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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](http://www.irs.gov/form990pf).

For calendar year 2013 or tax year beginning , and ending

Name of foundation <b>LEAR FAMILY FOUNDATION</b>		A Employer identification number <b>95-4661216</b>
Number and street (or P O box number if mail is not delivered to street address) <b>100 NORTH CRESCENT DRIVE</b>	Room/suite <b>120</b>	B Telephone number <b>310-385-4087</b>
City or town, state or province, country, and ZIP or foreign postal code <b>BEVERLY HILLS, CA 90210</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <b>16,770,123.</b> (Part I, column (d) must be on cash basis)	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <b>MODIFIED CASH</b>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	38.	38.		STATEMENT 1
	4 Dividends and interest from securities	348,129.	348,129.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	561,063.			
	b Gross sales price for all assets on line 6a <b>17,571,329.</b>				
	7 Capital gain net income (from Part IV, line 2)		561,063.		
	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	151,991.	13,843.		STATEMENT 3	
12 Total Add lines 1 through 11	1,061,221.	923,073.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages	197,870.	0.		197,870.
	15 Pension plans, employee benefits	5,789.	0.		5,789.
	16a Legal fees <b>STMT 4</b>	905.	0.		905.
	b Accounting fees <b>STMT 5</b>	6,816.	5,112.		1,704.
	c Other professional fees <b>STMT 6</b>	375,634.	96,221.		279,413.
	17 Interest	480.	480.		0.
	18 Taxes <b>STMT 7</b>	32,580.	6,915.		0.
	19 Depreciation and depletion				
	20 Occupancy	108,019.	0.		108,019.
	21 Travel, conferences, and meetings	216.	0.		216.
	22 Printing and publications				
	23 Other expenses <b>STMT 8</b>	101,157.	0.		100,996.
	24 Total operating and administrative expenses Add lines 13 through 23	829,466.	108,728.		694,912.
	25 Contributions, gifts, grants paid	2,033,926.			2,033,926.
26 Total expenses and disbursements Add lines 24 and 25	2,863,392.	108,728.		2,728,838.	
27 Subtract line 26 from line 12	<1,802,171.>				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		814,345.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	4,173.		
	2 Savings and temporary cash investments	986,360.	907,514.	907,514.
	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 <b>STMT 10</b>	15,796,768.	15,645,927.	15,645,927.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other <b>STMT 11</b>	216,682.	216,682.	216,682.
	14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item 1)	17,003,983.	16,770,123.	16,770,123.	
Liabilities	17 Accounts payable and accrued expenses	42,557.	68,800.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ <b>STATEMENT 12</b> )	0.	42,236.	
23 <b>Total liabilities</b> (add lines 17 through 22)	42,557.	111,036.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	16,961,426.	16,659,087.		
30 <b>Total net assets or fund balances</b>	16,961,426.	16,659,087.		
31 <b>Total liabilities and net assets/fund balances</b>	17,003,983.	16,770,123.		

**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	16,961,426.
2 Enter amount from Part I, line 27a	2	<1,802,171.>
3 Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 9</b>	3	1,499,832.
4 Add lines 1, 2, and 3	4	16,659,087.
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	16,659,087.

**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	<b>SEE ATTACHED STATEMENT</b>		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	17,571,329.	17,010,266.	561,063.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			561,063.

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	561,063.
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	2,980,907.	16,951,949.	.175845
2011	8,238,838.	16,208,602.	.508300
2010	2,556,298.	8,877,649.	.287948
2009	2,384,580.	10,194,020.	.233919
2008	4,438,617.	16,835,932.	.263640

2 Total of line 1, column (d)	2	1.469652
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	.293930
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	16,083,584.
5 Multiply line 4 by line 3	5	4,727,448.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,143.
7 Add lines 5 and 6	7	4,735,591.
8 Enter qualifying distributions from Part XII, line 4	8	2,728,838.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	16,287.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	16,287.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	16,287.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	16,120.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	16,120.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	52.
9	<b>Tax due</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	219.
10	<b>Overpayment</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	
11	Enter the amount of line 10 to be: <b>Credited to 2014 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

N/A

**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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.NORMANLEAR.COM	X		
14	The books are in care of ► JULIE DYER Telephone no. ► 310-385-4087 Located at ► 100 N. CRESCENT DR., #120, BEVERLY HILLS, CA ZIP+4 ► 90210			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ► <input type="checkbox"/>	1b	X
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?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53 4945-5(d) N/A

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?  Yes  No  
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

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

**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
NORMAN LEAR 100 N. CRESCENT DR., STE. 120 BEVERLY HILLS, CA 90210	PRESIDENT, DIRECTOR 0.00	0.	0.	0.
JULIE DYER 100 N. CRESCENT DR., STE. 120 BEVERLY HILLS, CA 90210	TREASURER 0.00	0.	0.	0.
LYNN LEAR 100 N. CRESCENT DR., STE. 120 BEVERLY HILLS, CA 90210	DIRECTOR 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
TIFFANY HAYNES - 1125 1/4 LAVETA TERRA, LOS ANGELES, CA 90026	ASSOC. DIRECT 40.00	72,750.	2,250.	0.

Total number of other employees paid over \$50,000 0

**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
NONE		

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
<b>1</b> THE FOUNDATIONS'S SOLE ACTIVITY IS TO MAKE GRANTS FOR CHARITABLE AND EDUCATIONAL PURPOSES.	2,033,926.
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> N/A	
<b>2</b>	
<b>3</b> All other program-related investments. See instructions.	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	<b>0.</b>

**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	15,885,122.
b	Average of monthly cash balances	1b	443,390.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	16,328,512.
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	16,328,512.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	244,928.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,083,584.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	804,179.

**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	804,179.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	16,287.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	16,287.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	787,892.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	787,892.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	787,892.

**Part XII**

**Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,728,838.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,728,838.
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	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	2,728,838.

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				787,892.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2013:				
<b>a</b> From 2008	3,620,518.			
<b>b</b> From 2009	1,879,785.			
<b>c</b> From 2010	2,115,338.			
<b>d</b> From 2011	7,668,132.			
<b>e</b> From 2012	2,149,422.			
<b>f</b> Total of lines 3a through e	17,433,195.			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 2,728,838.				
<b>a</b> Applied to 2012, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2013 distributable amount				787,892.
<b>e</b> Remaining amount distributed out of corpus	1,940,946.			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	19,374,141.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7	3,620,518.			
<b>9</b> Excess distributions carryover to 2014 Subtract lines 7 and 8 from line 6a	15,753,623.			
<b>10</b> Analysis of line 9.				
<b>a</b> Excess from 2009	1,879,785.			
<b>b</b> Excess from 2010	2,115,338.			
<b>c</b> Excess from 2011	7,668,132.			
<b>d</b> Excess from 2012	2,149,422.			
<b>e</b> Excess from 2013	1,940,946.			

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year				(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

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

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

**NORMAN LEAR**

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

**NONE**

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
- b** The form in which applications should be submitted and information and materials they should include:
- c** Any submission deadlines
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
SEE STATEMENT 13 ATTACHED - ADDRESSES AVAILABLE UPON REQUEST -		PUBLIC	CHARITABLE	2,033,926.
<b>Total</b>			▶ <b>3a</b>	2,033,926.
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>			▶ <b>3b</b>	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income from real estate, Net rental income from personal property, Other investment income, Gain or (loss) from sales of assets other than inventory, Net income or (loss) from special events, Gross profit or (loss) from sales of inventory, Other revenue, Subtotal, and Total.

(See worksheet in line 13 instructions to verify calculations.)

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

Table with 2 columns: Line No., Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). Row 1 contains 'N/A'.

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

Table with 3 columns: Question, Yes, No. Contains questions 1a through 1c regarding transfers to noncharitable exempt organizations.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

Sign Here Under penalties of perjury, I declare that I have examined this return including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: [Signature] Date: 11/12/14 Title: PRESIDENT

May the IRS discuss this return with the preparer shown below (see instr.)? [X] Yes [ ] No

Paid Preparer Use Only Print/Type preparer's name: NAZ AFSHAR Preparer's signature: [Signature] Date: 11/6/14 Check [ ] if self-employed PTIN: P00441843 Firm's name: GURSEY | SCHNEIDER LLP Firm's EIN: 95-3309779 Firm's address: 1888 CENTURY PARK EAST, SUITE 900 LOS ANGELES, CA 90067-1735 Phone no.: 310-552-0960

LEAR FAMILY 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 CORE CAPITAL PARTNERS, L.P. - ST FROM K-1	P		
b CORE CAPITAL PARTNERS, L.P. - LT FROM K-1	P		
c NORTHERN TRUST #LFF 01 SEE SCHEDULE	P		
d NORTHERN TRUST #LFF 01 SEE SCHEDULE	P		
e THE NATION COMPANY, L.P. - ST FROM K-1	P		
f THE NATION COMPANY, L.P. - LT FROM K-1	P		
g KINDER MORGAN MGMT	P		
h CAPITAL GROUP - CAPITAL GAIN DISTRIBUTION	P		
i CAPITAL GROUP - CAPITAL GAIN DISTRIBUTION	P		
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		6,262.	<6,262.>
b		45,692.	<45,692.>
c 11,964,877.		12,020,707.	<55,830.>
d 5,561,069.		4,937,605.	623,464.
e 185.			185.
f 796.			796.
g 78.			78.
h 42,851.			42,851.
i 1,473.			1,473.
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			<6,262.>
b			<45,692.>
c			<55,830.>
d			623,464.
e			185.
f			796.
g			78.
h			42,851.
i			1,473.
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	561,063.
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

# 2013 Tax Information Statement

Account Number: 17-02389  
 Recipient's Tax ID Number: 95-4661216  
 Recipient's Name and Address:  
 LEAR FAMILY FOUNDATION  
 MS. JULIA DYER  
 100 N. CRESCENT DRIVE  
 SUITE 120  
 BEVERLY HILLS, CA 90210

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

Corrected  2nd TIN notice

## 2013 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Quantity Sold	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
<b>Short Term Sales</b>											
31417CJJK2	FNMA POOL #AB5665 3.5% 07-01-2042 BEO	01/03/2013	06/28/2012	FNMA	2026	1900	2,136.68	0.00	-110.49	0.00	0.00
31417D2S1	FNMA POOL #AB7084 2.5% 11-01-2027 BEO	01/03/2013	11/15/2012	FNMA	1756	8700	1,844.71	0.00	-87.84	0.00	0.00
01F032617	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES JANUARY	01/07/2013	12/03/2012	FNMA	100000	0000	106,171.88	0.00	-390.62	0.00	0.00
01F022410	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES JANUARY	01/08/2013	12/10/2012	FNMA	50000	0000	52,203.13	0.00	5.85	0.00	0.00
01F030611	FNMA SINGLE FAMILY MTG 3.30 YEARS SETTLES JAN	01/08/2013	12/04/2012	FNMA	110000	0000	115,534.38	0.00	-691.80	0.00	0.00
06051GEO8	BANK AMER CORP 3.875% DUE 03-22-2017	01/09/2013	04/09/2012		35000	0000	34,646.85	0.00	3,332.00	0.00	0.00
01F022410	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES JANUARY	01/10/2013	Various	FNMA	75000	0000	78,257.81	0.00	-32.22	0.00	0.00
01F032419	FNMA SINGLE FAMILY MORTGAGE 3.5% 15 YEARS SETTLES JANUARY	01/11/2013	12/13/2012	FNMA	125000	0000	132,617.19	0.00	-48.83	0.00	0.00
292505104	ENCANA CORP COM NPV	01/11/2013	Various	ECA	300	0000	6,276.27	0.00	-322.64	0.00	0.00

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Recipient's Tax ID Number: 95-4661216

THE NORTHERN TRUST COMPANY  
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CHICAGO, IL 60680

