Xerox Corp	400 000	12/28/2000	8/22/2013	3,995 05	1,963 64	2,031 41
DODGE & COX	Xerox Corp	400 000	12/28/2000	8/22/2013	4,006 69	1,963 64	2,043 05
DODGE & COX	Xerox Corp	400 000	12/28/2000	8/23/2013	4,003 89	1,963 64	2,040 25
DODGE & COX	Xerox Corp	100 000	12/28/2000	8/27/2013	975 02	490 91	484 11
DODGE & COX	Xerox Corp	700 000	7/26/2002	8/27/2013	6,825 12	4,431 00	2,394 12
DODGE & COX	Xerox Corp	800 000	7/26/2002	8/27/2013	7,784 08	5,064 00	2,720 08
DODGE & COX	Xerox Corp	500 000	10/24/2008	8/27/2013	4,865 05	3,788 85	1,076 20
DODGE & COX	Xerox Corp	100 000	1/21/2009	8/27/2013	973 01	753 50	219 51
DODGE & COX	Xerox Corp	900 000	1/22/2009	8/30/2013	508 28	508 28	0 00

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
DODGE & COX	Boston Scientific Corp	400 000	5/18/2007	9/10/2013	4,769 55	6,220 60	-1,451 05
DODGE & COX	Amdocs Ltd	200 000	4/13/2012	9/11/2013	7,518 82	6,154 00	1,364 82
DODGE & COX	Boston Scientific Corp	400 000	5/18/2007	9/11/2013	4,743 39	6,220 60	-1,477 21
DODGE & COX	Boston Scientific Corp	100 000	8/1/2007	9/11/2013	1,185 85	1,311 00	-125 15
DODGE & COX	Boston Scientific Corp	300 000	8/1/2007	9/12/2013	3,588 91	3,933 00	-344 09
DODGE & COX	Boston Scientific Corp	400 000	8/2/2007	9/12/2013	4,785 21	5,341 08	-555 87
DODGE & COX	Amdocs Ltd	300 000	4/16/2012	9/13/2013	11,133 86	9,353 91	1,779 95
DODGE & COX	Amdocs Ltd	100 000	6/19/2012	9/13/2013	3,711 29	2,877 89	833 40
DODGE & COX	Boston Scientific Corp	400 000	8/3/2007	9/13/2013	4,737 31	5,297 92	-560 61
DODGE & COX	Boston Scientific Corp	400 000	8/6/2007	9/16/2013	4,772 23	5,159 00	-386 77
DODGE & COX	Amdocs Ltd	100 000	6/19/2012	9/17/2013	3,703 50	2,877 89	825 61
DODGE & COX	Amdocs Ltd	100 000	6/19/2012	9/17/2013	3,703 50	2,891 50	812 00
DODGE & COX	Boston Scientific Corp	100 000	8/6/2007	9/17/2013	1,189 70	1,289 75	-100 05
DODGE & COX	Boston Scientific Corp	300 000	8/24/2007	9/17/2013	3,569 09	3,801 51	-232 42
DODGE & COX	Amdocs Ltd	100 000	6/19/2012	9/18/2013	3,697 84	2,891 50	806 34
DODGE & COX	Amdocs Ltd	100 000	6/21/2012	9/18/2013	3,697 84	2,937 14	760 70
DODGE & COX	Boston Scientific Corp	100 000	8/24/2007	9/18/2013	1,188 03	1,267 17	-79 14
DODGE & COX	Boston Scientific Corp	300 000	8/28/2007	9/18/2013	3,564 08	3,806 82	-242 74
DODGE & COX	Amdocs Ltd	100 000	6/21/2012	9/19/2013	3,696 49	2,937 14	759 35
DODGE & COX	Amdocs Ltd	100 000	6/21/2012	9/19/2013	3,696 49	2,936 00	760 49
DODGE & COX	Boston Scientific Corp	400 000	8/27/2007	9/19/2013	4,708 51	5,076 57	-368 06
DODGE & COX	Amdocs Ltd	100 000	6/21/2012	9/23/2013	3,692 47	2,936 00	756 47
DODGE & COX	Amdocs Ltd	100 000	6/25/2012	9/23/2013	3,692 47	2,958 50	733 97
DODGE & COX	Amdocs Ltd	100 000	6/25/2012	9/24/2013	3,694 90	2,958 50	736 40
DODGE & COX	Amdocs Ltd	100 000	7/12/2012	9/24/2013	3,694 90	2,968 49	726 41
DODGE & COX	Amdocs Ltd	200 000	7/12/2012	9/25/2013	7,408 77	5,936 98	1,471 79
DODGE & COX	Boston Scientific Corp	100 000	8/28/2007	10/1/2013	1,172 04	1,268 94	-96 90
DODGE & COX	Boston Scientific Corp	400 000	8/29/2007	10/1/2013	4,688 15	5,044 27	-356 12
DODGE & COX	Genworth Financial Inc	400 000	12/30/2009	10/1/2013	5,174 46	7,800 00	-2,625 54
DODGE & COX	Genworth Financial Inc	400 000	12/30/2009	10/2/2013	5,115 59	7,800 00	-2,684 41
DODGE & COX	Genworth Financial Inc	400 000	12/30/2009	10/3/2013	5,126 03	7,800 00	-2,673 97
DODGE & COX	Genworth Financial Inc	100 000	12/30/2009	10/4/2013	1,288 26	1,950 00	-661 74
DODGE & COX	Genworth Financial Inc	400 000	11/16/2010	10/4/2013	5,153 03	4,730 64	422 39
DODGE & COX	Genworth Financial Inc	100 000	11/17/2010	10/4/2013	1,288 26	1,161 96	126 30
DODGE & COX	Genworth Financial Inc	400 000	11/17/2010	10/8/2013	5,134 91	4,647 84	487 07
DODGE & COX	Genworth Financial Inc	300 000	11/17/2010	10/8/2013	3,874 91	3,485 88	389 03
DODGE & COX	Genworth Financial Inc	100 000	8/8/2011	10/8/2013	1,291 64	764 69	526 95
DODGE & COX	Genworth Financial Inc	1,200 000	8/8/2011	10/10/2013	15,400 06	9,176 28	6,223 78
DODGE & COX	Genworth Financial Inc	1,000 000	8/16/2011	10/10/2013	12,833 38	5,883 40	6,949 98
DODGE & COX	Merck & Co Inc	200 000	1/22/2009	10/23/2013	9,316 89	5,547 56	3,769 33
DODGE & COX	Suntrust Banks Incorporated	200 000	9/29/2009	10/23/2013	6,863 33	4,523 34	2,339 99
DODGE & COX	Wells Fargo & Co	100 000	12/1/2000	10/23/2013	4,278 18	2,389 50	1,888 68
DODGE & COX	Wells Fargo & Co	300 000	8/1/2001	10/23/2013	12,834 53	31,226 65	-18,392 12

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
DODGE & COX	Bank New York Mellon Corp	400 000	4/23/2007	11/1/2013	12,714.47	10,403.96	2,310.51
DODGE & COX	Bank New York Mellon Corp	300 000	4/27/2009	11/1/2013	9,535.86	7,794.27	1,741.59
DODGE & COX	McGraw-Hill Companies Inc	200 000	12/3/2010	11/1/2013	14,131.79	6,915.34	7,216.45
DODGE & COX	McGraw-Hill Companies Inc	100 000	12/17/2010	11/1/2013	7,065.89	3,631.45	3,434.44
DODGE & COX	Bank New York Mellon Corp	100 000	4/27/2009	11/14/2013	3,299.57	2,598.09	701.48
DODGE & COX	Bank New York Mellon Corp	100 000	5/15/2009	11/14/2013	3,299.57	2,847.94	451.63
DODGE & COX	Capital One Financial Corp	500 000	8/30/2002	11/14/2013	35,302.88	17,567.60	17,735.28
DODGE & COX	Celanese Corp	200 000	4/15/2011	11/14/2013	11,603.42	8,815.16	2,788.26
DODGE & COX	Celanese Corp	200 000	4/18/2011	11/14/2013	11,603.42	8,833.88	2,769.54
DODGE & COX	Celanese Corp	100 000	4/19/2011	11/14/2013	5,801.71	4,430.40	1,371.31
DODGE & COX	Comcast Corp	137 000	8/28/2003	11/14/2013	6,511.53	2,662.05	3,849.48
DODGE & COX	Comcast Corp	63 000	8/29/2003	11/14/2013	2,994.35	1,224.15	1,770.20
DODGE & COX	Dow Chemical Co	44 000	8/17/2000	11/14/2013	1,759.16	1,249.38	509.78
DODGE & COX	Dow Chemical Co	156 000	12/1/2000	11/14/2013	6,237.02	5,066.49	1,170.53
DODGE & COX	General Electric Co	400 000	7/13/2006	11/14/2013	10,792.63	13,113.92	-2,321.29
DODGE & COX	General Electric Co	600 000	7/14/2006	11/14/2013	16,188.95	19,335.42	-3,146.47
DODGE & COX	Liberty Media-Interactive Corp	225 000	10/4/2007	11/14/2013	6,292.83	3,856.45	2,436.38
DODGE & COX	Liberty Media-Interactive Corp	175 000	1/24/2008	11/14/2013	4,894.43	2,326.26	2,568.17
DODGE & COX	Pfizer Inc	161 000	4/12/2006	11/14/2013	5,134.70	3,935.65	1,199.05
DODGE & COX	Pfizer Inc	339 000	4/13/2006	11/14/2013	10,811.57	8,301.16	2,510.41
DODGE & COX	Sanofi Aventis SA	300 000	3/26/2006	11/14/2013	15,896.31	13,804.50	2,091.81
DODGE & COX	Sanofi Aventis SA	100 000	4/6/2006	11/14/2013	5,298.77	4,633.77	665.00
DODGE & COX	Schlumberger LTD NV	100 000	10/13/2008	11/14/2013	9,300.34	6,218.88	3,081.46
DODGE & COX	Schlumberger LTD NV	100 000	10/16/2008	11/14/2013	9,300.34	5,053.50	4,246.84
DODGE & COX	Time Warner Inc	266 000	3/28/2003	11/14/2013	18,175.10	6,372.88	11,802.22
DODGE & COX	Time Warner Inc	134 000	1/20/2003	11/14/2013	9,155.87	4,363.78	4,792.09
DODGE & COX	Time Warner Cable Inc	69 454	2/21/2004	11/15/2013	8,414.61	3,625.68	4,788.93
DODGE & COX	Time Warner Cable Inc	130 546	2/26/2004	11/15/2013	15,816.12	6,491.35	9,324.77
DODGE & COX	Adobe Systems Inc	100 000	1/30/2012	11/19/2013	5,573.39	3,077.07	2,496.32
DODGE & COX	Adobe Systems Inc	100 000	1/31/2012	11/19/2013	5,573.39	3,117.70	2,455.69
DODGE & COX	Dow Chemical Co	200 000	12/1/2000	11/19/2013	7,938.94	6,495.50	1,443.44
DODGE & COX	Adobe Systems Inc	200 000	1/31/2012	11/20/2013	11,232.16	6,235.40	4,996.76
DODGE & COX	Dow Chemical Co	200 000	12/1/2000	11/20/2013	7,913.64	6,495.50	1,418.14
DODGE & COX	Adobe Systems Inc	200 000	1/31/2012	11/21/2013	11,215.90	6,235.40	4,980.50
DODGE & COX	Dow Chemical Co	200 000	12/1/2000	11/21/2013	7,913.40	6,495.50	1,417.90
DODGE & COX	Adobe Systems Inc	300 000	6/19/2012	11/22/2013	16,875.84	9,445.02	7,430.82
DODGE & COX	Dow Chemical Co	144 000	12/1/2000	11/22/2013	5,702.01	4,676.76	1,025.25
DODGE & COX	Dow Chemical Co	56 000	12/5/2000	11/22/2013	2,217.45	2,042.74	174.71
DODGE & COX	Dow Chemical Co	144 000	12/5/2000	12/1/2013	5,601.64	5,252.76	348.88
DODGE & COX	Dow Chemical Co	56 000	1/22/2002	12/1/2013	2,178.42	1,492.70	685.72
DODGE & COX	Dow Chemical Co	200 000	1/22/2002	12/1/2013	7,804.24	5,331.08	2,473.16
DODGE & COX	Dow Chemical Co	200 000	1/22/2002	12/1/2013	7,824.70	5,331.08	2,493.62
DODGE & COX	Molex Inc	200 000	7/5/2007	12/9/2013	7,700.00	5,336.56	2,363.44