Corrected  2nd TIN notice

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

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
292505104	ENCANA CORP COM NPV			ECA					
500 0000	01/14/2013	01/25/2012		9,761.81	10,110.31	0.00	-348.50	0.00	0.00
292505104	ENCANA CORP COM NPV			ECA					
700 0000	01/15/2013	Various		13,546.68	14,106.03	0.00	-559.35	0.00	0.00
21H030617	GNMA II JUMBOS 3% 30 YEARS SETTLES JANUARY			GNMA					
45000.0000	01/16/2013	12/17/2012		47,529.49	47,668.36	0.00	-138.87	0.00	0.00
21H032613	GNMA II JUMBOS 3.5 30 YEARS SETTLES JAN			GNMA					
150000 0000	01/16/2013	12/17/2012		162,363.28	162,656.25	0.00	-292.97	0.00	0.00
292505104	ENCANA CORP COM NPV			ECA					
300 0000	01/16/2013	Various		5,824.75	5,930.25	0.00	-105.50	0.00	0.00
292505104	ENCANA CORP COM NPV			ECA					
500 0000	01/17/2013	Various		9,732.46	9,876.51	0.00	-144.05	0.00	0.00
292505104	ENCANA CORP COM NPV			ECA					
400.0000	01/18/2013	01/26/2012		7,787.55	7,860.96	0.00	-73.41	0.00	0.00
292505104	ENCANA CORP COM NPV			ECA					
400 0000	01/23/2013	Various		7,752.70	7,700.73	0.00	51.97	0.00	0.00
292505104	ENCANA CORP COM NPV			ECA					
100.0000	01/24/2013	02/01/2012		1,959.43	1,885.13	0.00	74.30	0.00	0.00

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Stocks, Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
70706P104	PENGROWTH ENERGY CORP COM	01/24/2013	01/24/2012	PGH	954.43	2,091.96	0.00	-1,137.53	0.00	0.00
200 0000										
70706P104	PENGROWTH ENERGY CORP COM	01/28/2013	12/20/2012	PGH	457.60	513.18	0.00	-55.58	0.00	0.00
100 0000										
70706P104	PENGROWTH ENERGY CORP COM	01/29/2013	12/20/2012	PGH	6,121.35	7,184.49	0.00	-1,063.14	0.00	0.00
1400 0000										
21H030625	GNMA II JUMBOS 3% 30 YEARS SETTLES FEBRUARY	01/31/2013	01/16/2013	GNMA	46,921.29	47,439.84	0.00	-518.55	0.00	0.00
45000.0000										
693475AL9	PNC FINL SVCS GROUP INC SR NT DUE 11-09-2022 REG	01/31/2013	Various		34,464.85	35,642.54	0.00	-1,177.69	0.00	0.00
35000 0000										
01F032625	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES FEBRUARY	02/04/2013	01/07/2013	FNMA	56,014.38	56,163.44	0.00	-149.06	0.00	0.00
53000 0000										
01F032625	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES FEBRUARY	02/04/2013	01/07/2013	FNMA	49,673.13	49,805.31	0.00	-132.18	0.00	0.00
47000.0000										
31417CJ2	FNMA POOL #AB5665 3 5% 07-01-2042 BEO	02/04/2013	06/28/2012	FNMA	2,899.68	3,057.80	0.00	-158.12	0.00	0.00
2889.6800										
31417D2S1	FNMA POOL #AB7084 2 5% 11-01-2027 BEO	02/04/2013	11/15/2012	FNMA	1,412.71	1,483.35	0.00	-70.64	0.00	0.00
1412 7100										

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Corrected  2nd TIN notice

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Cusip	Description	Stock or Other Symbol	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Bonds, etc.	Stocks	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
01F032427	FNMA SINGLE FAMILY MORTGAGE 3.5% 15 YEARS SETTLES FEBRUARY	FNMA	125000.0000	02/05/2013	01/11/2013	132,358.40		132,500.00	0.00	-141.60	0.00	0.00
21H030625	GNMA II JUMBOS 3% 30 YEARS SETTLES FEBRUARY	GNMA	45000.0000	02/05/2013	02/05/2013	46,905.47		46,905.47	0.00	0.00	0.00	0.00
01F022428	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES FEBRUARY	FNMA	75000.0000	02/06/2013	Various	77,797.85		78,156.25	0.00	-358.40	0.00	0.00
01F022428	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES FEBRUARY	FNMA	50000.0000	02/06/2013	01/10/2013	51,865.23		52,062.50	0.00	-197.27	0.00	0.00
00206RBM3	AT&T INC 1 4% DUE 12-01-2017		15000.0000	02/07/2013	12/06/2012	14,931.30		14,999.25	0.00	-67.95	0.00	0.00
01F030629	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES FEBRUARY	FNMA	110000.0000	02/07/2013	01/08/2013	113,914.45		114,571.88	0.00	-657.43	0.00	0.00
21H032621	GNMA II JUMBOS 3 5 30 YEARS SETTLES FEB	GNMA	150000.0000	02/11/2013	01/16/2013	162,699.22		162,093.75	0.00	-1,394.53	0.00	0.00
36962G6K5	GENERAL ELEC CAP CORP TRANCHE # TR 008741 6 11-20-2017		150000.0000	02/12/2013	11/14/2012	15,017.10		14,980.65	0.00	36.45	0.00	0.00
01F022436	FNMA 2.5 15 YEARS SETTLES MAR	FNMA	50000.0000	02/20/2013	02/06/2013	51,714.84		51,765.63	0.00	-50.79	0.00	0.00

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CHICAGO, IL 60680

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
01F022451	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES MAY 02/20/2013	02/20/2013	02/20/2013	FNMA	51,500.00	0.00	664.06	0.00	0.00
176553G02	CITIZENS PPTY INS CORP FLA 5% 06-01-2021REG	02/20/2013	06/13/2012		33,138.60	0.00	2,331.90	0.00	0.00
01F032633	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES MARCH 02/28/2013	Various		FNMA	105,437.51	0.00	300.77	0.00	0.00
31417D2S1	FNMA POOL #AB7084 2.5% 11-01-2027 BEO	02/28/2013	11/15/2012	FNMA	102,171.90	0.00	-866.64	0.00	0.00
973065700	FNMA POOL #AB5665 3.5% 07-01-2042 BEO	03/04/2013	06/28/2012	FNMA	1,177.32	0.00	-60.88	0.00	0.00
31417CJK2	FNMA POOL #AB7084 2.5% 11-01-2027 BEO	03/04/2013	11/15/2012	FNMA	1,470.50	0.00	-70.02	0.00	0.00
11164400	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS SETTLES MARCH 03/05/2013	02/28/2013		FNMA	106,605.47	0.00	-3.91	0.00	0.00
31417D2S1	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS SETTLES MARCH 03/05/2013	01/31/2013		FNMA	106,171.88	0.00	437.50	0.00	0.00
14004800	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES MARCH 03/06/2013	02/07/2013		FNMA	113,575.00	0.00	-34.38	0.00	0.00

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Account Number: 17-02389  
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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
01F030637	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES MARCH	03/06/2013	03/06/2013	FNMA	113,532.03	0.00	0.00	0.00	0.00
01F022436	FNMA 2.5 15 YEARS SETTLES MAR	03/07/2013	02/06/2013	FNMA	77,648.44	0.00	108.40	0.00	0.00
01F032435	FNMA SINGLE FAMILY MORTGAGE 3.5% 15 YEARS SETTLES MARCH	03/07/2013	02/05/2013	FNMA	132,421.88	0.00	195.32	0.00	0.00
21H032639	GNMA II JUMBOS 3.5% 30 YEARS SETTLES MARCH	03/11/2013	02/11/2013	GNMA	159,451.17	0.00	-908.21	0.00	0.00
893830BB4	TRANSOCEAN INC 6 375% DUE 12-15-2021	03/14/2013	05/11/2012		17,479.95	0.00	-116.55	0.00	0.00
01F022444	FNMA SINGLE FAMILY MORTGAGE 2 5% 15 YEARS SETTLES APRIL	03/19/2013	03/07/2013	FNMA	77,852.05	0.00	250.49	0.00	0.00
CNE1000002R0	CHINA SHENHUA ENERGY CO 'H'	03/25/2013	09/10/2012		3,759.27	0.00	-50.24	0.00	0.00
CNE1000002R0	CHINA SHENHUA ENERGY CO 'H'	03/27/2013	Various		7,495.16	0.00	-120.62	0.00	0.00
CNE1000002R0	CHINA SHENHUA ENERGY CO 'H'	03/28/2013	Various		3,617.30	0.00	-0.78	0.00	0.00

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# 2013 Tax Information Statement

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LEAR FAMILY FOUNDATION  
MS. JULIA DYER  
100 N. CRESCENT DRIVE  
SUITE 120  
BEVERLY HILLS, CA 90210

Account Number: 17-02389  
Recipient's Tax ID Number: 95-4661216

THE NORTHERN TRUST COMPANY  
P O BOX 803878  
CHICAGO, IL 60680

Corrected  2nd TIN notice

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

Cusip	Description	Stock or Other Symbol	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
01F032641	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES APRIL 04/01/2013	FNMA	1000000000	02/28/2013		105,597.66	105,500.00	0.00	97.66	0.00	0.00
01F040644	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS SETTLES APRIL 04/02/2013	FNMA	1000000000	03/05/2013		106,714.84	106,515.63	0.00	199.21	0.00	0.00
31417CJK2	FNMA POOL #AB5665 3.5% 07-01-2042 BEO	FNMA	1647.5100	04/02/2013	06/28/2012	1,647.51	1,737.35	0.00	-89.84	0.00	0.00
31417D2S1	FNMA POOL #AB7084 2.5% 11-01-2027 BEO	FNMA	1416.4900	04/02/2013	11/15/2012	1,416.49	1,487.31	0.00	-70.82	0.00	0.00
01F030645	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES APRIL 04/03/2013	FNMA	1100000000	03/06/2013		113,869.53	113,308.59	0.00	360.94	0.00	0.00
CNE1000002R0	CHINA SHENHUA ENERGY CO 'H'		10000000	04/03/2013	09/06/2012	3,623.73	3,500.25	0.00	123.48	0.00	0.00
01F030645	FNMA SINGLE FAMILY MORTGAGE 3% 30 YEARS SETTLES APRIL 04/04/2013	FNMA	1100000000	04/04/2013		114,013.28	114,013.28	0.00	0.00	0.00	0.00
01F040644	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS SETTLES APRIL 04/05/2013	FNMA	1000000000	03/05/2013		107,101.56	106,507.81	0.00	593.75	0.00	0.00
912810FR4	US TREAS INFL INDEXED BONDS 2.375 DUE 01-15-2025 BEO		500000000	04/05/2013	12/05/2012	83,550.76	84,367.69	0.00	-816.93	0.00	0.00

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CNE1000002R0	CHINA SHENHUA ENERGY CO 'H'		1000 0000	04/05/2013	09/06/2012	3,551.96	3,500.25	0.00	51.71	0.00	0.00
01F032443	FNMA SINGLE FAMILY MORTGAGE 3.5% 15 YEARS SETTLES APRIL	FNMA	125000 0000	04/08/2013	03/07/2013	132,744.14	132,304.69	0.00	439.45	0.00	0.00
21H032647	GNMA II JUMBOS 3.5 30 YEARS SETTLES APR	GNMA	150000 0000	04/09/2013	03/11/2013	162,099.61	159,140.63	0.00	2,958.98	0.00	0.00
20030NBD2	COMCAST CORP NEW 3.125% DUE 07-15-2022		10000 0000	04/11/2013	06/26/2012	10,420.40	9,991.40	0.00	429.00	0.00	0.00
3137EADG1	FHLMC PREASSIGN 00079 1.75 05-30-2019	CMD1	60000.0000	04/11/2013	04/12/2012	61,981.20	59,888.60	0.00	1,992.60	0.00	0.00
026874CU9	AMERN INTL GROUP 4.875% DUE 06-01-2022		10000.0000	04/15/2013	05/21/2012	11,473.90	9,907.70	0.00	1,566.20	0.00	0.00
01F040651	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS SETTLES MAY	FNMA	100000.0000	04/18/2013	04/02/2013	106,953.13	106,593.75	0.00	359.38	0.00	0.00
01F040651	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS SETTLES MAY	FNMA	200000 0000	04/18/2013	Various	213,914.06	213,941.41	0.00	-27.35	0.00	0.00
01F040651	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS SETTLES MAY	FNMA	100000 0000	04/18/2013	04/18/2013	106,953.13	106,953.13	0.00	0.00	0.00	0.00