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
DODGE & COX	Molex Inc	200 000	7/6/2007	12/9/2013	7,700 00	5,386 16	2,313 84
DODGE & COX	Molex Inc	200 000	7/10/2007	12/9/2013	7,700 00	5,407 14	2,292 86
DODGE & COX	Molex Inc	400 000	7/16/2007	12/9/2013	15,400 00	10,912 00	4,488 00
DODGE & COX	Molex Inc	200 000	7/17/2007	12/9/2013	7,700 00	5,447 14	2,252 86
DODGE & COX	Molex Inc	400 000	7/19/2007	12/9/2013	15,400 00	10,836 08	4,563 92
DODGE & COX	Molex Inc	200 000	7/20/2007	12/9/2013	7,700 00	5,407 98	2,292 02
DODGE & COX	Molex Inc	400 000	4/15/2011	12/9/2013	15,400 00	8,162 00	7,238 00
DODGE & COX	Molex Inc	500 000	8/31/2011	12/9/2013	19,250 00	8,386 55	10,863 45
DODGE & COX	Fedex Corp	200 000	4/27/1998	12/10/2013	27,687 99	6,941 50	20,746 49
DODGE & COX	Fedex Corp	300 000	4/27/1998	12/12/2013	41,153 70	10,412 25	30,741 45
DODGE & COX	Bank of America Corp	1,000 000	7/1/2011	12/19/2013	15,669 62	10,802 00	4,867 62
DODGE & COX	Chevron Corp	200 000	12/6/2000	12/19/2013	24,243 57	8,241 50	16,002 07
DODGE & COX	Dow Chemical Co	200 000	1/22/2002	12/19/2013	8,646 30	5,331 08	3,315 22
DODGE & COX	Goldman Sachs Group Inc	200 000	5/28/2010	12/19/2013	34,923 39	28,380 08	6,543 31
DODGE & COX	Medtronic Inc	200 000	10/5/2009	12/19/2013	11,447 33	7,287 36	4,159 97
DODGE & COX	Medtronic Inc	200 000	10/6/2009	12/19/2013	11,447 33	7,189 76	4,257 57
DODGE & COX	Nokia Corporation	400 000	7/23/2009	12/19/2013	3,044 83	5,275 20	-2,230 37
DODGE & COX	Nokia Corporation	800 000	7/24/2009	12/19/2013	6,089 65	10,515 28	-4,425 63
DODGE & COX	Nokia Corporation	400 000	7/24/2009	12/19/2013	3,044 83	5,286 72	-2,241 89
DODGE & COX	Nokia Corporation	400 000	7/27/2009	12/19/2013	3,044 83	5,240 64	-2,195 81
DODGE & COX	Charles Schwab Corp	400 000	1/26/2010	12/19/2013	10,248 54	7,600 00	2,648 54
DODGE & COX	Charles Schwab Corp	400 000	1/26/2010	12/19/2013	10,248 54	7,595 20	2,653 34
DODGE & COX	Charles Schwab Corp	200 000	1/27/2010	12/19/2013	5,124 27	3,785 86	1,338 41
TOTAL DODGE & COX					2,526,395.43	1,814,359.11	712,036.32
OVERALL TOTAL					2,526,395.43	1,814,359.11	712,036.32

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Citibank							
Citibank	Kraft Foods Group	1,293 332	2/22/2011	1/24/2013	60,218 44	42,702 99	17,515 45
Citibank	Kraft Foods Group	1,201 665	2/25/2011	1/24/2013	55,950 39	40,064 80	15,885 59
Citibank	Avnet Inc	275 000	10/28/2010	1/24/2013	9,460 01	8,033 30	1,426 71
Citibank	Avnet Inc	885 000	10/29/2010	1/24/2013	30,444 03	25,504 90	4,939 13
Citibank	Avnet Inc	425 000	10/29/2010	1/24/2013	14,620 01	12,267 29	2,352 72
Citibank	Avnet Inc	575 000	11/4/2010	1/24/2013	19,780 02	17,325 73	2,454 29
Citibank	Avnet Inc	720 000	11/5/2010	1/24/2013	24,768 02	21,777 48	2,990 54
Citibank	Avnet Inc	725 000	11/8/2010	1/24/2013	24,940 02	21,944 67	2,995 35
Citibank	Avnet Inc	390 000	11/9/2010	1/24/2013	13,416 01	12,096 79	1,319 22
Citibank	Avnet Inc	1,010 000	11/12/2010	1/24/2013	34,744 03	31,264 85	3,479 18
Citibank	Avnet Inc	525 000	6/17/2011	1/24/2013	18,060 02	15,791 79	2,268 23
Citibank	First Republic Bank	905 000	12/14/2010	2/14/2013	33,750 85	24,798 54	8,952 31
Citibank	Bayer AG	1,545 000	5/19/2009	2/15/2013	142,451 14	79,398 39	63,052 75
Citibank	First Republic Bank	35 000	12/14/2010	2/15/2013	1,299 04	959 06	339 98
Citibank	First Republic Bank	940 000	12/14/2010	2/19/2013	34,838 16	25,757 60	9,080 56
Citibank	First Republic Bank	940 000	12/14/2010	2/20/2013	34,706 09	25,757 60	8,948 49
Citibank	First Republic Bank	970 000	12/14/2010	2/21/2013	35,326 51	26,579 65	8,746 86
Citibank	First Republic Bank	80 000	12/14/2010	2/21/2013	2,938 23	2,192 14	746 09
Citibank	Sprint Aerosystems Holdings	180 000	1/14/2011	3/5/2013	3,182 58	4,097 57	-914 99
Citibank	Sprint Aerosystems Holdings	260 000	1/18/2011	3/5/2013	4,597 06	6,204 69	-1,607 63
Citibank	Sprint Aerosystems Holdings	580 000	1/19/2011	3/5/2013	10,254 98	13,999 29	-3,744 31
Citibank	Sprint Aerosystems Holdings	1,765 000	1/19/2011	3/6/2013	31,290 10	42,601 28	-11,311 18
Citibank	Sprint Aerosystems Holdings	735 000	1/19/2011	3/7/2013	13,090 06	17,740 48	-4,650 42
Citibank	Sprint Aerosystems Holdings	1,065 000	1/20/2011	3/7/2013	18,967 22	25,255 41	-6,288 19
Citibank	Sprint Aerosystems Holdings	170 000	1/21/2011	3/7/2013	3,027 63	4,004 13	-976 50
Citibank	Sprint Aerosystems Holdings	470 000	1/21/2011	3/8/2013	8,488 95	11,070 24	-2,581 29
Citibank	Sprint Aerosystems Holdings	585 000	1/24/2011	3/8/2013	10,566 03	13,772 07	-3,206 04
Citibank	Questar Corp	2,105 000	2/15/2008	3/12/2013	50,043 35	37,029 95	13,013 40
Citibank	Questar Corp	735 000	9/12/2008	3/12/2013	17,473 57	11,304 78	6,168 79
Citibank	Johnson & Johnson	625 000	12/31/2008	3/12/2013	48,974 09	37,360 38	11,613 71
Citibank	Diageo PLC	315 000	12/30/2009	3/12/2013	37,463 81	21,905 29	15,558 52
Citibank	Crown Holdings Inc	2,420 000	12/30/2009	3/12/2013	95,701 83	62,374 77	33,327 06
Citibank	American Water Works Co Inc	630 000	6/5/2009	3/12/2013	25,399 01	10,979 70	14,419 31
Citibank	Alleghany Corp	55 000	6/5/2009	3/12/2013	21,211 37	11,799 32	9,412 05
Citibank	First Republic Bank	440 000	12/14/2010	4/1/2013	16,699 43	12,056 75	4,642 68
Citibank	First Republic Bank	1,250 000	12/17/2010	4/1/2013	47,441 56	31,875 00	15,566 56
Citibank	First Republic Bank	405 000	7/1/2011	4/1/2013	15,371 06	12,858 75	2,512 31
Citibank	H & R Block	1,050 000	1/24/2013	4/1/2013	30,641 36	22,684 51	7,956 85
Citibank	H & R Block	2,425 000	1/24/2013	4/2/2013	70,940 08	52,390 43	18,549 65
Citibank	H & R Block	455 000	1/25/2013	4/2/2013	13,310 41	10,039 89	3,270 52
Citibank	First Republic Bank	255 000	7/1/2011	4/3/2013	9,507 33	8,096 25	1,411 08