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01F022451	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES MAY 04/24/2013	FNMA	52,166.99	0.00	2.93	0.00	0.00
50000.0000			52,164.06				
01F022451	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES MAY 05/01/2013	FNMA	78,458.50	0.00	763.19	0.00	0.00
75000.0000			77,695.31				
037833AK6	APPLE INC 2.4% DUE 05-03-2023		35,102.20	0.00	148.75	0.00	0.00
35000.0000			34,953.45				
01F022451	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES MAY 05/02/2013	FNMA	78,433.59	0.00	0.00	0.00	0.00
75000.0000			78,433.59				
31417CJK2	FNMA POOL #AB5665 3.5% 07-01-2042 BEO	FNMA	866.64	0.00	-47.26	0.00	0.00
866.6400			913.90				
31417D2S1	FNMA POOL #AB7084 2.5% 11-01-2027 BEO	FNMA	1,321.92	0.00	-66.10	0.00	0.00
1321.9200			1,388.02				
01F032658	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES MAY 05/06/2013	FNMA	106,171.98	0.00	828.13	0.00	0.00
100000.0000			105,343.75				
172967GS4	CITIGROUP INC 1.75% DUE 05-01-2018		20,010.40	0.00	24.60	0.00	0.00
20000.0000			19,985.80				
172967GS4	CITIGROUP INC 1.75% DUE 05-01-2018		5,004.25	0.00	7.80	0.00	0.00
5000.0000			4,996.45				

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21H032654	GNMA II JUMBOS 3.5 30 YEARS SETTLES MAY	GNMA						
150000 0000	05/15/2013 04/09/2013	160,599.61	161,671.88	0.00	-1,072.27	0.00	0.00	
31418ASV1	FNMA POOL #MA1431 2.5% 05-01-2023 BEO	FNMA						
98155.1300	05/31/2013 04/18/2013	101,575.22	102,955.53	0.00	-1,380.31	0.00	0.00	
21H032662	GNMA II JUMBOS 3.5 30 YEARS SETTLES JUN	GNMA						
150000.0000	06/03/2013 05/15/2013	157,500.00	160,265.63	0.00	-2,765.63	0.00	0.00	
21H032662	GNMA II JUMBOS 3.5 30 YEARS SETTLES JUN	GNMA						
150000 0000	06/04/2013 06/04/2013	156,878.91	156,878.91	0.00	0.00	0.00	0.00	
31417CJK2	FNMA POOL #AB5665 3.5% 07-01-2042 BEO	FNMA						
3801 5400	06/04/2013 06/28/2012	3,801.54	4,008.84	0.00	-207.30	0.00	0.00	
31417D2S1	FNMA POOL #AB7084 2.5% 11-01-2027 BEO	FNMA						
884 2700	06/04/2013 11/15/2012	884.27	928.48	0.00	-44.21	0.00	0.00	
31418ASV1	FNMA POOL #MA1431 2.5% 05-01-2023 BEO	FNMA						
2181.0100	06/04/2013 04/18/2013	2,181.01	2,287.67	0.00	-106.66	0.00	0.00	
06051GET2	BANK OF AMER CORP MTN 2 DUE 01-11-2018	MTN1						
30000.0000	06/05/2013 01/09/2013	29,572.80	29,988.60	0.00	-415.80	0.00	0.00	
01F022469	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES JUNE	FNMA						
120000 0000	06/06/2013 Various	122,629.69	125,160.94	0.00	-2,531.25	0.00	0.00	

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
31418ASV1	FNMA POOL #MA1431 2.5% 05-01-2023 BEO	06/06/2013	04/18/2013	FNMA	126,949.86	128,694.42	0.00	-1,744.56	0.00	0.00
912828TE0	US TREAS NTS TIPS 07-15-2022									
25000 0000	06/06/2013 12/05/2012				26,065.22	27,764.83	0.00	-1,699.61	0.00	0.00
01F022469	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES JUNE	06/07/2013	Various	FNMA	122,193.75	122,506.25	0.00	-312.50	0.00	0.00
120000 0000	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES JUNE	06/07/2013	05/06/2013	FNMA	103,300.78	105,937.50	0.00	-2,636.72	0.00	0.00
01F032666	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES JUNE	06/10/2013	06/06/2013	FNMA	113,523.44	114,056.25	0.00	-532.81	0.00	0.00
110000 0000	FNMA SINGLE FAMILY MORTGAGE 2 5% 15 YEARS SETTLES JUNE	06/13/2013	Various	FNMA	127,617.19	127,293.75	0.00	323.44	0.00	0.00
01F022469	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES JUNE	06/13/2013	06/13/2013	FNMA	127,392.58	127,617.19	0.00	-224.61	0.00	0.00
125000 0000	FNMA SINGLE FAMILY MORTGAGE 3% 15 YEARS SETTLES JUNE	06/13/2013	05/31/2013	FNMA	103,951.56	103,945.31	0.00	-93.75	0.00	0.00
01F030462	FEDERAL NATL MTG ASSN GTD MTG POOL #AL1831 3.5% 05-01-2027 BEO	06/13/2013	05/13/2013	FNMA	131,376.51	132,460.49	0.00	-1,083.98	0.00	0.00
3138EJA99										
124999.5800										

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01F032674	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS	06/19/2013	Various	214,831.64	216,196.88	0.00	-1,365.24	0.00	0.00
912810FS2	US TREAS BDS INDEX LINKED 2.00 DUE 01-15-2026 REG	06/19/2013	06/06/2013	20,584.67	21,422.00	0.00	-837.33	0.00	0.00
912828VB3	UNITED STATES TREAS NTS DTD 05/15/2013 1.75% DUE	05-15-2023 REG	06/19/2013	109,173.63	113,658.86	0.00	-4,485.23	0.00	0.00
115000 0000	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS	06/21/2013	06/21/2013	100,500.00	100,500.00	0.00	0.00	0.00	0.00
01F032674	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS	06/21/2013	06/21/2013	110,584.38	110,584.38	0.00	0.00	0.00	0.00
110000 0000	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS	06/21/2013	06/21/2013	112,070.71	113,391.15	0.00	-1,320.44	0.00	0.00
912828VE7	UNITED STATES TREAS NTS DTD 05/31/2013 1% DUE	05-31-2018 REG	06/24/2013	12,509.78	10,331.00	0.00	2,178.78	0.00	0.00
115000 0000	EATON CORP PLC COM USD0.50	06/24/2013	12/03/2012	4,278.69	4,491.13	0.00	-212.44	0.00	0.00
G29183103	AGILENT TECHNOLOGIES INC	06/27/2013	02/11/2013	789.15	828.61	0.00	-39.46	0.00	0.00
200 0000	FNMA POOL #AB7084 2.5% 11-01-2027 BE0	07/02/2013	11/15/2012						
00846U101									
100 0000									
31417D2S1									
789 1500									

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36179NDR6	GNMALL POOL #MA1012 SER 2043 3.5% DUE 05-20-2043 REG	GNMALL	569.91	0.00	-28.63	0.00	0.00
569 9100	07/02/2013 06/03/2013		598.54				
01F030470	FNMA SINGLE FAMILY MORTGAGE 3% 15 YEARS SETTLES JULY	FNMA	102,960.94	0.00	-710.94	0.00	0.00
100000.0000	07/03/2013 06/13/2013		103,671.88				
GB0007188757	RIO TINTO ORD GBP0.10						
100.0000	07/04/2013 02/12/2013		4,111.43	0.00	-1,639.99	0.00	0.00
01F030470	FNMA SINGLE FAMILY MORTGAGE 3% 15 YEARS SETTLES JULY	FNMA	101,937.50	0.00	0.00	0.00	0.00
100000.0000	07/08/2013 07/08/2013		101,937.50				
01F032476	FNMA SINGLE FAMILY MORTGAGE 3 5% 15 YEARS SETTLES JULY	FNMA	129,995.12	0.00	-1,274.41	0.00	0.00
125000.0000	07/09/2013 06/13/2013		131,269.53				
01F040677	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS SETTLES JULY	FNMA	103,292.97	0.00	-738.28	0.00	0.00
100000.0000	07/09/2013 07/03/2013		104,031.25				
037833AK6	APPLE INC 2.4% DUE 05-03-2023						
10000.0000	07/09/2013 04/30/2013		9,198.50	0.00	-788.20	0.00	0.00
36179NDR6	GNMALL POOL #MA1012 SER 2043 3.5% DUE 05-20-2043 REG	GNMALL	151,100.35	0.00	-5,425.96	0.00	0.00
149039 4100	07/09/2013 06/03/2013		156,526.31				
01F022477	FNMA SINGLE FAMILY MORTGAGE 2 5% 15 YEARS SETTLES JULY	FNMA	123,652.34	0.00	-3,437.50	0.00	0.00
125000.0000	07/10/2013 06/13/2013		127,089.84				

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01F022477	FNMA SINGLE FAMILY MORTGAGE 2.5% 15 YEARS SETTLES JULY 07/10/2013	07/10/2013	07/10/2013	123,696.29	FNMA 123,652.34	0.00	43.95	0.00	0.00
38141GRC0	GOLDMAN SACHS GROUP INC SR NT 2.375 01-22-2018	07/30/2013	01/16/2013	19,781.80	FNMA 19,991.60	0.00	-209.80	0.00	0.00
31417D2S1	FNMA POOL #AB7084 2.5% 11-01-2027 BE0	08/02/2013	11/15/2012	1,279.98	FNMA 1,343.98	0.00	-64.00	0.00	0.00
1279.9800	FNMA SINGLE FAMILY MORTGAGE 3.5% 15 YEARS SETTLES AUGUST 08/06/2013	07/09/2013	07/09/2013	130,908.20	FNMA 129,804.69	0.00	1,103.51	0.00	0.00
01F032484	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES AUGUST 08/07/2013	07/09/2013	07/09/2013	151,166.02	FNMA 150,000.00	0.00	1,166.02	0.00	0.00
125000.0000	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS SETTLES AUGUST 08/07/2013	07/09/2013	07/09/2013	104,066.41	FNMA 103,031.25	0.00	1,035.16	0.00	0.00
01F032682	BERKSHIRE HATHAWAY 8% DUE 02-11-2016	08/08/2013	01/29/2013	30,021.60	FNMA 29,997.30	0.00	24.30	0.00	0.00
150000.0000	TOTAL CAP CDA LTD 2.75% DUE 07-15-2023	08/08/2013	01/10/2013	4,664.25	FNMA 4,950.95	0.00	-326.70	0.00	0.00
01F040685	FNMA SINGLE FAMILY MORTGAGE 2 5% 15 YEARS SETTLES AUGUST 08/09/2013	07/10/2013	07/10/2013	125,083.01	FNMA 123,437.50	0.00	1,645.51	0.00	0.00
100000.0000									