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Citibank	First Republic Bank	290 000	7/1/2011	4/4/2013	10,847 23	9,207 50	1,639 73
Citibank	Compuware Corp	1,745 000	2/10/2010	4/4/2013	20,269 29	12,642 18	7,627 11
Citibank	Compuware Corp	2,520 000	2/11/2010	4/4/2013	29,271 40	18,207 50	11,063 90
Citibank	First Republic Bank	580 000	7/1/2011	4/5/2013	21,470 59	18,415 00	3,055 59
Citibank	Compuware Corp	350 000	2/11/2010	4/5/2013	4,038 80	2,528 82	1,509 98
Citibank	Compuware Corp	995 000	2/12/2010	4/5/2013	11,481 74	7,208 18	4,273 56
Citibank	Compuware Corp	850 000	3/10/2010	4/5/2013	9,808 52	6,945 35	2,863 17
Citibank	Compuware Corp	2,170 000	3/10/2010	4/8/2013	25,018 23	17,731 07	7,287 16
Citibank	Compuware Corp	2,210 000	3/10/2010	4/8/2013	25,567 57	18,057 91	7,509 66
Citibank	Compuware Corp	160 000	3/10/2010	5/1/2013	1,895 85	1,307 36	588 49
Citibank	Compuware Corp	1,660 000	3/10/2010	5/1/2013	19,669 40	13,434 21	6,235 19
Citibank	Compuware Corp	2,270 000	3/11/2010	5/1/2013	26,897 31	18,836 69	8,060 62
Citibank	Compuware Corp	120 000	3/11/2010	5/6/2013	1,412 73	995 77	416 96
Citibank	Compuware Corp	565 000	3/12/2010	5/6/2013	6,651 58	4,749 11	1,902 47
Citibank	Compuware Corp	1,145 000	3/12/2010	5/7/2013	13,541 83	9,624 30	3,917 53
Citibank	Compuware Corp	200 000	3/12/2010	5/9/2013	2,333 99	1,681 10	652 89
Citibank	Compuware Corp	595 000	3/15/2010	5/9/2013	6,943 61	5,031 56	1,912 05
Citibank	Compuware Corp	180 000	3/15/2010	5/16/2013	2,025 77	1,522 15	503 62
Citibank	Compuware Corp	190 000	6/17/2011	5/16/2013	2,138 31	1,791 42	346 89
Citibank	Compuware Corp	1,230 000	6/17/2011	5/17/2013	13,917 88	11,597 06	2,320 82
Citibank	Compuware Corp	770 000	6/17/2011	5/20/2013	8,684 78	7,259 95	1,424 83
Citibank	H & R Block	1,345 000	1/25/2013	5/20/2013	40,033 29	29,678 37	10,354 92
Citibank	Compuware Corp	5 000	6/17/2011	5/21/2013	56 34	47 14	9 20
Citibank	Compuware Corp	930 000	6/20/2011	5/21/2013	10,478 72	8,901 59	1,577 13
Citibank	H & R Block	1,270 000	1/25/2013	5/21/2013	37,633 82	28,023 44	9,610 38
Citibank	Compuware Corp	630 000	6/20/2011	5/22/2013	7,188 36	6,030 11	1,158 25
Citibank	Compuware Corp	65 000	8/12/2011	5/22/2013	741 66	533 53	208 13
Citibank	H & R Block	725 000	1/25/2013	5/22/2013	21,614 99	15,997 63	5,617 36
Citibank	H & R Block	640 000	1/28/2013	5/22/2013	19,080 82	14,441 98	4,638 84
Citibank	Compuware Corp	735 000	8/12/2011	5/24/2013	8,271 84	6,032 95	2,238 89
Citibank	Compuware Corp	50 000	8/15/2011	5/24/2013	562 71	417 00	145 71
Citibank	Compuware Corp	360 000	8/15/2011	5/28/2013	4,080 53	3,002 44	1,078 09
Citibank	Compuware Corp	40 000	11/10/2011	5/28/2013	453 39	329 06	124 33
Citibank	Compuware Corp	345 000	11/10/2011	5/29/2013	3,910 64	2,838 11	1,072 53
Citibank	Compuware Corp	605 000	11/10/2011	5/30/2013	6,835 90	4,976 97	1,858 93
Citibank	Compuware Corp	370 000	11/10/2011	5/31/2013	4,174 93	3,043 77	1,131 16
Citibank	Compuware Corp	305 000	11/10/2011	6/3/2013	3,408 59	2,509 05	899 54
Citibank	Compuware Corp	3,355 000	11/10/2011	6/6/2013	36,386 35	27,599 57	8,786 78
Citibank	Compuware Corp	135 000	11/10/2011	6/7/2013	1,478 94	1,110 56	368 38
Citibank	Compuware Corp	1,305 000	11/29/2011	6/7/2013	14,296 41	10,251 30	4,045 11
Citibank	Compuware Corp	1,610 000	11/29/2011	6/10/2013	17,630 64	12,647 20	4,983 44
Citibank	Viacom Inc	875 000	1/20/2012	7/17/2013	63,136 19	42,015 14	21,121 05
Citibank	Unilever PLC	855 000	12/30/2009	7/17/2013	35,165 53	27,858 89	7,306 64

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Citibank	Questar Corp	905 000	9/12/2008	7/17/2013	21,340 26	13,919 49	7,420 77
Citibank	Questar Corp	1,115 000	10/14/2008	7/17/2013	26,292 14	10,844 97	15,447 17
Citibank	Johnson & Johnson	1,110 000	12/31/2008	7/17/2013	100,322 94	66,352 03	33,970 91
Citibank	HealthSouth Corp	1,985 000	12/31/2008	7/17/2013	62,158 39	47,914 92	14,243 47
Citibank	Cinemark Holdings Inc	1,525 000	8/5/2011	7/17/2013	44,045 19	27,789 31	16,255 88
Citibank	Cinemark Holdings Inc	60 000	8/9/2011	7/17/2013	1,732 93	1,111 83	621 10
Citibank	American Water Works Co Inc	1,955 000	6/5/2009	7/17/2013	82,858 10	34,071 93	48,786 17
Citibank	Alleghany Corp	94,198	6/5/2009	7/17/2013	37,299 80	20,208 61	17,091 19
Citibank	Alleghany Corp	65 802	3/11/2010	7/17/2013	26,055 70	18,413 80	7,641 90
Citibank	Air Lease Corporation CL A	1,220 000	4/19/2011	7/17/2013	34,645 80	32,330 00	2,315 80
Citibank	HealthSouth Corp	410 000	12/31/2008	8/12/2013	13,396 48	9,896 79	3,499 69
Citibank	HealthSouth Corp	320 000	12/31/2008	8/13/2013	10,474 83	7,724 32	2,750 51
Citibank	HealthSouth Corp	140 000	12/31/2008	8/14/2013	4,581 21	3,379 39	1,201 82
Citibank	HealthSouth Corp	75 000	12/31/2008	8/15/2013	2,416 36	1,810 39	605 97
Citibank	Viacom Inc	460 000	1/20/2012	8/22/2013	36,591 26	22,087 96	14,503 30
Citibank	Alleghany Corp	30 000	3/11/2010	8/22/2013	11,867 35	8,395 11	3,472 24
Citibank	Bayer AG	105 000	5/19/2009	8/23/2013	12,370 80	5,396 01	6,974 79
Citibank	Viacom Inc	760 000	1/20/2012	9/10/2013	61,394 92	36,493 15	24,901 77
Citibank	Nationstar Mortgage Holding	555 000	3/7/2012	9/24/2013	31,379 37	7,770 00	23,609 37
Citibank	HealthSouth Corp	380 000	12/31/2008	9/24/2013	13,107 57	9,172 63	3,934 94
Citibank	Alleghany Corp	35 000	3/11/2010	9/24/2013	14,143 98	9,794 29	4,349 69
Citibank	Viacom Inc	160 000	1/20/2012	9/25/2013	13,282 51	7,682 77	5,599 74
Citibank	HealthSouth Corp	410 000	12/31/2008	9/25/2013	14,076 94	9,896 79	4,180 15
Citibank	Alleghany Corp	40 000	3/11/2010	9/25/2013	16,123 94	11,193 48	4,930 46
Citibank	Viacom Inc.	215 000	1/20/2012	9/26/2013	17,944 92	10,323 72	7,621 20
Citibank	HealthSouth Corp	110 000	12/31/2008	9/26/2013	3,790 56	2,655 24	1,135 32
Citibank	Spirit Aerosystems Holdings	155 000	1/24/2011	10/1/2013	3,787 13	3,649 01	138 12
Citibank	Spirit Aerosystems Holdings	1,060 000	1/25/2011	10/1/2013	25,899 05	25,259 37	639 68
Citibank	Spirit Aerosystems Holdings	380 000	1/25/2011	10/2/2013	9,203 36	9,055 25	148 11
Citibank	Spirit Aerosystems Holdings	1,265 000	1/26/2011	10/2/2013	30,637 52	29,947 74	689 78
Citibank	Spirit Aerosystems Holdings	190 000	1/26/2011	10/3/2013	4,546 73	4,498 08	48 65
Citibank	Osterweis Strategic Income	20,000 000	6/8/2007	10/10/2013	236,200 00	227,800 00	8,400 00
Citibank	Valeant Pharmaceuticals Inte	325 000	12/30/2009	10/10/2013	35,464 39	2,797 38	32,667 01
Citibank	Nationstar Mortgage Holding	510 000	3/7/2012	10/10/2013	27,202 92	7,140 00	20,062 92
Citibank	Symetra Financial Corp	45 000	1/27/2010	10/22/2013	858 14	540 00	318 14
Citibank	Symetra Financial Corp	305 000	1/27/2010	10/23/2013	5,772 42	3,660 00	2,112 42
Citibank	Nationstar Mortgage Holding	4,530 000	3/7/2012	11/8/2013	170,378 45	63,420 00	106,958 45
Citibank	Nationstar Mortgage Holding	25 000	3/7/2012	11/1/2013	930 04	350 00	580 04
Citibank	Nationstar Mortgage Holding	2,390 000	3/8/2012	11/1/2013	88,911 95	32,954 75	55,957 20
Citibank	Nationstar Mortgage Holding	375 000	3/8/2012	11/12/2013	14,011 00	5,170 73	8,840 27
Citibank	Nationstar Mortgage Holding	1,450 000	5/11/2012	11/21/2013	33,176 73	25,290 90	7,885 83
Citibank	Hologic Inc.	2,185 000	5/14/2012	11/21/2013	49,993 89	38,708 81	11,285 08
Citibank	Spirit Aerosystems Holdings	140 000	1/26/2011	11/21/2013	4,507 25	3,314 37	1,192 88

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Citibank	Spirit Aerosystems Holdings	155 000	1/27/2011	11/21/2013	4,990 16	3,723 53	1,266 63
Citibank	Spirit Aerosystems Holdings	70 000	1/27/2011	11/25/2013	2,265 36	1,681 60	583 76
Citibank	Spirit Aerosystems Holdings	490 000	2/2/2011	11/25/2013	15,857 49	11,473 74	4,383 75
Citibank	Spirit Aerosystems Holdings	310 000	2/2/2011	11/26/2013	10,068 62	7,258 90	2,809 72
Citibank	Symetra Financial Corp	1,615 000	1/27/2010	11/29/2013	30,868 25	20,939 77	9,928 48
Citibank	Symetra Financial Corp	2,420 000	1/27/2010	11/29/2013	46,254 59	29,040 00	17,214 59
Citibank	Spirit Aerosystems Holdings	210 000	2/2/2011	12/12/2013	6,743 02	4,917 32	1,825 70
Citibank	Spirit Aerosystems Holdings	345 000	4/7/2011	12/12/2013	11,077 82	8,487 00	2,590 82
Citibank	Spirit Aerosystems Holdings	450 000	4/7/2011	12/13/2013	14,368 23	11,070 00	3,298 23
Citibank	Spirit Aerosystems Holdings	825 000	4/7/2011	12/16/2013	26,543 98	20,295 00	6,248 98
Citibank	Spirit Aerosystems Holdings	620 000	4/7/2011	12/17/2013	19,806 79	15,252 00	4,554 79
Citibank	Spirit Aerosystems Holdings	930 000	8/15/2011	12/17/2013	29,710 18	14,721 06	14,989 12
Citibank	Spirit Aerosystems Holdings	600 000	8/15/2011	12/18/2013	19,392 97	9,497 46	9,895 51
Citibank	Hologic Inc	975 000	5/14/2012	12/27/2013	21,732 75	17,272 81	4,459 94
Citibank	Hologic Inc	1,130 000	5/14/2012	12/30/2013	25,119 67	20,018 74	5,100 93
Citibank	Hologic Inc	580 000	5/14/2012	12/31/2013	12,911 78	10,275 11	2,636 67
TOTAL Citibank					3,548,747.77	2,478,887.85	1,069,859.92
OVERALL TOTAL					3,548,747.77	2,478,887.85	1,069,859.92