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3137EADR7	FEDERAL HOME LN MTG CORP 1.375 DUE 05-01-2020	08/09/2013	04/03/2013	52,054.26		54,686.50	0.00	-2,632.24	0.00	0.00
01F032690	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES SEPTEMBER	08/15/2013	08/07/2013	149,308.59	FNMA	150,750.00	0.00	-1,441.41	0.00	0.00
3696048D4	GENERAL ELEC CO 2.7 DUE 10-09-2022 REG	08/15/2013	10/01/2012	28,100.40		29,929.50	0.00	-1,829.10	0.00	0.00
14149YAY4	CARDINAL HLTH INC 3.2% DUE 03-15-2023	08/26/2013	Various	23,016.75		25,054.75	0.00	-2,038.00	0.00	0.00
89153VAE9	TOTAL CAP INTL 2.7% DUE 01-25-2023	08/26/2013	09/18/2012	18,358.60		19,957.40	0.00	-1,598.80	0.00	0.00
01F032492	FNMA SINGLE FAMILY MORTGAGE 3.5% 15 YEARS SETTLES SEPTEMBER	08/27/2013	08/06/2013	130,712.89	FNMA	130,507.81	0.00	205.08	0.00	0.00
01F032492	FNMA SINGLE FAMILY MORTGAGE 3.5% 15 YEARS SETTLES SEPTEMBER	08/29/2013	08/29/2013	130,546.88	FNMA	130,546.88	0.00	0.00	0.00	0.00
01F040693	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS SETTLES SEPTEMBER	09/04/2013	08/07/2013	102,722.66	FNMA	103,781.25	0.00	-1,058.59	0.00	0.00
31417D2S1	FNMA POOL #AB7084 2 5% 11-01-2027 BEO	09/04/2013	11/15/2012	1,298.75	FNMA	1,363.69	0.00	-64.94	0.00	0.00

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BEVERLY HILLS, CA 90210

Account Number: 17-02389  
Recipient's Tax ID Number: 95-4661216

THE NORTHERN TRUST COMPANY  
P.O. BOX 803878  
CHICAGO, IL 60680

Corrected  2nd TIN notice

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92344SAP5	VERIZON WIRELESS 5.55% DUE 02-01-2014		15000.0000	09/05/2013	03/06/2013	15,279.30	15,625.50	0.00	-346.20	0.00	0.00
01F042699	FNMA SINGLE FAMILY MORTGAGE 4.5% 30 YEARS SETTLES SEPTEMBER	FNMA	31000.0000	09/06/2013	08/15/2013	32,535.47	32,726.80	0.00	-191.33	0.00	0.00
01F042699	FNMA SINGLE FAMILY MORTGAGE 4.5% 30 YEARS SETTLES SEPTEMBER	FNMA	10000.0000	09/06/2013	08/27/2013	105,015.63	105,812.50	0.00	-796.87	0.00	0.00
03027XAC4	AMERICAN TOWER CORP 3.4 DUE 02-15-2019 USD1000		25000.0000	09/06/2013	08/14/2013	24,319.50	24,977.75	0.00	-658.25	0.00	0.00
01F042699	FNMA SINGLE FAMILY MORTGAGE 4.5% 30 YEARS SETTLES SEPTEMBER	FNMA	24000.0000	09/10/2013	08/15/2013	25,273.13	25,336.87	0.00	-63.74	0.00	0.00
01F022493	FNMA SINGLE FAMILY MTG 2.5 15 YEARS SETTLES SEP	FNMA	125000.0000	09/11/2013	08/09/2013	122,734.38	124,804.69	0.00	-2,070.31	0.00	0.00
01F022493	FNMA SINGLE FAMILY MTG 2.5 15 YEARS SETTLES SEP	FNMA	125000.0000	09/11/2013	09/11/2013	122,875.98	122,734.38	0.00	141.60	0.00	0.00
00206RBR2	AT&T INC .9 DUE 02-12-2016		15000.0000	09/16/2013	02/07/2013	14,890.80	14,990.25	0.00	-99.45	0.00	0.00
01F040688	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS SETTLES NOVEMBER	FNMA	100000.0000	09/18/2013	09/04/2013	103,613.28	102,062.50	0.00	1,550.78	0.00	0.00

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SUITE 120  
BEVERLY HILLS, CA 90210

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172967GW5	CITIGROUP INC 1.7% DUE 07-25-2016		20000.0000	09/19/2013	07/18/2013	20,084.40	19,990.60	0.00	93.80	0.00	0.00
AU000000CCCL2	COCA-COLA AMATIL NPV		723.0000	09/27/2013	Various	8,367.15	10,635.04	0.00	-2,267.89	0.00	0.00
AU000000CCCL2	COCA-COLA AMATIL NPV		828.0000	09/30/2013	Various	9,509.00	12,153.89	0.00	-2,644.89	0.00	0.00
HK0000063609	SWIRE PROPERTIES LTD HKD1		2400.0000	09/30/2013	11/29/2012	6,762.23	8,028.76	0.00	-1,266.53	0.00	0.00
AU000000CCCL2	COCA-COLA AMATIL NPV		407.0000	10/01/2013	12/07/2012	4,653.80	5,969.20	0.00	-1,315.40	0.00	0.00
31417D2S1	FNMA POOL #AB7084 2 5% 11-01-2027 BEO	FNMA	1264.7900	10/02/2013	11/15/2012	1,264.79	1,328.03	0.00	-63.24	0.00	0.00
AU000000CCCL2	COCA-COLA AMATIL NPV		1939.0000	10/02/2013	Various	22,132.24	28,280.89	0.00	-6,148.65	0.00	0.00
HK0000063609	SWIRE PROPERTIES LTD HKD1		4600.0000	10/02/2013	Various	12,965.44	15,217.10	0.00	-2,251.66	0.00	0.00
HK0000063609	SWIRE PROPERTIES LTD HKD1		1600.0000	10/03/2013	11/26/2012	4,497.57	5,250.68	0.00	-753.11	0.00	0.00

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01F0426A6	FNMA SINGLE FAMILY MORTGAGE 4.5% 30 YEARS SETTLES OCTOBER 10/04/2013 Various	FNMA	165,722.85	163,649.22	0.00	2,073.63	0.00	0.00
155000 0000								
01F0426A6	FNMA SINGLE FAMILY MORTGAGE 4 5% 30 YEARS SETTLES OCTOBER 10/04/2013 Various	FNMA	58,824.22	57,593.13	0.00	1,231.09	0.00	0.00
550000 0000								
HK0000063609	SWIRE PROPERTIES LTD HKD1							
1200 0000	10/04/2013 Various		3,353.36	3,922.12	0.00	-568.76	0.00	0.00
HK0000063609	SWIRE PROPERTIES LTD HKD1							
1600 0000	10/07/2013 Various		4,437.02	5,210.98	0.00	-773.96	0.00	0.00
HK0000063609	SWIRE PROPERTIES LTD HKD1							
1400 0000	10/08/2013 11/22/2012		3,873.26	4,552.13	0.00	-678.87	0.00	0.00
06051GEU9	BANK AMER CORP 3.3% DUE 01-11-2023							
15000 0000	10/16/2013 06/05/2013		14,248.50	14,448.42	0.00	-199.92	0.00	0.00
071813BJ7	BAXTER INTL INC 1.85% DUE 06-15-2018							
5000 0000	10/16/2013 06/06/2013		4,989.75	5,020.05	0.00	-30.30	0.00	0.00
14912L5T4	CATERPILLAR FINL SVCS CORP MEDIUM TERM N2.45 DUE 09-06-2018	MTN1						
20000 0000	10/16/2013 09/03/2013		20,372.80	19,990.60	0.00	382.20	0.00	0.00
166764AE0	CHEVRON CORP NEW 1.718% DUE 06-24-2018							
25000 0000	10/16/2013 06/17/2013		24,897.00	25,000.00	0.00	-103.00	0.00	0.00

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6174467U7	MORGAN STANLEY 2.125% DUE 04-25-2018		30000	10/16/2013	04/22/2013	29,434.80	29,978.70	0.00	-543.90	0.00	0.00
71647NAB5	PETROBRAS GLOBAL 3% DUE 01-15-2019		10000	10/16/2013	05/13/2013	9,495.00	9,935.20	0.00	-440.20	0.00	0.00
DE0007164600	SAP AG ORD NPV		117	10/17/2013	05/21/2013	8,585.75	9,333.23	0.00	-747.48	0.00	0.00
01F0406B8	FNMA SINGLE FAMILY MORTGAGE 4% 30 YEARS SETTLES NOVEMBER	FNMA	100000	10/21/2013	10/21/2013	105,007.81	105,007.81	0.00	0.00	0.00	0.00
74340XAV3	PROLOGIS L P 2 75% DUE 02-15-2019		15000	10/22/2013	08/08/2013	15,193.35	14,994.75	0.00	198.60	0.00	0.00
912828VB3	UNITED STATES TREAS NTS DTD 05/15/2013 1.75% DUE 05-15-2023 REG		15000	10/28/2013	08/26/2013	14,054.24	13,676.76	0.00	377.48	0.00	0.00
3137EADR7	FEDERAL HOME LN MTG CORP 1.375 DUE 05-01-2020		60000	10/29/2013	04/03/2013	57,510.58	59,658.00	0.00	-2,147.42	0.00	0.00
912828VE7	UNITED STATES TREAS NTS DTD 05/31/2013 1% DUE 05-31-2018 REG		15000	10/30/2013	06/20/2013	14,914.40	14,804.62	0.00	109.78	0.00	0.00
3138X6M36	FNMA POOL #AU6677 2.5% 09-01-2028 BEO	FNMA	804	11/04/2013	09/11/2013	804.47	789.13	0.00	15.34	0.00	0.00

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31417D2S1	FNMA POOL #AB7084 2.5% 11-01-2027 BEO			FNMA						
1959.7700	11/04/2013	11/15/2012		1,959.77	2,057.76	0.00	0.00	-97.99	0.00	0.00
01F0426B4	FNMA SINGLE FAMILY MORTGAGE 4 5% 30 YEARS SETTLES NOVEMBER			FNMA						
155000.0000	11/05/2013	10/04/2013		165,680.47	165,268.75	0.00	0.00	411.72	0.00	0.00
49456B101	KINDER MORGAN INC DEL COM			KIMI						
1000.0000	11/12/2013	Various		34,572.39	34,664.88	0.00	0.00	-92.49	0.00	0.00
50180JAE5	CMO LB-UBS COML MTG TR 2007-C2 MTG PASSTHRU CTF CL A-1A			CMO1						
8.8000	11/18/2013	10/25/2013		8.80	9.80	0.00	0.00	-1.00	0.00	0.00
912828VB3	UNITED STATES TREAS NTS DTD 05/15/2013 1 75% DUE 05-15-2023 REG									
25000.0000	11/21/2013	08/26/2013		22,843.65	22,807.90	0.00	0.00	35.75	0.00	0.00
26884ABA0	ERP OPER LTD PARTNERSHIP 3 DUE 04-15-2023									
10000.0000	12/02/2013	04/03/2013		9,239.30	9,911.00	0.00	0.00	-671.70	0.00	0.00
3138X6M36	FNMA POOL #AU6677 2.5% 09-01-2028 BEO			FNMA						
772.3000	12/03/2013	09/11/2013		772.30	757.58	0.00	0.00	14.72	0.00	0.00
01F0426C2	FNMA SINGLE FAMILY MTG 4.5 30 YEARS SETTLES DEC			FNMA						
155000.0000	12/05/2013	11/05/2013		164,687.50	165,317.19	0.00	0.00	-629.69	0.00	0.00
01F0426C2	FNMA SINGLE FAMILY MTG 4.5 30 YEARS SETTLES DEC			FNMA						
155000.0000	12/05/2013	12/05/2013		164,760.16	164,760.16	0.00	0.00	0.00	0.00	0.00

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01F042616	FNMA SINGLE FAMILY MORTGAGE 4.5% 30 YEARS SETTLES JANUARY	12/12/2013	12/05/2013	FNMA	164,566.41	164,154.69	0.00	411.72	0.00	0.00
BMG5485F1692	LI & FUNG HKD0 0125									
8000.0000		12/12/2013	09/27/2013		9,972.70	11,778.89	0.00	-1,806.19	0.00	0.00
912828VE7	UNITED STATES TREAS NTS DTD 05/31/2013 1% DUE 05-31-2018 REG									
265000.0000		12/16/2013	Various		260,930.95	261,234.03	0.00	-303.08	0.00	0.00
912828VM9	UNITED STATES TREAS NTS TIPS .375 07-15-2023									
250000.0000		12/16/2013	09/19/2013		24,424.45	24,794.61	0.00	-370.16	0.00	0.00
50180JAE5	CMO LB-UBS COMPL MTG TR 2007-C2 MTG PASSTHRU CTF CL A-1A			CMO1						
10.3300		12/17/2013	10/25/2013		10.33	11.51	0.00	-1.18	0.00	0.00
01F032617	FNMA SINGLE FAMILY MORTGAGE 3.5% 30 YEARS SETTLES JANUARY	12/19/2013	12/19/2013	FNMA	183,612.50	183,843.75	0.00	-231.25	0.00	0.00
185000.0000		12/19/2013								
037411BD6	APACHE CORP 2.625% DUE 01-15-2023									
5000.0000		12/20/2013	08/21/2013		4,656.55	4,454.30	0.00	202.25	0.00	0.00
01F032617	FNMA SINGLE FAMILY MORTGAGE 3 5% 30 YEARS SETTLES JANUARY	12/23/2013	12/23/2013	FNMA	184,638.67	184,638.67	0.00	0.00	0.00	0.00
185000.0000		12/23/2013								
01F042616	FNMA SINGLE FAMILY MORTGAGE 4.5% 30 YEARS SETTLES JANUARY	12/23/2013	12/23/2013	FNMA	164,396.88	164,396.88	0.00	0.00	0.00	0.00
155000.0000		12/23/2013								

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92343E102	VERISIGN INC	VERSN	500 0000	12/26/2013	Various	29,690.49	23,409.85	0.00	6,280.64	0.00	0.00
<b>Total Short Term Sales</b>						<b>11,964,877.33</b>	<b>12,020,707.45</b>	<b>0.00</b>	<b>-55,830.12</b>	<b>0.00</b>	<b>0.00</b>
<b>Long Term Sales</b>											
3138AJZA3	FEDERAL NATL MTG ASSN GTD MTG POOL #A15236 5% 06-01-2041 BE0	FNMA	76 6200	01/03/2013	06/08/2011	76 62	82 64	0.00	-6.02	0.00	0.00
3138ANE55	FEDERAL NATL MTG ASSN GTD MTG POOL #A18229 5% 08-01-2041 BE0	FNMA	58 6100	01/03/2013	08/12/2011	58 61	63 85	0.00	-5.24	0.00	0.00
31396VGT9	FNMA FNR 07-33 HE PAC 5.5PCT. 04-25-37 5.5 04-25-2037	FNMA	2362.7300	01/03/2013	03/27/2007	2,362.73	2,367.99	0.00	-5.26	0.00	0.00
31397FAG7	FHLMC MULTICLASS FEDERAL HOME LN MTG CORP 3272 PA 6 02-15-2037	GOLD1	2204.6900	01/03/2013	02/08/2007	2,204.69	2,247.84	0.00	-43.15	0.00	0.00
31419LXU2	FNMA POOL #AE9690 4% 11-01-2040 BE0	FNMA	910 0600	01/03/2013	12/08/2010	910.06	909.35	0.00	0.71	0.00	0.00
07388LAD2	CMO BEAR STEARNS COMML MTG SECS TR 2006-PWR13 CL A-B 5.53 09-11-2041 REG	CMO1	634.2700	01/11/2013	07/12/2010	634.27	679.86	0.00	-45.59	0.00	0.00
009158106	AIR PRODUCTS & CHEMICALS INC COM	APD	50 0000	01/14/2013	07/14/2011	4,390.96	4,762.49	0.00	-371.53	0.00	0.00

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					Bonds, etc.	Cost or Other Basis			Income	Withheld	
CH0012549785	SONOVA HOLDING AG COMMON STOCK	01/15/2013	07/14/2011		4,646.52	3,711.87	0.00	934.65	0.00	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK	01/15/2013	07/14/2011		4,649.60	3,711.87	0.00	937.73	0.00	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK	01/16/2013	07/14/2011		800.73	649.58	0.00	151.15	0.00	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK	01/16/2013	07/14/2011		1,372.21	1,113.56	0.00	258.65	0.00	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK	01/17/2013	07/14/2011		113.17	92.80	0.00	20.37	0.00	0.00	0.00
43812KAC7	HONDA AUTO 1.34% DUE 03-18-2014			SPCL1							
700 2900		01/18/2013	05/12/2010		700.29	700.20	0.00	0.09	0.00	0.00	0.00
292505104	ENCANA CORP COM NPV			ECA							
300.0000		01/22/2013	01/20/2012		5,777.17	5,258.42	0.00	518.75	0.00	0.00	0.00
670851104	ADR OI S A SPONSORED ADR			OIBRC							
100 0000		01/23/2013	Various		444.90	560.11	0.00	115.21	0.00	0.00	0.00
670851203	ADR OI S A SPONSORED ADR REPSTG PFD										
1400 0000		01/23/2013	Various		5,648.87	6,519.71	0.00	870.84	0.00	0.00	0.00

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					Bonds, etc.	Stocks					
670851203	1600.0000	ADR OI S A SPONSORED ADR REPSTG PFD	01/23/2013	Various	6,455.68		7,353.93	0.00	-898.25	0.00	0.00
670851203	500.0000	ADR OI S A SPONSORED ADR REPSTG PFD	01/24/2013	Various	1,978.45		2,275.34	0.00	-296.89	0.00	0.00
670851203	1000.0000	ADR OI S A SPONSORED ADR REPSTG PFD	01/24/2013	01/05/2012	3,974.91		4,559.82	0.00	-584.91	0.00	0.00
70706P104	700.0000	PENGROWTH ENERGY CORP COM	01/24/2013	01/23/2012	3,340.50	PGH	7,396.37	0.00	-4,055.87	0.00	0.00
70706P104	900.0000	PENGROWTH ENERGY CORP COM	01/25/2013	01/24/2012	4,195.39	PGH	9,413.81	0.00	-5,218.42	0.00	0.00
70706P104	700.0000	PENGROWTH ENERGY CORP COM	01/28/2013	01/24/2012	3,203.21	PGH	7,321.85	0.00	-4,118.64	0.00	0.00
31419LXU2	57101.4100	FNMA POOL #AES690 4% 11-01-2040 BEO	01/31/2013	12/08/2010	62,891.85	FNMA	57,056.80	0.00	5,835.05	0.00	0.00
3138AJZ3	1046.1000	FEDERAL NATL MTG ASSN GTD MTG POOL #A15236 5% 06-01-2041 BEC	02/04/2013	06/08/2011	1,046.10	FNMA	1,128.32	0.00	-82.22	0.00	0.00
3138ANE5	2199.7100	FEDERAL NATL MTG ASSN GTD MTG POOL #A18229 5% 08-01-2041 BEC	02/04/2013	08/12/2011	2,199.71	FNMA	2,396.31	0.00	-196.60	0.00	0.00

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31396VGT9	FNMA FNR 07-33 HE PAC 5.5PCT. 04-25-37 5.5 04-25-2037	FNMA									
2635 4100	02/04/2013 03/27/2007		2,635.41			2,641.28	0.00	-5.87	0.00	0.00	0.00
31397FAG7	FHLMC MULTICLASS FEDERAL HOME LN MTG CORP 3272 PA 6 02-15-2037	GOLD1									
1288 3900	02/04/2013 02/08/2007		1,288.39			1,313.60	0.00	-25.21	0.00	0.00	0.00
31419LXU2	FNMA POOL #AE9690 4% 11-01-2040 BEO	FNMA									
469.7600	02/04/2013 12/08/2010		469.76			469.39	0.00	0.37	0.00	0.00	0.00
912828RC6	US TREAS NTS DTD 00363 2.125 DUE 08-15-2021 REG										
80000.0000	02/04/2013 11/16/2011		82,521.56			80,947.19	0.00	1,574.37	0.00	0.00	0.00
912828QD5	USA TREASURY NTS TIPS DTD 00340 04-15-2016										
25000.0000	02/07/2013 01/06/2012		27,701.45			26,872.17	0.00	829.28	0.00	0.00	0.00
Y33370100	HONG KONG & CHINA GAS HKD0.25										
4000.0000	02/07/2013 07/14/2011		11,105.34			8,326.24	0.00	2,779.10	0.00	0.00	0.00
854502101	STANLEY BLACK & DECKER INC COM	SWK									
100 0000	02/08/2013 Various		7,618.79			7,116.28	0.00	502.51	0.00	0.00	0.00
FR0000121014	LVMH MOET HENNESSY LOUIS VUITTON EUR0.30										
161 0000	02/08/2013 Various		28,186.12			24,309.77	0.00	3,876.35	0.00	0.00	0.00
Y33370100	HONG KONG & CHINA GAS HKD0.25										
5000 0000	02/08/2013 07/14/2011		13,801.25			10,407.80	0.00	3,393.45	0.00	0.00	0.00

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MS. JULIA DYER  
100 N. CRESCENT DRIVE  
SUITE 120  
BEVERLY HILLS, CA 90210

Account Number: 17-02389  
Recipient's Tax ID Number: 95-4661216

THE NORTHERN TRUST COMPANY  
P.O. BOX 803878  
CHICAGO, IL 60680

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07388LAD2	CMO BEAR STEARNS COM MLT MTG SECS TR 2006-PWR13	02/11/2013	07/12/2010	CMO1	576.86	618.32	0.00	-41.46	0.00	0.00
084670AY4	BERKSHIRE HATHAWAY INC DEL SR NT FLTG RATE DUE	02-11-2013 REG	02/04/2010		20,000.00	20,000.00	0.00	0.00	0.00	0.00
426281101	JACK HENRY & ASSOC INC	02/11/2013	07/14/2011	JKHY	8,700.78	6,155.94	0.00	2,544.84	0.00	0.00
571748102	MARSH & MCLENNAN COS INC	02/11/2013	09/02/2011	MMC	3,629.20	2,896.63	0.00	732.57	0.00	0.00
571748102	MARSH & MCLENNAN COS INC	02/11/2013	09/02/2011	MMC	3,639.37	2,896.63	0.00	742.74	0.00	0.00
854502101	STANLEY BLACK & DECKER INC COM	02/11/2013	07/14/2011	SWK	7,603.84	7,095.70	0.00	508.14	0.00	0.00
91324P102	UNITEDHEALTH GROUP INC	02/11/2013	07/14/2011	UNH	2,861.29	2,616.20	0.00	245.09	0.00	0.00
G3922B107	GENPACT LIMITED COM STK USD0.01	02/11/2013	Various	G	5,012.40	5,113.21	0.00	-100.81	0.00	0.00
G3922B107	GENPACT LIMITED COM STK USD0.01	02/11/2013	02/07/2012	G	1,674.34	1,590.11	0.00	84.23	0.00	0.00

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GB0002374006	DIAGEO ORD PLC	02/11/2013	07/14/2011		6,134.35	0.00	2,841.29	0.00	0.00
300 0000				8,975.64					
N63218106	NIELSEN HOLDINGS B V EURO.07	02/11/2013	02/03/2012	NLSN	3,003.61	0.00	238.49	0.00	0.00
100 0000				3,242.10					
JP3551500006	DENSO CORP NPV	02/12/2013	02/09/2012		15,799.11	0.00	3,867.47	0.00	0.00
500 0000				19,666.58					
W41422101	HENNES & MAURITZ SER'B'NPV	02/13/2013	10/27/2011	HMRZF	3,753.15	0.00	282.63	0.00	0.00
111 0000				4,035.78					
BMG7945E1057	SEADRILL LTD USD2	02/14/2013	07/14/2011		8,563.94	0.00	695.72	0.00	0.00
243 0000				9,259.66					
JP3667600005	JGC CORP NPV	02/15/2013	07/14/2011		29,399.77	0.00	-4,214.52	0.00	0.00
1000 0000				25,185.25					
W41422101	HENNES & MAURITZ SER'B'NPV	02/15/2013	10/27/2011	HMRZF	743.87	0.00	51.92	0.00	0.00
22 0000				795.79					
W41422101	HENNES & MAURITZ SER'B'NPV	02/15/2013	10/27/2011	HMRZF	2,502.09	0.00	173.36	0.00	0.00
74 0000				2,675.45					
43812KAC7	HONDA AUTO 1 34% DUE 03-18-2014	02/18/2013	05/12/2010	SPCL1	712.33	0.00	0.09	0.00	0.00
712 4200				712.42					