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Neuberger Berman #1							
Neuberger Berman #1	Nestle NB#1	125 000	6/20/2007	1/8/2013	8,249.82	4,645.00	3,604.82
Neuberger Berman #1	Nestle NB#1	375 000	7/10/2007	1/8/2013	24,749.45	14,895.00	9,854.45
Neuberger Berman #1	Vodafone Group PLC	1,000 000	4/22/2010	1/9/2013	25,499.62	23,259.90	2,239.72
Neuberger Berman #1	Pepsico Inc	200 000	6/20/2007	1/14/2013	13,999.69	13,164.00	835.69
Neuberger Berman #1	Pepsico Inc	200 000	8/3/2007	1/14/2013	13,999.69	13,438.00	561.69
Neuberger Berman #1	Pepsico Inc	100 000	5/15/2008	1/14/2013	6,999.84	6,800.00	199.84
Neuberger Berman #1	Pepsico Inc	150 000	5/16/2008	1/14/2013	10,499.76	10,199.94	299.82
Neuberger Berman #1	Pepsico Inc	50 000	2/16/2012	1/14/2013	3,499.92	3,175.00	324.92
Neuberger Berman #1	Bristol-Myers Squibb Co	1,500 000	10/3/2012	1/15/2013	50,998.85	50,636.33	362.52
Neuberger Berman #1	Cyrusone Inc	1,900 000	1/24/2013	1/24/2013	41,098.94	36,100.00	4,998.94
Neuberger Berman #1	Procter & Gamble Co	500 000	2/2/2012	1/28/2013	34,999.21	31,750.00	3,249.21
Neuberger Berman #1	Anadarko Petroleum Corp	300 000	6/20/2007	1/29/2013	23,999.46	16,248.00	7,751.46
Neuberger Berman #1	Under Armour Inc.	700 000	1/9/2013	2/5/2013	35,756.80	34,659.39	1,097.41
Neuberger Berman #1	Health Insurance Innovations	400 000	2/13/2013	2/13/2013	5,636.23	5,600.00	36.23
Neuberger Berman #1	Qualcomm Inc	600 000	1/8/2013	2/13/2013	40,146.54	38,813.70	1,332.84
Neuberger Berman #1	American Tower Corp	500 000	6/20/2007	2/25/2013	36,974.17	21,120.00	15,854.17
Neuberger Berman #1	Toll Brothers Inc	1,000 000	1/8/2013	2/26/2013	34,499.22	33,650.00	849.22
Neuberger Berman #1	Caterpillar Inc	450 000	6/20/2007	3/18/2013	40,382.10	36,814.50	3,567.60
Neuberger Berman #1	Caterpillar Inc	450 000	7/10/2007	3/18/2013	40,382.10	36,609.30	3,772.80
Neuberger Berman #1	Williams Sonoma Inc	900 000	1/8/2013	3/27/2013	44,734.75	41,391.63	3,343.12
Neuberger Berman #1	Knot Offshores Partners LP	1,700 000	4/15/2013	4/15/2013	37,614.03	35,700.00	1,914.03
Neuberger Berman #1	Freeport McMoran Cooper &	480 000	6/21/2007	4/16/2013	15,734.04	22,050.00	-6,315.96
Neuberger Berman #1	Freeport McMoran Cooper &	480 000	10/23/2007	4/16/2013	15,734.04	28,281.44	-12,547.40
Neuberger Berman #1	Freeport McMoran Cooper &	240 000	5/3/2010	4/16/2013	7,867.02	9,113.03	-1,246.01
Neuberger Berman #1	MetLife Inc	1,200 000	10/19/2010	4/16/2013	44,842.99	48,299.28	-3,456.29
Neuberger Berman #1	MetLife Inc	800 000	3/15/2012	4/16/2013	29,895.33	30,037.52	-142.19
Neuberger Berman #1	United Technologies Corp U	500 000	6/18/2012	4/16/2013	30,004.32	25,000.00	5,004.32
Neuberger Berman #1	Black Hawk Network Holding	1,600 000	4/24/2013	4/24/2013	41,823.38	36,800.00	5,023.38
Neuberger Berman #1	Toll Brothers Inc	1,000 000	4/16/2013	5/7/2013	34,899.21	32,574.00	2,325.21
Neuberger Berman #1	Murphy Oil Corp	1,000 000	10/31/2012	5/8/2013	61,522.72	59,887.55	1,635.17
Neuberger Berman #1	Murphy Oil Corp	500 000	2/21/2013	5/8/2013	30,761.36	30,500.00	261.36
Neuberger Berman #1	Tall Grass Energy Partners LP	1,800 000	5/17/2013	5/17/2013	40,411.61	38,700.00	1,711.61
Neuberger Berman #1	Ply Gem Holdings Inc	300 000	5/29/2013	5/29/2013	6,983.75	6,300.00	683.75
Neuberger Berman #1	Canadian Natural Resources	1,000 000	6/20/2007	7/2/2013	28,539.50	33,590.85	-5,051.35
Neuberger Berman #1	Canadian Natural Resources	1,000 000	2/21/2013	7/2/2013	28,539.50	30,750.00	-2,210.50
Neuberger Berman #1	Allergan Inc	400 000	6/15/2011	7/22/2013	36,708.24	31,836.04	4,872.20
Neuberger Berman #1	Allergan Inc	400 000	10/25/2012	7/22/2013	36,708.24	36,681.00	27.24
Neuberger Berman #1	Sea World Entertainment Inc	1,300 000	4/24/2013	7/22/2013	49,745.32	35,100.00	14,645.32
Neuberger Berman #1	Linn Co LLC	1,000 000	5/8/2013	8/19/2013	25,450.15	39,011.80	-13,561.65
Neuberger Berman #1	Ares Capital Corporation	3,000 000	2/1/2012	8/27/2013	52,930.17	47,624.91	5,305.26
Neuberger Berman #1	American Tower Corp	200 000	6/20/2007	8/27/2013	13,731.08	8,448.00	5,283.08

Capital Gains - Last year
1/1/2013 through 12/31/2013

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Neuberger Berman #1	American Tower Corp	700 000	7/10/2007	8/27/2013	48,058 78	29,749 02	18,309 76
Neuberger Berman #1	American Tower Corp	100 000	10/23/2007	8/27/2013	6,865 54	4,276 03	2,589 51
Neuberger Berman #1	Intel Corp	500 000	6/20/2007	8/27/2013	11,109 81	12,095 00	-985 19
Neuberger Berman #1	Intel Corp	1,000 000	7/10/2007	8/27/2013	22,219 61	24,990 00	-2,770 39
Neuberger Berman #1	Intel Corp	1,000 000	1/31/2011	8/27/2013	22,219 61	21,787 30	432 31
Neuberger Berman #1	Kinder Morgan Management	666 854	6/20/2007	8/27/2013	53,347 38	24,126 30	29,221 08
Neuberger Berman #1	Kinder Morgan Management	31 701	7/10/2007	8/27/2013	2,536 05	1,183 65	1,352 40
Neuberger Berman #1	Kinder Morgan Management	282 212	10/23/2007	8/27/2013	22,576 59	9,880 00	12,696 59
Neuberger Berman #1	Kinder Morgan Management	40 507	2/10/2009	8/27/2013	3,240 54	0 00	3,240 54
Neuberger Berman #1	Kinder Morgan Management	39 766	5/15/2009	8/27/2013	3,181 25	0 00	3,181 25
Neuberger Berman #1	Kinder Morgan Management	18 959	11/13/2009	8/27/2013	1,516 68	0 00	1,516 68
Neuberger Berman #1	Kinder Morgan Management	1 000	11/13/2009	9/9/2013	75 78	0 00	75 78
Neuberger Berman #1	Premier Inc	1,400 000	10/1/2013	10/1/2013	42,647 31	37,800 00	4,847 31
Neuberger Berman #1	Alliant Energy Corp	1,000 000	9/13/2011	10/22/2013	50,999 11	39,606 40	11,392 71
Neuberger Berman #1	Chegg Inc	1,600 000	11/18/2013	11/18/2013	16,139 23	20,000 00	-3,860 77
Neuberger Berman #1	Coca-Cola Co	800 000	10/23/2007	11/18/2013	31,770 73	23,816 00	7,954 73
Neuberger Berman #1	Coca-Cola Co	700 000	2/13/2013	11/18/2013	27,799 38	27,083 77	715 61
Neuberger Berman #1	Exxon Mobil Corp	107 000	6/20/2007	11/18/2013	9,870 59	8,941 99	928 60
Neuberger Berman #1	Exxon Mobil Corp	293 000	3/8/2013	11/18/2013	27,028 80	26,360 51	668 29
Neuberger Berman #1	Nestle NB#1	500 000	6/20/2007	11/18/2013	36,242 36	18,580 00	17,662 36
Neuberger Berman #1	Vornado Realty Trust	5 000	3/12/2009	11/18/2013	438 05	160 32	277 73
Neuberger Berman #1	Vornado Realty Trust	3 000	6/15/2009	11/18/2013	262 83	144 24	118 59
Neuberger Berman #1	Vornado Realty Trust	1 000	9/16/2009	11/18/2013	87 61	54 25	33 36
Neuberger Berman #1	Vornado Realty Trust	1 000	12/14/2009	11/18/2013	87 61	68 75	18 86
Neuberger Berman #1	Vornado Realty Trust	300 000	10/23/2007	11/18/2013	26,283 29	32,102 06	-5,818 77
Neuberger Berman #1	Vornado Realty Trust	690 000	12/19/2012	11/18/2013	60,451 57	53,317 13	7,134 44
Neuberger Berman #1	Vornado Realty ROC	1 000	10/23/2007	11/19/2013	0 00	0 00	0 00
Neuberger Berman #1	Chegg Inc	1,600 000	11/18/2013	11/20/2013	14,868 22	20,000 00	-5,131 78
Neuberger Berman #1	Freeport McMoran Cooper &	760 000	5/3/2010	12/30/2013	27,207 52	28,857 92	-1,650 40
Neuberger Berman #1	Freeport McMoran Cooper &	240 000	1/23/2012	12/30/2013	8,591 85	10,487 33	-1,895 48
Neuberger Berman #1	Anadarko Petroleum Corp	200 000	6/20/2007	12/31/2013	15,638 57	10,832 00	4,806 57
Neuberger Berman #1	Anadarko Petroleum Corp	600 000	7/10/2007	12/31/2013	46,915 70	31,294 98	15,620 72
TOTAL Neuberger Berman #1					1,847,830.11	1,656,850.06	190,980.05
OVERALL TOTAL					1,847,830.11	1,656,850.06	190,980.05

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
Sanford Bernstein 43298							
Sanford Bernstein 43298	Bernstein International Portfo	1,980.198	12/29/2008	7/18/2013	30,000.00	55,101.61	-25,101.61
Sanford Bernstein 43298	Bernstein International Portfo	31,115.269	12/31/2004	12/30/2013	506,867.73	511,223.87	-4,356.14
Sanford Bernstein 43298	Bernstein International Portfo	47,046.926	12/29/2008	12/30/2013	766,394.42	1,309,142.59	-542,748.17
Sanford Bernstein 43298	Bernstein International Portfo	7,022.865	12/11/2009	12/30/2013	114,402.47	104,781.15	9,621.32
Sanford Bernstein 43298	Bernstein International Portfo.	5,941.346	12/10/2010	12/30/2013	96,784.53	90,843.18	5,941.35
Sanford Bernstein 43298	Bernstein International Portfo	4,101.886	12/19/2011	12/30/2013	66,819.72	49,140.59	17,679.13
Sanford Bernstein 43298	Bernstein International Portfo	1,880.076	12/17/2012	12/30/2013	30,626.44	25,663.04	4,963.40
Sanford Bernstein 43298	Bernstein International Portfo	1,693.125	12/13/2013	12/30/2013	27,581.01	26,869.89	711.12
TOTAL Sanford Bernstein 43298					1,639,476.32	2,172,765.92	-533,289.60
Sanford Bernstein 88795							
Sanford Bernstein 88795	Bernstein Emerging Markets	1,570.919	12/30/2004	7/18/2013	40,000.00	40,667.57	-667.57
Sanford Bernstein 88795	Bernstein Emerging Markets	12,284.705	12/30/2004	12/30/2013	330,924.16	318,023.48	12,900.68
Sanford Bernstein 88795	Bernstein Emerging Markets	40,483.923	12/29/2008	12/30/2013	1,090,551.87	1,721,953.13	-631,401.26
Sanford Bernstein 88795	Bernstein Emerging Markets	399.295	12/11/2009	12/30/2013	10,756.17	11,252.12	-495.95
Sanford Bernstein 88795	Bernstein Emerging Markets	529.237	12/10/2010	12/30/2013	14,256.53	17,364.25	-3,107.72
Sanford Bernstein 88795	Bernstein Emerging Markets	554.761	12/19/2011	12/30/2013	14,944.10	13,264.34	1,679.76
Sanford Bernstein 88795	Bernstein Emerging Markets	2,175.126	12/19/2011	12/30/2013	58,593.33	52,007.26	6,586.07
Sanford Bernstein 88795	Bernstein Emerging Markets	753.575	12/17/2012	12/30/2013	20,299.73	20,821.27	-521.54
Sanford Bernstein 88795	Bernstein Emerging Markets	620.956	12/13/2013	12/30/2013	16,727.25	16,976.93	-249.68
TOTAL Sanford Bernstein 88795					1,597,053.14	2,212,330.35	-615,277.21
OVERALL TOTAL							
					3,236,529.46	4,385,096.27	-1,148,566.81

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
Charles Schwab-Atherton Lane							
Charles Schwab-Atherton L	BRE Properties Inc	2,000 000	10/12/2010	1/17/2013	102,795 49	84,321 63	18,473 86
Charles Schwab-Atherton L	Weyerhaeuser Co	1,000 000	1/18/2012	1/24/2013	30,452 37	19,738 43	10,713 94
Charles Schwab-Atherton L	Bank of America Corp	2,500 000	8/17/2012	2/4/2013	28,484 85	19,529 16	8,955 69
Charles Schwab-Atherton L	Joy Global Inc	500 000	9/4/2012	2/4/2013	31,313 35	27,392 29	3,921 06
Charles Schwab-Atherton L	Mosaic Company	200 000	1/18/2012	2/4/2013	12,290 62	11,024 28	1,266 34
Charles Schwab-Atherton L	Mosaic Company	400 000	1/18/2012	2/4/2013	24,577 52	22,048 57	2,528 95
Charles Schwab-Atherton L	NIKE Inc	600 000	6/26/2012	2/4/2013	32,254 13	30,144 03	2,110 10
Charles Schwab-Atherton L	JPMorgan Chase & Co	900 000	9/6/2011	2/20/2013	44,190 86	34,141 80	10,049 06
Charles Schwab-Atherton L	Qualcomm Inc	500 000	4/24/2012	2/20/2013	32,726 32	31,338 35	1,387 97
Charles Schwab-Atherton L	Weyerhaeuser Co	1,600 000	1/18/2012	2/20/2013	48,553 16	31,581 48	16,971 68
Charles Schwab-Atherton L	Coca-Cola Co	500 000	2/8/2012	3/14/2013	19,606 61	17,069 28	2,537 33
Charles Schwab-Atherton L	Costco Wholesale Corp	200 000	6/26/2012	3/14/2013	20,606 79	18,390 03	2,216 76
Charles Schwab-Atherton L	General Electric Co	2,200 000	6/26/2012	3/14/2013	51,786 91	43,959 30	7,827 61
Charles Schwab-Atherton L	Intuit Inc	400 000	4/25/2012	3/14/2013	26,667 25	22,901 04	3,766 21
Charles Schwab-Atherton L	Eli Lilly and Co	300 000	9/4/2012	3/14/2013	16,518 28	13,581 70	2,936 58
Charles Schwab-Atherton L	Yum Brands Inc	500 000	6/26/2012	3/14/2013	33,717 29	32,898 20	819 09
Charles Schwab-Atherton L	iShares MSCI Hong Kong Ind	10,000 000	9/1/2011	3/28/2013	193,781 65	172,208 00	21,573 65
Charles Schwab-Atherton L	iShares MSCI Singapore Inde	3,500 000	11/4/2009	3/28/2013	47,831 15	37,813 13	10,018 02
Charles Schwab-Atherton L	iShares MSCI Singapore Inde	500 000	4/29/2010	3/28/2013	6,833 02	6,130 91	702 11
Charles Schwab-Atherton L	UDR Incorporated	3,200 000	9/15/2010	3/28/2013	76,431 28	66,791 32	9,639 96
Charles Schwab-Atherton L	Costco Wholesale Corp	200 000	6/26/2012	4/24/2013	20,858 77	18,390 03	2,468 74
Charles Schwab-Atherton L	Costco Wholesale Corp	100 000	6/26/2012	4/24/2013	10,428 89	9,195 01	1,233 88
Charles Schwab-Atherton L	Google Inc	50 000	4/17/2009	4/24/2013	39,984 65	19,673 56	20,311 09
Charles Schwab-Atherton L	Mosaic Company	600 000	1/18/2012	4/24/2013	34,488 41	33,072 85	1,415 56
Charles Schwab-Atherton L	Mosaic Company	500 000	1/18/2012	4/24/2013	28,743 34	27,560 71	1,182 63
Charles Schwab-Atherton L	Home Depot Inc	400 000	6/26/2012	4/26/2013	29,400 79	20,782 40	8,618 39
Charles Schwab-Atherton L	Honeywell International Inc	100 000	10/23/2009	4/26/2013	7,463 95	3,836 87	3,627 08
Charles Schwab-Atherton L	Honeywell International Inc	100 000	10/23/2009	4/26/2013	7,463 95	3,836 87	3,627 08
Charles Schwab-Atherton L	Boston Properties Inc	200 000	9/22/2010	4/26/2013	21,699 76	17,389 01	4,310 75
Charles Schwab-Atherton L	Matthews China Fund Investor ..	5,773 761	2/23/2012	5/17/2013	134,182 21	139,494 07	-5,311 86
Charles Schwab-Atherton L	iShares MSCI Hong Kong Ind	5,000 000	9/1/2011	5/21/2013	103,276 96	86,104 00	17,172 96
Charles Schwab-Atherton L	iShares MSCI Hong Kong Ind	2,000 000	1/18/2012	5/21/2013	41,310 78	31,786 00	9,524 78
Charles Schwab-Atherton L	Boston Properties Inc	600 000	9/22/2010	6/4/2013	65,537 33	52,167 03	13,370 30
Charles Schwab-Atherton L	Digital Realty Trust Inc	1,400 000	2/15/2011	6/4/2013	85,518 19	77,971 87	7,546 32
Charles Schwab-Atherton L	Joy Global Inc	1,100 000	9/4/2012	6/5/2013	60,197 95	60,263 03	-65 08
Charles Schwab-Atherton L	Federal Realty	700 000	6/26/2012	6/11/2013	74,241 03	70,263 85	3,977 18
Charles Schwab-Atherton L	Liberty Property Trust	2,200 000	5/2/2011	6/11/2013	86,741 80	76,117 40	10,624 40
Charles Schwab-Atherton L	Mack Cali Realty Corp	2,200 000	3/23/2011	6/11/2013	56,575 05	70,996 80	-14,421 75
Charles Schwab-Atherton L	Piedmont Office Realty Trust Inc	3,800 000	3/17/2011	6/12/2013	69,891 24	71,558 85	-1,667 61
Charles Schwab-Atherton L	Alcoa Inc	7,200 000	2/20/2013	7/1/2013	55,914 34	66,848 28	-10,933 94
Charles Schwab-Atherton L	Barrick Gold Corp	700 000	10/1/2009	7/1/2013	10,570 78	25,744 29	-15,173 51