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NL0000352565	FUGRO NV CVA EURO.05		143.0000	02/25/2013	08/12/2011	6,970.03	7,847.89	0.00	-877.86	0.00	0.00
NL0000352565	FUGRO NV CVA EURO 05		70.0000	02/25/2013	08/12/2011	3,401.75	3,841.63	0.00	-439.88	0.00	0.00
NL0000352565	FUGRO NV CVA EURO.05		91.0000	02/27/2013	08/12/2011	4,299.17	4,994.11	0.00	-694.94	0.00	0.00
NL0000352565	FUGRO NV CVA EURO.05		186.0000	02/27/2013	Various	8,768.75	9,772.07	0.00	-1,003.32	0.00	0.00
09062XAA1	BIOGEN IDEC INC 6% DUJ 03-01-2013		20000.0000	03/01/2013	Various	20,000.00	20,928.70	0.00	-928.70	0.00	0.00
NL0000352565	FUGRO NV CVA EURO.05		14.0000	03/01/2013	09/22/2011	655.53	723.84	0.00	-68.31	0.00	0.00
NL0000352565	FUGRO NV CVA EURO.05		6.0000	03/01/2013	Various	280.79	311.08	0.00	-30.29	0.00	0.00
3138AJA3	FEDERAL NATL MTG ASSN GTD MTG POOL #A15236 5% 06-01-2041 BEC	FNMA	1899.5700	03/04/2013	06/08/2011	1,899.57	2,048.87	0.00	-149.30	0.00	0.00
3138ANE5	FEDERAL NATL MTG ASSN GTD MTG POOL #A18229 5% 08-01-2041 BEC	FNMA	912.3900	03/04/2013	08/12/2011	912.39	993.93	0.00	-81.54	0.00	0.00

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31396VGT9	FNMA FNR 07-33 HE PAC 5 5PCT. 04-25-37 5 04-25-2037			FNMA						
28037400	03/04/2013 03/27/2007				2,803.74	2,809.98	0.00	-6.24	0.00	0.00
31397FAG7	FHLMC MULTICLASS FEDERAL HOME LN MTG CORP			GOLD1						
1964.8100	3272 PA 6 02-15-2037				1,964.81	2,003.26	0.00	-38.45	0.00	0.00
NL0000352565	FUGRO NV CVA EURO.05									
23.0000	03/04/2013 09/22/2011				1,063.69	1,189.16	0.00	-125.47	0.00	0.00
NL0000352565	FUGRO NV CVA EURO.05									
74.0000	03/05/2013 Various				3,477.50	3,756.03	0.00	-288.53	0.00	0.00
92344SAJ9	VERIZON WIRELESS 7.375% DUE 11-15-2013									
15000.0000	03/06/2013 10/26/2010				15,684.00	17,719.65	0.00	-2,035.65	0.00	0.00
254687106	WALT DISNEY CO			DIS						
100.0000	03/08/2013 05/22/2009				5,716.38	2,390.65	0.00	3,325.73	0.00	0.00
87971M103	TELUS CORPORATION COM NPV			TU						
100.0000	03/08/2013 07/14/2011				6,775.79	5,441.04	0.00	1,334.75	0.00	0.00
JP3914400001	MURATA MANUFACTURING CO. NPV									
300.0000	03/08/2013 07/14/2011				20,198.51	19,598.32	0.00	600.19	0.00	0.00
07388LAD2	CMO BEAR STEARNS COMML MTG SECS TR 2006-PWR13			CMO1						
789.5700	CL A-AB 5.53 09-11-2041 REG				789.57	846.32	0.00	-56.75	0.00	0.00
	03/11/2013 07/12/2010									

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87971M103	TELUS CORPORATION COM NPV	TU						
100 0000	03/11/2013 Various		6,751.30	5,441.01	0.00	1,310.29	0.00	0.00
W41422101	HENNES & MAURITZ SER'B NPV	HMRZF						
1070 0000	03/11/2013 Various		39,402.64	35,979.68	0.00	3,422.96	0.00	0.00
87971M103	TELUS CORPORATION COM NPV	TU						
100 0000	03/12/2013 Various		6,759.57	3,890.60	0.00	2,868.97	0.00	0.00
FR0000121014	LVMH MOET HENNESSY LOUIS VUITTON EURO.30							
100 0000	03/14/2013 10/10/2011		17,601.04	14,647.05	0.00	2,953.99	0.00	0.00
001055102	AFLAC INC	AFL						
100 0000	03/15/2013 11/22/2011		5,097.69	4,098.78	0.00	998.91	0.00	0.00
GB0003318416	PREMIER FARNELL ORD GBP0.05							
1200 0000	03/15/2013 07/14/2011		3,982.62	3,668.26	0.00	314.36	0.00	0.00
001055102	AFLAC INC	AFL						
100 0000	03/18/2013 11/22/2011		5,045.49	4,098.78	0.00	946.71	0.00	0.00
001055102	AFLAC INC	AFL						
200 0000	03/18/2013 Various		10,070.78	8,049.48	0.00	2,021.29	0.00	0.00
067901108	BARRICK GOLD CORP	ABX						
450 0000	03/18/2013 Various		13,091.35	22,304.74	0.00	-9,213.39	0.00	0.00

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				Stocks Bonds, etc.	Cost or Other Basis				
43812KAC7	HONDA AUTO 1.34% DUE 03-18-2014			SPCL1					
649 9500	03/18/2013	05/12/2010		649.95	649.87	0.00	0.08	0.00	0.00
001055102	AFLAC INC								
100.0000	03/19/2013	11/23/2011		5,003.12	3,988.41	0.00	1,014.71	0.00	0.00
912828DM9	UNITED STATES TREAS NTS DTD 00084 4% DUE 02-15-2015 REG								
50000.0000	03/20/2013	09/13/2011		53,558.43	56,004.08	0.00	-2,445.65	0.00	0.00
GB0003318416	PREMIER FARNELL ORD GBPO 05								
1100.0000	03/21/2013	07/14/2011		3,763.91	3,362.57	0.00	401.34	0.00	0.00
GB0007188757	RIO TINTO ORD GBPO.10								
400 0000	03/21/2013	07/14/2011		18,935.07	28,486.04	0.00	-9,550.97	0.00	0.00
GB0007188757	RIO TINTO ORD GBPO.10								
100 0000	03/21/2013	07/14/2011		4,757.60	7,121.51	0.00	-2,363.91	0.00	0.00
GB0007188757	RIO TINTO ORD GBPO.10								
100 0000	03/22/2013	07/14/2011		4,729.33	7,121.51	0.00	-2,392.18	0.00	0.00
097023105	BOEING CO								
100.0000	03/25/2013	02/02/2012		8,459.81	7,532.25	0.00	927.56	0.00	0.00
110122108	BRISTOL MYERS SQUIBB CO								
300 0000	03/25/2013	01/10/2012		12,077.72	10,399.72	0.00	1,688.00	0.00	0.00

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156782104	CERNER CORP	03/25/2013	07/14/2011	CERN	27,826.38	18,764.64	0.00	9,061.74	0.00	0.00
300.0000										
20030N101	COMCAST CORP NEW CL A	03/25/2013	07/14/2011	CMCSA	16,575.62	9,850.92	0.00	6,724.70	0.00	0.00
400.0000										
375558103	GILEAD SCIENCES INC	03/25/2013	Various	GILD	54,106.79	29,437.07	0.00	24,669.72	0.00	0.00
1200.0000										
38141G104	GOLDMAN SACHS GROUP INC	03/25/2013	07/14/2011	GS	14,582.67	13,152.28	0.00	1,430.39	0.00	0.00
100.0000										
38259P508	GOOGLE INC CL A	03/25/2013	07/14/2011	GOOG	60,790.63	40,438.50	0.00	20,352.13	0.00	0.00
75.0000										
437076102	HOME DEPOT INC	03/25/2013	09/14/2011	HD	13,921.68	6,701.38	0.00	7,220.30	0.00	0.00
200.0000										
61166W101	MONSANTO CO COM	03/25/2013	07/14/2011	MON	10,007.77	7,491.75	0.00	2,516.02	0.00	0.00
100.0000										
747525103	QUALCOMM INC	03/25/2013	07/14/2011	QCOM	6,554.85	5,586.00	0.00	968.85	0.00	0.00
100.0000										
760759100	REPUBLIC SVCS INC	03/25/2013	07/14/2011	RSG	9,773.78	9,094.86	0.00	678.92	0.00	0.00
300.0000										

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806857108		SCHLUMBERGER LTD ISIN #AN8068571086	SLB						
200.0000	03/25/2013	07/14/2011		14,780.66	17,497.24	0.00	-2,716.58	0.00	0.00
854502101		STANLEY BLACK & DECKER INC COM	SWK						
100.0000	03/25/2013	07/14/2011		8,136.81	7,095.70	0.00	1,041.11	0.00	0.00
87612E106		TARGET CORP	TGT						
100.0000	03/25/2013	07/14/2011		6,868.84	5,082.33	0.00	1,786.51	0.00	0.00
D50348107		LINDE AG NPV							
121.0000	03/25/2013	07/14/2011		22,650.37	21,037.03	0.00	1,613.34	0.00	0.00
G6375K151		NATIONAL GRID ORD GBP0.113953							
1700.0000	03/25/2013	07/14/2011		19,547.95	16,621.65	0.00	2,926.30	0.00	0.00
GB0003318416		PREMIER FARNELL ORD GBP0.05							
1000.0000	03/25/2013	07/14/2011		3,406.92	3,056.89	0.00	350.03	0.00	0.00
GB0005405286		HSBC HLDGS ORD USD0.50(UK REG)							
627.0000	03/25/2013	01/27/2012		6,643.43	5,360.51	0.00	1,282.92	0.00	0.00
H25662158		#REORG/CIE FINANCIE MAND EXCH COMPAGNIE FINANCIERE RICHMONT SA 8A4LH0U 24/09/13							
197.0000	03/25/2013	Various		15,402.89	12,880.52	0.00	2,522.37	0.00	0.00
H57312649		NESTLE SA CHF0 10(REGD)							
131.0000	03/25/2013	07/14/2011		9,483.77	8,187.85	0.00	1,295.92	0.00	0.00

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796050201	SAMSUNG ELECTRONIC GDR-REP 1/2 N/VTG REGS/144A	03/26/2013	07/14/2011	SSNGY	4,936.32	0.00	2,187.18	0.00	0.00
18 0000					7,123.50				
CNE1000001Z5	BANK OF CHINA LTD 'H'CN1	03/26/2013	Various		11,162.31	0.00	714.03	0.00	0.00
26000.0000									
J20454112	HITACHI NPV	03/26/2013	07/14/2011		6,049.55	0.00	-167.75	0.00	0.00
1000.0000									
J32491102	KEYENCE CORP NPV	03/26/2013	07/14/2011		25,444.22	0.00	4,452.28	0.00	0.00
100.0000									
JP3802400006	FANUC CORP NPV	03/26/2013	11/15/2011		16,732.13	0.00	-1,206.30	0.00	0.00
100.0000									
SG1L01001701	DBS GROUP HLDGS NPV	03/26/2013	Various		20,620.99	0.00	4,565.81	0.00	0.00
2000.0000									
GB0003318416	PREMIER FARNELL ORD GRP0.05	03/27/2013	07/14/2011		2,445.51	0.00	267.16	0.00	0.00
800.0000									
3138AJZA3	FEDERAL NATL MTG ASSN GTD MTG POOL #A15236 5% FNMA	06-01-2041 BEO	04/02/2013	06/08/2011	81.40	0.00	-5.93	0.00	0.00
75 4700									
3138ANE55	FEDERAL NATL MTG ASSN GTD MTG POOL #A18229 5% FNMA	08-01-2041 BEO	04/02/2013	08/12/2011	1,751.02	0.00	-143.66	0.00	0.00
1607 3600									

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 Recipient's Name and Address:  
 LEAR FAMILY FOUNDATION  
 MS. JULIA DYER  
 100 N. CRESCENT DRIVE  
 SUITE 120  
 BEVERLY HILLS, CA 90210

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

Corrected  2nd TIN notice

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
31396VGT9	FNMA FNR 07-33 HE PAC 5.5PCT. 04-25-37 5 04-25-2037	04/02/2013	03/27/2007	FNMA	1,807.82	1,811.85	0.00	-4.03	0.00	0.00
18078200										
31397FAG7	FHLMC MULTICLASS FEDERAL HOME LN MTG CORP 3272 PA 6 02-15-2037	04/02/2013	02/08/2007	GOLD1	1,460.98	1,489.57	0.00	-28.59	0.00	0.00
14609800										
AU000000NCM7	NEWCREST MINING LTD NPV	04/02/2013	07/14/2011		8,292.87	16,917.09	0.00	-8,624.22	0.00	0.00
39600000										
GB0003318416	PREMIER FARNELL ORD GBPO.05	04/02/2013	07/14/2011		2,693.72	2,445.51	0.00	248.21	0.00	0.00
80000000										
GB0003318416	PREMIER FARNELL ORD GBPO.05	04/03/2013	07/14/2011		2,641.66	2,445.51	0.00	196.15	0.00	0.00
80000000										
AU000000NCM7	NEWCREST MINING LTD NPV	04/04/2013	07/14/2011		9,839.54	21,488.13	0.00	-11,648.59	0.00	0.00
50300000										
263534CH0	DU PONT E IDE NEMOURS & CO FLTG RT DUE 03-25-2014 REG	04/05/2013	03/22/2011	MTN1	10,041.20	10,000.00	0.00	41.20	0.00	0.00
1000000000										
J75963108	SOFTBANK CORP NPV	04/05/2013	03/30/2012		48,408.17	30,132.90	0.00	18,275.27	0.00	0.00
10000000										
854502101	STANLEY BLACK & DECKER INC COM	04/08/2013	Various	SWK	9,680.25	7,004.77	0.00	2,675.48	0.00	0.00
12500000										

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854502101	STANLEY BLACK & DECKER INC COM	04/08/2013	07/14/2011	SWK	9,680.25	8,859.62	0.00	810.63	0.00	0.00
125 0000										
912828DM9	UNITED STATES TREAS NTS DTD 00084 4%	DUE02-15-2015 REG			16,044.68	16,801.22	0.00	-756.54	0.00	0.00
15000.0000										
AT0000730007	ANDRITZ AG NPV (BR)	04/10/2013	Various		14,720.56	10,060.75	0.00	4,659.81	0.00	0.00
218 0000										
AT0000730007	ANDRITZ AG NPV (BR)	04/10/2013	08/16/2011		5,559.49	3,786.20	0.00	1,773.29	0.00	0.00
82 0000										
07388LAD2	CMO BEAR STEARNS COML MTG SECS TR 2006-PWR13	04/11/2013	07/12/2010	CMO1	583.91	625.88	0.00	-41.97	0.00	0.00
583 9100										
GB0003318416	PREMIER FARNELL ORD GBP0.05	04/11/2013	07/14/2011		2,276.36	2,139.81	0.00	136.55	0.00	0.00
700 0000										
GB0003318416	PREMIER FARNELL ORD GBP0.05	04/17/2013	07/14/2011		627.70	611.38	0.00	16.32	0.00	0.00
200.0000										
43812KAC7	HONDA AUTO 1.34% DUE 03-18-2014	04/18/2013	05/12/2010	SPCL1	668.13	668.05	0.00	0.08	0.00	0.00
668.1300										
912828DM9	UNITED STATES TREAS NTS DTD 00084 4%	DUE02-15-2015 REG			21,367.12	22,357.49	0.00	-990.37	0.00	0.00
20000.0000										

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912828006	UTD STATES TREAS 2 375% DUE 05-31-2018		50000.0000	04/19/2013	08/12/2011	54,138.47	52,855.67	0.00	1,282.80	0.00	0.00
627180AA3	MURRAY STR INVT TR STEP DOWN DUE 03-09-2017		40000.0000	04/22/2013	Various	43,920.40	40,422.40	0.00	3,498.00	0.00	0.00
172967FW6	CITIGROUP INC 4.45% DUE 01-10-2017		25000.0000	04/24/2013	Various	27,671.75	26,013.35	0.00	1,658.40	0.00	0.00
AT0000730007	ANDRITZ AG NPV (BR)		43.0000	04/24/2013	Various	2,744.49	1,972.39	0.00	772.10	0.00	0.00
12513EAG9	CMO CD 2005-CD1 COMMERCIAL MTG TR SERIES2005-C1	CMO1	40000.0000	04/25/2013	07/15/2010	43,746.88	42,939.06	0.00	807.82	0.00	0.00
JP3351100007	SYSMEX CORP NPV		100.0000	04/26/2013	07/14/2011	6,417.93	3,819.57	0.00	2,598.36	0.00	0.00
375558103	GILEAD SCIENCES INC	GILD	600.0000	04/30/2013	Various	30,387.63	14,601.51	0.00	15,786.12	0.00	0.00
JP3351100007	SYSMEX CORP NPV		100.0000	04/30/2013	07/14/2011	6,438.07	3,819.56	0.00	2,618.51	0.00	0.00
459200101	INTL BUSINESS MACHINES CORP	IBM	100.0000	05/01/2013	07/14/2011	20,148.17	17,478.74	0.00	2,669.43	0.00	0.00

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812578102	SEATTLE GENETICS INC COM	05/01/2013	01/26/2012	SGEN	1,888.55	0.00	1,678.00	0.00	0.00
100 0000									
J20454112	HITACHI NPV	05/01/2013	03/30/2012		25,903.07	0.00	-840.98	0.00	0.00
4000 0000									
JP3351100007	SYSMEX CORP NPV	05/01/2013	07/14/2011		3,819.57	0.00	2,551.92	0.00	0.00
100 0000									
3138AJZ3	FEDERAL NATL MTG ASSN GTD MTG POOL #A15236 5%	06-01-2041 BEC		FNMA	3,375.06	0.00	-265.26	0.00	0.00
3375 0600		05/02/2013	06/08/2011						
3138ANE85	FEDERAL NATL MTG ASSN GTD MTG POOL #A18229 5%	08-01-2041 BEC		FNMA	71.44	0.00	-5.86	0.00	0.00
65 5800		05/02/2013	08/12/2011						
31396VGT9	FNMA FNR 07-33 HE PAC 5.5PCT. 04-25-37 5.5 04-25-2037			FNMA	2,434.46	0.00	-5.42	0.00	0.00
2434 4600		05/02/2013	03/27/2007						
31397FAG7	FHLMC MULTICLASS FEDERAL HOME LN MTG CORP	3272 PA 6 02-15-2037		GOLD1	2,192.62	0.00	-42.09	0.00	0.00
2150 5300		05/02/2013	02/08/2007						
812578102	SEATTLE GENETICS INC COM			SGEN	1,871.53	0.00	1,765.83	0.00	0.00
100 0000		05/02/2013	07/15/2011						
J20454112	HITACHI NPV				6,475.77	0.00	-205.84	0.00	0.00
1000 0000		05/02/2013	03/30/2012						

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JP3351100007	SYSMEX CORP NPV									
200.0000	05/02/2013 Various			12,633.64		7,229.16	0.00	5,404.48	0.00	0.00
812578102	SEATTLE GENETICS INC COM			SGEN						
100.0000	05/03/2013 07/15/2011			3,658.12		1,871.53	0.00	1,786.59	0.00	0.00
812578102	SEATTLE GENETICS INC COM			SGEN						
200.0000	05/06/2013 Various			7,285.12		3,683.41	0.00	3,601.71	0.00	0.00
88732J207	TIME WARNER CABLE INC COM			TWC						
25.0000	05/06/2013 06/14/2010			2,406.23		1,368.80	0.00	1,037.43	0.00	0.00
88732J207	TIME WARNER CABLE INC COM			TWC						
175.0000	05/06/2013 Various			16,843.63		13,144.59	0.00	3,699.04	0.00	0.00
812578102	SEATTLE GENETICS INC COM			SGEN						
100.0000	05/07/2013 01/24/2012			3,580.80		1,787.38	0.00	1,793.42	0.00	0.00
88732J207	TIME WARNER CABLE INC COM			TWC						
75.0000	05/07/2013 06/14/2010			7,252.81		4,106.39	0.00	3,146.42	0.00	0.00
J20454112	HITACHI NPV									
5000.0000	05/07/2013 Various			31,804.25		30,673.94	0.00	1,130.31	0.00	0.00
JP3914400001	MURATA MANUFACTURING CO. NPV									
200.0000	05/08/2013 07/14/2011			16,300.71		13,065.55	0.00	3,235.16	0.00	0.00

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07388LAD2	CMO BEAR STEARNS COMIL MTG SECS TR 2006-PWR13			CMO1						
645 8500	CL-A-B 5.53 09-11-2041 REG 05/11/2013 07/12/2010				645.85	692.27	0.00	-46.42	0.00	0.00
636518102	NATIONAL INSTRS CORP			NATI						
100.0000	05/13/2013 06/06/2000				2,847.10	1,705.40	0.00	1,141.70	0.00	0.00
636518102	NATIONAL INSTRS CORP			NATI						
100 0000	05/15/2013 06/06/2000				2,851.90	1,705.39	0.00	1,146.51	0.00	0.00
912828DM9	UNITED STATES TREAS NTS DTD 00084 4% DUE 02-15-2015 REG									
75000 0000	05/16/2013 10/14/2011				79,947.99	83,344.00	0.00	-3,396.01	0.00	0.00
W41422101	HENNES & MAURITZ SER'B'NPV			HMRZF						
382 0000	05/16/2013 Various				13,402.22	11,294.22	0.00	2,108.00	0.00	0.00
W41422101	HENNES & MAURITZ SER'B'NPV			HMRZF						
21.0000	05/16/2013 01/23/2012				736.77	694.87	0.00	41.90	0.00	0.00
W41422101	HENNES & MAURITZ SER'B'NPV			HMRZF						
124 0000	05/16/2013 01/23/2012				4,354.11	4,103.04	0.00	251.07	0.00	0.00
636518102	NATIONAL INSTRS CORP			NATI						
75 0000	05/17/2013 06/06/2000				2,153.79	1,279.05	0.00	874.74	0.00	0.00
43812KAC7	HONDA AUTO 1 34% DUE 03-18-2014			SPCL1						
619.9100	05/18/2013 05/12/2010				619.91	619.83	0.00	0.08	0.00	0.00

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655044105	NOBLE ENERGY INC COM			NBL						
100.0000	05/20/2013 Various			12,252.33		9,957.34	0.00	2,294.99	0.00	0.00
780259206	ROYAL DUTCH SHELL PLC SPONSORED			RDS/A						
100.0000	05/20/2013 01/10/2012			6,793.62		7,428.57	0.00	-634.95	0.00	0.00
655044105	NOBLE ENERGY INC COM			NBL						
25.0000	05/21/2013 07/14/2011			3,057.74		2,275.84	0.00	781.90	0.00	0.00
780259206	ROYAL DUTCH SHELL PLC SPONSORED			RDS/A						
90.0000	05/21/2013 07/14/2011			6,131.16		6,452.73	0.00	-321.57	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK									
58.0000	05/21/2013 07/14/2011			6,148.09		5,382.21	0.00	765.88	0.00	0.00
G3157S106	ENSCO PLC SHS CLASS A COM			ESV						
200.0000	05/21/2013 Various			12,682.70		11,824.07	0.00	858.64	0.00	0.00
J00882126	AJINOMOTO CO INC NPV									
1000.0000	05/21/2013 07/14/2011			14,525.81		12,630.64	0.00	1,895.17	0.00	0.00
AU000000BHP4	BHP BILLITON LTD NPV									
413.0000	05/27/2013 07/14/2011			13,646.34		19,387.29	0.00	-5,740.95	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK									
18.0000	05/28/2013 07/14/2011			1,977.54		1,670.34	0.00	307.20	0.00	0.00