Capital Gains - Last year
1/1/2013 through 12/31/2013

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
Charles Schwab-Atherton L	Barrick Gold Corp	1,000 000	4/23/2010	7/1/2013	15,101 11	39,199 95	-24,098 84
Charles Schwab-Atherton L	Freeport McMoran Cooper &	3,400 000	9/25/2012	7/1/2013	90,823 25	139,564 94	-48,741 69
Charles Schwab-Atherton L	Yamana Gold Inc	6,000 000	5/4/2011	7/1/2013	52,127 68	76,450 20	-24,322 52
Charles Schwab-Atherton L	Baidu Inc	600 000	6/24/2011	7/15/2013	55,698 49	76,875 24	-21,176 75
Charles Schwab-Atherton L	Baidu Inc	300 000	1/24/2013	7/15/2013	27,849 24	32,848 24	-4,999 00
Charles Schwab-Atherton L	PetroChina Co Ltd	100 000	4/7/2009	7/15/2013	11,605 68	8,338 65	3,267 03
Charles Schwab-Atherton L	PetroChina Co Ltd	300 000	1/14/2009	7/15/2013	34,817 05	37,697 97	-2,880 92
Charles Schwab-Atherton L	PetroChina Co Ltd	200 000	4/6/2010	7/15/2013	23,211 37	23,488 75	-277 38
Charles Schwab-Atherton L	PetroChina Co Ltd	100 000	4/4/2012	7/15/2013	11,605 68	14,076 88	-2,471 20
Charles Schwab-Atherton L	PetroChina Co Ltd	100 000	4/4/2012	7/15/2013	11,605 68	14,076 87	-2,471 19
Charles Schwab-Atherton L	iShares MSCI South Korea In	2,200 000	2/4/2013	7/15/2013	115,269 37	131,500 64	-16,231 27
Charles Schwab-Atherton L	China Mobile Ltd	300 000	4/8/2009	7/15/2013	15,503 79	13,119 22	2,384 57
Charles Schwab-Atherton L	China Mobile Ltd	1,200 000	10/16/2009	7/15/2013	62,015 16	60,123 00	1,892 16
Charles Schwab-Atherton L	CNOOC LTD	350 000	6/23/2011	7/15/2013	58,286 80	79,168 16	-20,881 36
Charles Schwab-Atherton L	CNOOC LTD	150 000	1/18/2012	7/15/2013	24,980 06	29,166 15	-4,186 09
Charles Schwab-Atherton L	SPDR Gold Shares	1,100 000	8/23/2010	8/7/2013	139,223 37	132,361 65	6,861 72
Charles Schwab-Atherton L	SPDR Gold Shares	800 000	9/24/2012	8/7/2013	101,253 36	137,404 76	-36,151 40
Charles Schwab-Atherton L	Devon Energy Corp	500 000	4/15/2009	8/28/2013	29,041 04	24,796 97	4,244 07
Charles Schwab-Atherton L	United Parcel Service B	300 000	12/17/2010	8/28/2013	26,126 90	21,891 05	4,235 85
Charles Schwab-Atherton L	Exxon Mobil Corp	700 000	10/1/2012	10/30/2013	61,502 30	63,882 93	-2,380 63
Charles Schwab-Atherton L	McDonald's Corp	700 000	6/16/2012	10/30/2013	66,202 09	61,026 20	5,175 89
Charles Schwab-Atherton L	EMC Corp MASS	100 000	1/18/2012	11/13/2013	2,391 43	2,254 47	136 96
Charles Schwab-Atherton L	EMC Corp MASS	700 000	1/18/2012	11/13/2013	16,740 03	15,781 28	958 75
Charles Schwab-Atherton L	EMC Corp MASS	100 000	1/18/2012	11/13/2013	2,391 47	2,254 47	137 00
Charles Schwab-Atherton L	EMC Corp MASS	100 000	1/18/2012	11/13/2013	2,391 47	2,254 47	137 00
Charles Schwab-Atherton L	EMC Corp MASS	200 000	1/18/2012	11/13/2013	4,783 07	4,508 94	274 13
Charles Schwab-Atherton L	EMC Corp MASS	200 000	1/18/2012	11/13/2013	4,783 07	4,508 94	274 13
Charles Schwab-Atherton L	EMC Corp MASS	300 000	1/18/2012	11/13/2013	7,174 60	6,763 41	411 19
Charles Schwab-Atherton L	Intel Corp	200 000	12/31/2007	11/13/2013	4,807 43	2,913 12	1,894 31
Charles Schwab-Atherton L	Intel Corp	200 000	12/31/2007	11/13/2013	4,807 43	2,913 12	1,894 31
Charles Schwab-Atherton L	Intel Corp	800 000	12/31/2007	11/13/2013	19,228 10	11,652 48	7,575 62
Charles Schwab-Atherton L	Eli Lilly and Co	1,500 000	9/4/2012	11/18/2013	74,804 29	67,908 50	6,895 79
Charles Schwab-Atherton L	Coach Inc	300 000	4/13/2011	12/16/2013	16,625 72	15,227 25	1,398 47
Charles Schwab-Atherton L	Coach Inc	1,200 000	4/13/2011	12/16/2013	66,502 88	60,909 00	5,593 88
Charles Schwab-Atherton L	International Business Machin	350 000	4/26/2013	12/16/2013	61,589 63	66,701 80	-5,112 17
TOTAL Charles Schwab-Atherton Lane					3,248,779.16	3,209,665.38	39,113.78
OVERALL TOTAL					3,248,779.16	3,209,665.38	39,113.78

THE KIMBALL FOUNDATION
GRANTS PAID WORKSHEET

12/31/2013

GRANT FUNDING CASES BASED DURING 2013										Indicate if Year payable is approved	
Recipient Name	Street Address	City	State	ZIP Code	Foundation Status of Recipient	Specific purpose of Grant or Contribution	Amount				
Achievement Rewards for College Scientists Foundation Inc Northern California Chapter	P O Box 29405	San Francisco	CA	94129	501 (c)(3) public charity	ARCS NCC 2013-2014 Scholar Awards Campaign	\$50,000				
Aim High for High School	2030 Hamson Street, 3rd Floor	San Francisco	CA	94110	501 (c)(3) public charity	Environmental Home Program	\$30,000	X			2012
Alonzo King LINES Ballet	26 Seventh Street	San Francisco	CA	94103	501 (c)(3) public charity	Connecting with our Neighbors Community Program	\$15,000				
Art in Action	3925 Bohannon Drive Suite 300	Menlo Park	CA	94025	501 (c)(3) public charity	Art in Action Bay Area Expansion	\$20,000				
Asian Art Museum of San Francisco	200 Larkin Street	San Francisco	CA	94102	501 (c)(3) public charity	Connoisseurs' Council	\$4,500				
Asian Neighborhood Design Inc	1245 Howard Street	San Francisco	CA	94103	501 (c)(3) public charity	Employment Training Center program	\$25,000				
Audubon Canyon Ranch	4900 Shoreline Highway One	Stinson Beach	CA	94970	501 (c)(3) public charity	School programs	\$30,000				
The BASIC Fund	268 Bush Street, No 2717	San Francisco	CA	94104	501 (c)(3) public charity	General support grant	\$60,000				
Bayview Hunters Point Center for Arts & Technology (BAYCAT)	2415 3rd Street, Suite 230	San Francisco	CA	94107	501 (c)(3) public charity	Providing media-focused vocational development services to low-income San Francisco youth	\$30,000	X			2012
Belvedere Community Foundation	P O Box 484	Belvedere	CA	94920	501 (c)(3) public charity	General support	\$1,000				
Belvedere-Tiburon Library Foundation	P O Box 483	Tiburon	CA	94920	501 (c)(3) public charity	General support	\$1,000				
Beyond 12 Inc	901 Mission Street Suite 205	San Francisco	CA	94103	501 (c)(3) public charity	College Success Coaching Bridging the Gap Between College Acceptance and College Graduation	\$25,000				
Blue Bear School of Music	Fort Mason Center 2 Marina Blvd Bldg D	San Francisco	CA	94123	501 (c)(3) public charity	Digital Audio and Video Production Studio Program	\$10,000	X			2012
Boys & Girls Clubs of Sonoma Valley	PO Box 218	El Verano	Ca	95433	501 (c)(3) public charity	Teen Services program	\$25,000	X			2012
Bridge the Gap College Prep	P O Box 1390	Sausalito	CA	94965	501 (c)(3) public charity	High School Program	\$15,000				
BUILD	2385 Bay Road	Redwood City	CA	94063	501 (c)(3) public charity	Peninsula Youth Entrepreneurship Program	\$50,000				
buildOn	560 Davis Street, Suite 100	San Francisco	CA	94111	501 (c)(3) public charity	Youth Engagement Zone at Leadership High School	\$30,000				
San Francisco Day School (Breakthrough San Francisco)	350 Masonic Avenue	San Francisco	CA	94118	501 (c)(3) public charity	Breakthrough San Francisco's launch of eighth and ninth grade program	\$25,000				

19	California Academy of Sciences	55 Music Concourse Drive, Golden Gate Park P O Box 7999	San Francisco	CA	94118	501 (c)(3) public charity	Collectors Category	\$10,000	
20	California Pacific Medical Center Foundation	P O Box 7999	San Francisco	CA	94120	501 (c)(3) public charity	General support	\$1,000	
21	California Pacific Medical Center Foundation	P O Box 7999	San Francisco	CA	94120	501 (c)(3) public charity	Support the Bayview Child Health Center	\$10,000	
22	Canal Alliance	91 Larkspur Street	San Rafael	CA	94901	501 (c)(3) public charity	Youth Scholarship Program	\$25,000	
23	The Ceres Community Project	P O Box 151049	San Rafael	CA	94915	501 (c)(3) public charity	Work Ready Certification for Teens Preparing Healthy Meals for Healthy Communities program	\$25,000	
24	Children's Creativity Museum	221 Fourth St	San Francisco	CA	94103	501 (c)(3) public charity	CITY program	\$25,000	
25	Chinatown Community Development Center	1525 Grant Avenue	San Francisco	CA	94133	501 (c)(3) public charity	Intergenerational Program and Super Sunday Kids program	\$20,000	
26	Chronicle Season of Sharing Fund	P O Box 44740	San Francisco	CA	94144	501 (c)(3) public charity	General support	\$35,000	
27	Churchill Centre	131 South Dearborn Street, Suite 1700	Chicago	IL	60606	501 (c)(3) public charity	General support	\$10,000	
28	City of Belvedere Collective Impact	450 San Rafael Avenue P O Box 156853	Belvedere San Francisco	CA	94920	Local Government	Concerts in the Park Summer 2013	\$5,000	
29	Colonial Williamsburg Foundation	P O Box 1776	Williamsburg	VA	23185	501 (c)(3) public charity	The Magic Zone education program	\$25,000	
30	Colonial Williamsburg Foundation	P O Box 1776	Williamsburg	VA	23185	501 (c)(3) public charity	Raleigh Tavern Society	\$5,000	
31	Colonial Williamsburg Foundation	P O Box 1776	Williamsburg	VA	23185	501 (c)(3) public charity	Teacher Institute	\$25,000	
32	Common Counsel Foundation	405 14th Street, Suite 809	Oakland	CA	94612	501 (c)(3) public charity	Environmental Action Fund	\$85,000	
33	Community Music Center	544 Capp Street	San Francisco	CA	94110	501 (c)(3) public charity	Honorarium Grant	\$2,500	
34	Conservation Corps North Bay Inc	27 Larkspur Street	San Rafael	CA	94901	501 (c)(3) public charity	Corpsmember Development Program	\$30,000	
35	Cool the Earth Inc.	P O Box 694	Kentfield	CA	94914	501 (c)(3) public charity	School Program	\$15,000	
36	Corporation of the Fine Arts Museums	50 Hagiwara Tea Garden Drive	San Francisco	CA	94118	501 (c)(3) public charity	Restoration of the Salon Dore at the Legion of Honor	\$10,000	
37	Corporation of the Fine Arts Museums	50 Hagiwara Tea Garden Drive	San Francisco	CA	94118	501 (c)(3) public charity	Museum Ambassador program	\$20,000	X 2012
38	Corporation of the Fine Arts Museums	50 Hagiwara Tea Garden Drive	San Francisco	CA	94118	501 (c)(3) public charity	Annual Fund	\$50,000	
39	Council on Foundations	2121 Crystal Drive, Suite 700	Arlington	VA	22202	501 (c)(3) public charity	Membership	\$6,540	
40	CunOdyssey	1651 Coyote Point Drive	San Mateo	CA	94401	501 (c)(3) public charity	Honorarium for hosting the Spring 2013 board meeting	\$2,500	
41	CunOdyssey	1651 Coyote Point Drive	San Mateo	CA	94401	501 (c)(3) public charity	School Science Program	\$15,000	X 2012
42	Dwight D Eisenhower Memorial Commission	1629 K Street, NW, Suite 801	Washington	DC	20006	501 (c)(3) public charity	Donation being made in honor of Diane Disney Miller	\$5,000	
43	The Dance Brigade A New Group from the Wallflower Order	3316 24th Street	San Francisco	CA	94110	501 (c)(3) public charity	Grrrl Brigade scholarships	\$25,000	

45	Each One Reach One	146 So Spruce Ave	South San Francisco	CA	94080	501 (c)(3) public charity	Playwrtng Program and Expressive Painting Diversion Program	\$15,000	
46	Eastside College Preparatory School Inc	1041 Myrtle Street	East Palo Alto	CA	94303	501 (c)(3) public charity	Middle and high school serving disadvantaged youth in East Palo Alto	\$100,000	
47	Education Outside	135 Van Ness Avenue, Room 408	San Francisco	CA	94102	501 (c)(3) public charity	General support	\$25,000	
48	Enterprise for High School Students	200 Pine Street, 6th Floor	San Francisco	CA	94104	501 (c)(3) public charity	Pathways program	\$25,000	
49	Environmental Traveling Companions	Fort Mason Center 2 Marina Blvd Bldg C	San Francisco	CA	94123	501 (c)(3) public charity	LEAD Program	\$25,000	X 2012
50	Environmental Volunteers Inc	2560 Embarcadero Road	Palo Alto	CA	94303	501 (c)(3) public charity	Field Trip Transportation Fund	\$10,000	
51	Environmental Volunteers Inc	2560 Embarcadero Road	Palo Alto	CA	94303	501 (c)(3) public charity	Educate for Depth program	\$15,000	
52	Envision Schools	111 Myrtle Street, Suite 203	Oakland	CA	94607	501 (c)(3) public charity	College Advisory Program	\$50,000	X 2012
53	Episcopal Church In The Diocese Of California (St Stephen's Church)	3 Bayview Avenue, P O Box 97	Belvedere	CA	94920	501 (c)(3) public charity	Camp Create at St Stephen's Episcopal Church	\$5,000	
54	Episcopal Church In The Diocese Of California (St Stephen's Church)	3 Bayview Avenue, P O Box 97	Belvedere	CA	94920	501 (c)(3) public charity	Capital Campaign at St Stephen's Episcopal Church	\$11,000	
55	Farallones Manne Sanctuary Association	The Presidio, P O Box 29386	San Francisco	CA	94129	501 (c)(3) public charity	Environmental education programs for children and youth	\$30,000	
56	Fluid Living - dba Seven Tepees Youth Program	3177 17th Street	San Francisco	CA	94110	501 (c)(3) public charity	College and Career Program	\$40,000	
57	The Foundation Center	312 Sutter Street #606	San Francisco	CA	94108	501 (c)(3) public charity	Membership	\$6,000	
58	Foundation For A College Education	2160 Euclid Ave nue	East Palo Alto	CA	94303	501 (c)(3) public charity	FCE STEAM FCE College Bound and FCE College Success	\$40,000	
59	Friends of the Urban Forest	Presidio of San Francisco, 1007 General Kennedy Ave , Ste 1	San Francisco	CA	94129	501 (c)(3) public charity	Youth Tree Care Program	\$20,000	
60	From the Top	295 Huntington Avenue, Suite 201	Boston	MA	02155	501 (c)(3) public charity	General support	\$500	
61	Ghiberti Foundation	1100 California Street	San Francisco	CA	94108	501 (c)(3) public charity	Support 14 scholarships for underserved youth at the community preschool	\$10,000	
62	Girl Scouts of Northern California	1650 Harbor Bay Parkway, Suite 100	Alameda	CA	94502	501 (c)(3) public charity	Green by Nature program	\$15,000	
63	Global AIDS Interfaith Alliance	700 Larkspur Landing Circle, Suite 250	Larkspur	CA	94939	501 (c)(3) public charity	General support	\$250	
64	Global Student Embassy	P O Box 544	Sebastopol	CA	95473	501 (c)(3) public charity	Sonoma County Eco-Action Education	\$20,000	
65	Golden Gate Audubon Society	2530 San Pablo Avenue, Suite G	Berkeley	CA	94702	501 (c)(3) public charity	Eco-San Francisco Program	\$25,000	

65	Golden Gate National Parks Conservancy	Building 201 Fort Mason	San Francisco	CA	94123	501 (c)(3) public charity	Crissy Field Center Program	\$30,000	X	2012
66	The Episcopal Diocese of California (Grace Cathedral)	1100 California Street	San Francisco	CA	94108	501 (c)(3) public charity	\$1000 for Grace Cathedral's Annual Fund \$1500 for Arts	\$2,500		
67	Guardsmen	1016 Lincoln Boulevard, Suite 205	San Francisco	CA	94129	501 (c)(3) public charity	Indoor Scholarship Program and Outdoor Campership Program	\$25,000		
68	The Heritage	3400 Laguna Street	San Francisco	CA	94123	501 (c)(3) public charity	General support	\$250		
69	Honzons Unlimited of San Francisco Inc	440 Potrero Avenue	San Francisco	CA	94110	501 (c)(3) public charity	LifeWorks Workforce Development Program	\$30,000		
70	Huckleberry Youth Programs	3310 Geary Blvd	San Francisco	CA	94118	501 (c)(3) public charity	Wellness Academy	\$50,000	X	2012
71	The Imagine Bus Project	1012 Torney Ave	San Francisco	CA	94129	501 (c)(3) public charity	Youth Studio program	\$25,000		
72	Jewish Vocational and Career Counseling Service	225 Bush Street	San Francisco	CA	94104	501 (c)(3) public charity	School Partner Program	\$30,000		
73	JobTrain Inc	1200 O'Brien Drive	Menlo Park	CA	94025	501 (c)(3) public charity	Youth Services - Providing Vocational & Youth Development Services for at-risk Youth	\$40,000		
74	Juma Ventures	131 Steuart Street, Suite 201	San Francisco	CA	94105	501 (c)(3) public charity	Pathways to Advancement program	\$50,000		
75	KIPP Bay Area Schools	1404 Franklin Street, Suite 500	Oakland	CA	94612	501 (c)(3) public charity	KIPP Through College Program	\$75,000	X	2012
76	KQED Inc	2601 Manposa Street	San Francisco	CA	94110	501 (c)(3) public charity	Locally focused arts programming	\$10,000		
77	KRCB North Bay Public Media	5850 Labath Avenue	Rohnert Park	CA	94928	501 (c)(3) public charity	General support	\$750		
78	Larkin Street Youth Services	701 Sutter Street, 2nd Floor	San Francisco	CA	94109	501 (c)(3) public charity	HIRE Up program	\$50,000		
79	Life Learning Academy	651 8th Street, Treasure Island	San Francisco	CA	94130	501 (c)(3) public charity	Expand college and career services	\$22,000		
80	Literacy for Environmental Justice	909 Florida Street	San Francisco	CA	94110	501 (c)(3) public charity	Candlestick Point Eco-stewards (CPE)	\$30,000		
81	Loco Bloco	3543 18th Street, #20	San Francisco	CA	94110	501 (c)(3) public charity	Loco Bloco General Operating Support	\$25,000		
82	Mann Organic	P O Box 962	Point Reyes Staion	CA	94956	501 (c)(3) public charity	Farm Field Studies Increasing Access to Environmental and Nutrition Education in the Bay Area	\$25,000		
83	Mann Theatre Company	397 Miller Avenue	Mill Valley	CA	94941	501 (c)(3) public charity	Creative Learning Residency Program for Cultural Enrichment in Marin City	\$10,000		
84	The Marne Mammal Center	2000 Bunker Road, Fort Cronkhite	Sausalito	CA	94965	501 (c)(3) public charity	General support	\$4,000		
85	The Marne Mammal Center	2000 Bunker Road, Fort Cronkhite	Sausalito	CA	94965	501 (c)(3) public charity	Environmental Education Initiative	\$25,000		
86	Mural Music & Arts Project	2043 Euclid Ave	East Palo Alto	CA	94303	501 (c)(3) public charity	General support	\$15,000		
87	National Audubon Society Inc	376 Greenwood Beach Road	Tiburon	CA	94920	501 (c)(3) public charity	Audubon Youth Leaders and Summer Youth Leaders Program	\$10,000		
88	National Trust for Historic Preservation	5 Third Street, Suite 707	San Francisco	CA	94103	501 (c)(3) public charity	National Council	\$10,000		

98	NatureBridge	28 Geary Street, Suite 650	San Francisco	CA	94108	501 (c)(3) public charity	Teen Environmental Education Mentorship	\$35,000	
99	New Century Chamber Orchestra	665 3rd Street, Suite 345	San Francisco	CA	94107	501 (c)(3) public charity	General support	\$2,500	
100	Next Generation Scholars Inc	1018 E Street	San Rafael	CA	94901	501 (c)(3) public charity	College preparatory and persistent program	\$20,000	X
101	Ninth Street Media Consortium Inc	145 9th Street, Suite 250	San Francisco	CA	94103	501 (c)(3) public charity	Teaching Intermedia Literacy Tools (TILT) program	\$15,000	
102	Northern California Grantmakers	625 Market Street, 15th Floor	San Francisco	CA	94105	501 (c)(3) public charity	Membership	\$4,905	
103	Old Skool Cafe	1429 Mendell Street	SAN FRANCISCO	CA	94124	501 (c)(3) public charity	Violence prevention program providing marketable employment skills in the restaurant industry	\$20,000	
104	On the Move	780 Lincoln Ave	Napa	CA	94558	501 (c)(3) public charity	Youth Leadership and Employment Program	\$25,000	
105	Parallele Ensemble Corporation	50 Oak Street	San Francisco	CA	94102	501 (c)(3) public charity	Offers San Francisco schools three cultural engagements Hands-on Opera Engage-in Opera and Invitation-to Opera SCENIQ program	\$15,000	
106	Pepperwood Foundation	2130 Pepperwood Preserve Road	Santa Rosa	CA	95404	501 (c)(3) public charity	Artists in Schools & Communities	\$15,000	
107	Performing Arts Workshop	1661 Tennessee Street, 3-O	San Francisco	CA	94107	501 (c)(3) public charity	Bus transportation for underserved school children to visit the museum	\$50,000	
108	Philbrook Museum of Art	2727 Rockford Road	Tulsa	OK	74114	501 (c)(3) public charity	Youth Education Program providing agricultural and environmental education on the San Mateo Coast	\$10,000	
109	Pie Ranch	P O Box 363	Pescadero	CA	94060	501 (c)(3) public charity	General support	\$30,000	X
110	Point Reyes Bird Observatory	3820 Cypress Drive, #11	Petaluma	CA	94954	501 (c)(3) public charity	Conservation Science Internship program	\$10,000	
111	Point Reyes Bird Observatory	3820 Cypress Drive, #11	Petaluma	CA	94954	501 (c)(3) public charity	Hire a half-time employee and provide funds for field trips events and other hidden costs for visiting colleges	\$30,000	
112	San Francisco Achievers	2526 Vallejo Street	San Francisco	CA	94123	501 (c)(3) public charity	San Francisco WritersCorps	\$35,000	
113	San Francisco Arts Commission	25 Van Ness Avenue, Suite 345	San Francisco	CA	94102	501 (c)(3) public charity	Annual Fund	\$20,000	
114	San Francisco Ballet Association	455 Franklin Street	San Francisco	CA	94102	501 (c)(3) public charity	2013-2014 Youth Education Program	\$12,200	
115	San Francisco Botanical Garden	1199 Ninth Avenue	San Francisco	CA	94122	501 (c)(3) public charity	Annual Fund	\$15,000	
116	Society at Strybing Arboretum	44 Gough Street, Suite 204	San Francisco	CA	94109	501 (c)(3) public charity	San Francisco Conservation Corps (SFCC) Vocational Development Programs	\$1,500	
117	San Francisco Classical Voice	241 Fifth Street	San Francisco	CA	94103	501 (c)(3) public charity	General support	\$25,000	
118	San Francisco Conservation Corps	50 Oak Street	San Francisco	CA	94102	501 (c)(3) public charity	Opera in the Park	\$2,000	
119	San Francisco Conservatory of Music		San Francisco						
120	San Francisco Education Fund	2730 Bryant Avenue, Second Floor	San Francisco	CA	94110	501 (c)(3) public charity	College & Career Readiness Program	\$35,000	
121	San Francisco Host Committee	P O Box 420966	San Francisco	CA	94142	501 (c)(3) public charity	General support	\$2,500	
122	San Francisco Opera Association	301 Van Ness Avenue	San Francisco	CA	94102	501 (c)(3) public charity	Opera in the Park	\$50,000	

114	San Francisco Parks Alliance (Kids in Parks)	314 Rutledge Street	San Francisco	CA	94110	501 (c)(3) public charity	Kids in Parks	\$25,000	
115	San Francisco Parks Alliance (Urban Sprouts)	451 Hayes Street, Second Floor	San Francisco	CA	94102	501 (c)(3) public charity	Urban Sprouts, garden and environmental education in schools in low-income San Francisco neighborhoods	\$30,000	
116	San Francisco Performances Inc	500 Sutter Street, Ste 710	San Francisco	CA	94102	501 (c)(3) public charity	In-School Music Education Programs	\$20,000	
117	The Playhouse	588 Sutter Street, # 318	San Francisco	CA	94102	501 (c)(3) public charity	Rising Star Program	\$15,000	
118	San Francisco Police Activities League	350 Amber Drive, #203	San Francisco	CA	94131	501 (c)(3) public charity	Law Enforcement Cadet Program	\$10,000	X 2012
119	San Francisco Symphony	201 Van Ness Avenue	San Francisco	CA	94102	501 (c)(3) public charity	Annual Fund	\$50,000	
120	San Francisco Waldorf School Association	2938 Washington Street	San Francisco	CA	94115	501 (c)(3) public charity	Kitch Scholars program	\$25,000	
121	Save The Bay	1330 Broadway, Suite 1800	Oakland	CA	94612	501 (c)(3) public charity	Restoration Education Program	\$30,000	
122	Save the Children Federation	54 Wilton Road	Westport	CT	06880	501 (c)(3) public charity	Disaster relief Philippines	\$10,000	
123	ScholarMatch	849 Valencia Street	San Francisco	CA	94110	501 (c)(3) public charity	College Success Program	\$20,000	
124	Schools Mentoring And Resource Team	1663 Mission Street, Ste 400	San Francisco	CA	94103	501 (c)(3) public charity	College Access Program	\$25,000	
125	Scripps College	1030 Columbia Avenue	Claremont	CA	91711	501 (c)(3) public charity	QuestBridge Scholars Program	\$10,000	
126	Sing for America Foundation	463 Buena Vista Avenue, East #3	San Francisco	CA	94117	501 (c)(3) public charity	Support the choral music performances in Bay Area communities	\$5,000	
127	Slide Ranch	2025 Shoreline Highway	Muir Beach	CA	94965	501 (c)(3) public charity	School and Community program	\$15,000	
128	Sonoma Ecology Center	P O. Box 1486	Eldridge	CA	95431	501 (c)(3) public charity	K-12 Multicultural Watershed Education Program	\$30,000	X 2012
129	Sonoma International Film Festival	PO Box 1613, 103 East Napa Street	Sonoma	CA	95476	501 (c)(3) public charity	Support Media Arts Center at Sonoma Valley High School	\$15,000	
130	Southern Exposure	3030 20th Street	San Francisco	CA	94110	501 (c)(3) public charity	Artists in Education programs	\$20,000	
131	Spaulding Wooden Boat Center	Foot of Gate Five Road	Sausalito	CA	94965	501 (c)(3) public charity	Capacity Building Grant	\$20,000	
132	Sponsors for Educational Opportunity (SEO)	2030 Harrison Street, 3rd floor	San Francisco	CA	94110	501 (c)(3) public charity	SEO Scholars San Francisco	\$30,000	
133	Stanford University (Hoover Institution)	434 Galvez Mall, Stanford University	Stanford	CA	94305	501 (c)(3) public charity	General support for Hoover Institution	\$10,000	
134	Stephens College	1200 East Broadway	Columbia	MO	65215	501 (c)(3) public charity	Annual Fund	\$1,000	
135	Student Conservation Association Inc	1230 Preservation Park Way	Oakland	CA	94612	501 (c)(3) public charity	Providing vocational development service learning and environmental education to low-income southern San Mateo youth	\$25,000	X 2012
136	That Man May See	10 Koret Way Box 0352	San Francisco	CA	94143	501 (c)(3) public charity	Specialized contact lenses and spectacles for children and babies	\$10,000	
137	TheatreWorks	P O. Box 50458	Palo Alto	CA	94303	501 (c)(3) public charity	Write On! San Mateo playwriting initiative	\$15,000	X 2012
138	Think 360 Arts Complete Education Inc	135 Park Avenue West	Denver	CO	80205	501 (c)(3) public charity	In honor of Jean Hodges	\$750	

[illegible]

GRANTS APPROVED FOR FUTURE PAYMENT

	Recipient Name	Street Address	City	State	ZIP Code	Specific purpose of Grant or Contributions	Amount
1	Eastside College Preparatory School	1041 Myrtle Street	East Palo Alto	CA	94303	Middle and high school serving disadvantaged youth in East Palo Alto	\$100,000
2	Foundation for a College Education	2160 Euclid Ave	East Palo Alto	CA	94303	FCE STEAM, FCE College Bound, and FCE College Success	\$40,000
3	Global Student Embassy	PO Box 544	Sebastopol	CA	95473	Sonoma County Eco-Action Education	\$20,000
4	Jewish Vocational & Career Counseling Services	225 Bush	San Francisco	CA	94104	School Partner Program	\$30,000
5	Juma Ventures	131 Steuart Street, Suite 201	San Francisco	CA	94105	Pathways to Advancement program	\$50,000
6	Larkin Street Youth Services	701 Sutter Street, 2nd Floor	San Francisco	CA	94109	HIRE Up program	\$50,000
7	NatureBridge	28 Geary Street Suite 650	San Francisco	CA	94108	Teen Environmental Education Mentorship	\$35,000
8	On The Move	780 Lincoln Ave	Napa	CA	94558	Youth Leadership and Employment Program	\$25,000
9	Pepperwood Foundation	2130 Pepperwood Preserve Road	Santa Rosa	CA	95404	SCENIQ program	\$15,000
10	Performing Arts Workshop	1661 Tennessee Street, 3rd Floor	San Francisco	CA	94107	Artists in Schools & Communities	\$50,000
11	San Francisco Botanical Garden Society	1199 Ninth Avenue	San Francisco	CA	94122	2013–2014 Youth Education Program	\$15,000
12	San Francisco Day School (Breakthrough San Francisco)	350 Masonic Avenue	San Francisco	CA	94118	Launch of eighth and ninth grade program	\$25,000
13	SEO Scholars San Francisco	2030 Harrison Street, 3rd floor	San Francisco	CA	94110	SEO Scholars San Francisco	\$30,000
14	Tides Center (Out of Site Youth Arts Center)	755 Ocean Avenue	San Francisco	CA	94112	Out of Site Youth Arts Center Year-Round Visual and Performing Arts Programming	\$35,000
15	WildCare	76 Albert Park Lane	San Rafael	CA	94939	Welcome lobby of new facility	\$50,000
16	WildCare	76 Albert Park Lane	San Rafael	CA	94939	Welcome lobby of new facility	\$50,000
17	Young Audiences of Northern California	171 Madison Avenue Suite 200	New York	NY	10016	Arts assemblies, workshops, and artist residencies in Bay Area public schools	\$50,000
18	Youth Speaks, Inc	1663 Mission Street Ste. 604	San Francisco	CA	94103	Writing & Performance Workshop Program	\$25,000
19							\$ 695,000

THE KIMBALL FOUNDATION

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	CHARLES SCHWAB ATHERTON LANE (SEE ATTACHED SCHEDULE)	P		
b	CHARLES SCHWAB ATHERTON LANE CAP GAIN DISTRIBUTION			
c	CHARLES SCHWAB ATHERTON LANE CAP GAIN ADJUSTMENT			
d	NEWPORT ASIA (PER K-1)			
e	SANFORD BERNSTEIN 43298 (SEE ATTACHED SCHEDULE)			
f	SANFORD BERNSTEIN 88795 (SEE ATTACHED SCHEDULE)			
g	NEUBERGER #1 (SEE ATTACHED SCHEDULE)			
h	NEUBERGER #1 CAP GAINS ADJUSTMENT			
i	NEUBERGER #1 CAP GAIN DISTRIBUTIONS			
j	CITIBANK (SEE ATTACHED SCHEDULE)			
k	CITIBANK CAP GAIN DISTRIBUTION			
l	CITIBANK CAP GAIN ADJUSTMENT			
m	DODGE & COX (SEE ATTACHED SCHEDULE)			
n	DODGE & COX CAP GAINS ADJUSTMENT			
o	WFB IMA (SEE ATTACHED SCHEDULE)			

(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 3,248,779.		3,209,665.	39,114.
b 29,569.			29,569.
c 1,193.			1,193.
d 4,026.			4,026.
e 1,639,476.		2,172,766.	-533,290.
f 1,597,053.		2,212,330.	-615,277.
g 1,847,830.		1,656,850.	190,980.
h 231.			231.
i 158.			158.
j 3,548,748.		2,478,888.	1,069,860.
k 866.			866.
l 12,358.			12,358.
m 2,526,395.		1,814,359.	712,036.
n 5,921.			5,921.
o 8,450,115.		7,825,069.	625,046.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			39,114.
b			29,569.
c			1,193.
d			4,026.
e			-533,290.
f			-615,277.
g			190,980.
h			231.
i			158.
j			1,069,860.
k			866.
l			12,358.
m			712,036.
n			5,921.
o			625,046.

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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

THE KIMBALL FOUNDATION

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	WFB IMA CAP GAINS ADJUSTMENT			
b	WFB IMA CAP GAINS DISTRIBUTION			
c	WFB FIXED (SEE ATTACHED SCHEDULE)			
d	WFB FIXED CAP GAINS DISTRIBUTION			
e	WFB FIXED CLASS ACTION			
f	NEUBERGER#2 (SEE ATTACHED SCHEDULE)			
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a		463.	-463.
b	89,345.		89,345.
c	2,890,168.	2,910,509.	-20,341.
d	3,670.		3,670.
e	552.		552.
f	2,553,426.	2,517,505.	35,921.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-463.
b			89,345.
c			-20,341.
d			3,670.
e			552.
f			35,921.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,651,475.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE KIMBALL FOUNDATION	94-3263448
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	1660 BUSH STREET, NO. 300	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	SAN FRANCISCO, CA 94109	

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

0 4

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

DAVID A. GOLDFARB, CPA

- The books are in the care of ☒ 1 POST STREET, SUITE 2650 - SAN FRANCISCO, CA 94104

Telephone No ☒ (415) 397-2858

Fax No ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2014

5 For calendar year 2013, or other tax year beginning , and ending

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension

AUTHORIZED SIGNER IS UNAVAILABLE FOR SIGNATURE

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	28,565.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	20,371.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	8,194.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ☐

Title ☐ PREPARER

Date ☐

Form 8868 (Rev 1-2014)