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CH0012549785	SONOVA HOLDING AG COMMON STOCK		52.0000	05/29/2013	07/14/2011	5,619.71	4,825.43	0.00	794.28	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK		48.0000	05/30/2013	07/14/2011	5,232.10	4,454.24	0.00	777.86	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK		7.0000	05/31/2013	07/14/2011	773.34	649.57	0.00	123.77	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK		4.0000	05/31/2013	07/14/2011	441.60	371.19	0.00	70.41	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK		1.0000	05/31/2013	07/14/2011	110.96	92.80	0.00	18.16	0.00	0.00
018490102	ALLERGAN INC	AGN									
100.0000	PROLOGIS L P 7.625% DUE 08-15-2014			06/03/2013	08/11/2009	9,838.17	8,379.14	0.00	1,459.03	0.00	0.00
74340XAC5	FEDERAL NATL MTG ASSN GTD MTG POOL #A15236 5%	FNMA		06/04/2013	06/08/2011	651.95	703.19	0.00	-51.24	0.00	0.00
10000.0000	FEDERAL NATL MTG ASSN GTD MTG POOL #A18229 5%	FNMA		06/04/2013	08/12/2011	54.76	59.65	0.00	-4.89	0.00	0.00

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				Bonds, etc.	Other Basis				
31396VGT9	FNMA FNR 07-33 HE PAC 5.5PCT. 04-25-37 5.5 04-25-2037				FNMA				
1957.1700	06/04/2013 03/27/2007			1,957.17	1,961.53	0.00	-4.36	0.00	0.00
31397FAG7	FHLMC MULTICLASS FEDERAL HOME LN MTG CORP 3272 PA 6 02-15-2037				GOLD1				
1319.8700	06/04/2013 02/08/2007			1,319.87	1,345.70	0.00	-25.83	0.00	0.00
018490102	ALLERGAN INC				AGN				
125.0000	06/06/2013 07/14/2011			12,317.13	10,473.93	0.00	1,843.20	0.00	0.00
GB0008762899	BG GROUP ORD GBP0.10								
400.0000	06/07/2013 07/14/2011			7,236.05	9,156.78	0.00	-1,920.73	0.00	0.00
GB0008762899	BG GROUP ORD GBP0.10								
200.0000	06/10/2013 07/14/2011			3,633.10	4,578.39	0.00	-945.29	0.00	0.00
07388LAD2	CMO BEAR STEARNS COMML MTG SECS TR 2006-PWR13				CMO1				
573.1100	06/11/2013 07/12/2010			573.11	614.30	0.00	-41.19	0.00	0.00
GB0007188757	RIO TINTO ORD GBP0.10								
300.0000	06/11/2013 07/14/2011			12,530.32	21,364.52	0.00	-8,834.20	0.00	0.00
GB0008762899	BG GROUP ORD GBP0.10								
200.0000	06/12/2013 07/14/2011			3,676.60	4,578.39	0.00	-901.79	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK								
4.0000	06/13/2013 07/14/2011			452.81	371.18	0.00	81.63	0.00	0.00

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GB0008762899	BG GROUP ORD GBP0.10		200.0000	06/14/2013	07/14/2011	3,707.99	4,578.39	0.00	-870.40	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK		10.0000	06/17/2013	Various	1,165.50	892.66	0.00	272.84	0.00	0.00
43812KAC7	HONDA AUTO 1.34% DUE 03-18-2014	SPCL1	9.6100	06/18/2013	05/12/2010	9.60	9.61	0.00	-0.01	0.00	0.00
912828KS8	UNITED STATES TREAS NTS DTD 00233 2 625%DUE 02-29-2016 REG		25000.0000	06/18/2013	Various	26,482.34	26,987.97	0.00	-505.63	0.00	0.00
GB0008762899	BG GROUP ORD GBP0.10		100.0000	06/18/2013	07/14/2011	1,871.14	2,289.20	0.00	-418.06	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK		48.0000	06/21/2013	08/03/2011	5,404.71	4,212.10	0.00	1,192.61	0.00	0.00
018490102	ALLERGAN INC	AGN	200.0000	06/24/2013	07/14/2011	17,000.78	16,758.28	0.00	242.50	0.00	0.00
03027X100	AMERICAN TOWER CORP	AMT	200.0000	06/24/2013	07/14/2011	14,173.75	10,643.16	0.00	3,530.59	0.00	0.00
156782104	CERNER CORP	CERN	200.0000	06/24/2013	07/14/2011	18,817.67	12,509.76	0.00	6,307.91	0.00	0.00

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 MS. JULIA DYER  
 100 N. CRESCENT DRIVE  
 SUITE 120  
 BEVERLY HILLS, CA 90210

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

Corrected  2nd TIN notice

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189754104	COACH INC	06/24/2013	07/14/2011	COH	11,135.80	13,246.26	0.00	-2,110.46	0.00	0.00
369604103	GENERAL ELECTRIC CO	06/24/2013	07/14/2011	GE	1,564.79	9,342.10	0.00	2,222.69	0.00	0.00
375558103	GILEAD SCIENCES INC	06/24/2013	06/20/2012	GILD	19,223.66	10,138.72	0.00	9,084.94	0.00	0.00
61166W101	MONSANTO CO COM	06/24/2013	07/14/2011	MON	10,111.82	7,491.75	0.00	2,620.07	0.00	0.00
655044105	NOBLE ENERGY INC COM	06/24/2013	07/14/2011	NBL	11,671.79	9,103.36	0.00	2,568.43	0.00	0.00
670346105	NUCOR CORP	06/24/2013	07/14/2011	NUE	8,687.84	7,986.66	0.00	701.18	0.00	0.00
780259206	ROYAL DUTCH SHELL PLC SPONSORED	06/24/2013	06/12/1996	RDS/A	11,983.09	7,353.00	0.00	4,630.09	0.00	0.00
780259206	ROYAL DUTCH SHELL PLC SPONSORED	06/24/2013	07/14/2011	RDS/A	630.69	716.97	0.00	-86.28	0.00	0.00
812578102	SEATTLE GENETICS INC COM	06/24/2013	Various	SGEN	17,840.56	8,169.26	0.00	9,671.30	0.00	0.00

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886547108	TIFFANY & CO NEW	06/24/2013	07/14/2011	TIF	14,315.75	16,429.42	0.00	-2,113.67	0.00	0.00
200.0000										
907818108	UNION PAC CORP COM	06/24/2013	07/14/2011	UNP	15,003.73	10,211.90	0.00	4,791.83	0.00	0.00
100.0000										
913017109	UNITED TECHNOLOGIES CORP	06/24/2013	07/14/2011	UTX	18,257.68	17,693.50	0.00	564.18	0.00	0.00
200.0000										
AU000000BHP4	BHP BILLITON LTD NPV	06/24/2013	Various		4,239.54	4,497.85	0.00	-258.31	0.00	0.00
144.0000										
AU000000BHP4	BHP BILLITON LTD NPV	06/24/2013	07/14/2011		7,419.19	11,829.54	0.00	-4,410.35	0.00	0.00
252.0000										
F58149133	L'OREAL EURO 20	06/24/2013	07/14/2011		15,576.17	11,604.30	0.00	3,971.87	0.00	0.00
97.0000										
FR0000120073	AIR LIQUIDE(L') EUR5.50	06/24/2013	07/14/2011		10,702.23	11,874.17	0.00	-1,171.94	0.00	0.00
88.0000										
FR0000120693	PERNOD RICARD NPV EUR 1.55	06/24/2013	07/14/2011		15,379.27	13,074.25	0.00	2,305.02	0.00	0.00
137.0000										
FR0000121972	SCHNEIDER ELECTRIC EUR4 00	06/24/2013	Various		10,476.87	11,248.45	0.00	-771.58	0.00	0.00
148.0000										

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G81276100	SIGNET JEWELERS LTD ORD USD0 18			SIG						
300 0000	06/24/2013 Various				19,637.65	12,119.80	0.00	7,517.85	0.00	0.00
GB0005405286	HSBC HLDGS ORD USD0 50(UK REG)									
1745.0000	06/24/2013 01/27/2012				17,861.84	14,918.79	0.00	2,943.05	0.00	0.00
H25662158	#REORG/CIE FINANCIE MAND EXCH COMPAGNIE FINANCIERE RICHEMONT SA 8A4LHOU 24/09/13									
239 0000	06/24/2013 Various				19,984.45	13,688.83	0.00	6,295.62	0.00	0.00
J75963108	SOFTBANK CORP NPV									
500.0000	06/24/2013 06/20/2012				29,334.99	16,495.24	0.00	12,839.75	0.00	0.00
00846U101	AGILENT TECHNOLOGIES INC			A						
100 0000	06/26/2013 03/21/2005				4,260.58	2,147.58	0.00	2,113.00	0.00	0.00
00846U101	AGILENT TECHNOLOGIES INC			A						
200 0000	06/26/2013 02/07/2012				8,521.17	8,934.28	0.00	-413.11	0.00	0.00
00846U101	AGILENT TECHNOLOGIES INC			A						
100 0000	06/27/2013 03/21/2005				4,278.69	2,147.58	0.00	2,131.11	0.00	0.00
AT0000730007	ANDRITZ AG NPV (BR)									
91.0000	06/27/2013 08/18/2011				4,698.04	4,142.90	0.00	555.14	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK									
5 0000	06/27/2013 08/03/2011				531.25	398.60	0.00	132.65	0.00	0.00

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143658300	CARNIVAL CORP PAIRED CTF 1 COM CARNIVAL CORP [QDI]	07/01/2013	Various	CCL	17,323.39	16,225.34	0.00	1,098.05	0.00	0.00
500.0000				ECL						
278865100	ECOLAB INC	07/01/2013	07/14/2011		25,922.36	16,794.57	0.00	9,127.79	0.00	0.00
300.0000				IBN						
45104G104	ADR ICICI BK LTD	07/01/2013	07/14/2011		3,900.24	4,812.11	0.00	-911.87	0.00	0.00
100.0000				JPM						
46625H100	J P MORGAN CHASE & CO	07/01/2013	07/14/2011		10,506.83	8,163.46	0.00	2,343.37	0.00	0.00
200.0000				MON						
61166W101	MONSANTO CO COM	07/01/2013	07/14/2011		9,742.36	7,491.75	0.00	2,250.61	0.00	0.00
100.0000				OIBRC						
670851104	ADR OI S A SPONSORED ADR	07/01/2013	Various		702.22	2,200.40	0.00	-1,498.18	0.00	0.00
400.0000										
670851203	ADR OI S A SPONSORED ADR REPSTG PFD	07/01/2013	Various		649.99	2,253.06	0.00	-1,603.09	0.00	0.00
400.0000										
H5820Q150	NOVARTIS AG CHF0 50 (REGD)	07/01/2013	07/14/2011		19,944.00	17,117.46	0.00	2,826.54	0.00	0.00
280.0000				ECL						
278865100	ECOLAB INC	07/02/2013	11/12/2008		8,621.90	3,050.00	0.00	5,571.90	0.00	0.00
100.0000										

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278865100	ECOLAB INC	07/02/2013	07/14/2011	8,621.90	ECL	5,598.19	0.00	3,023.70	0.00	0.00
100.0000	FEDERAL NATL MTG ASSN GTD MTG POOL #A15236 5%	06-01-2041		68.77	FNMA	74.17	0.00	-5.40	0.00	0.00
3138AJZ3	FEDERAL NATL MTG ASSN GTD MTG POOL #A18229 5%	07/02/2013	06/08/2011	1,305.66	FNMA	1,422.35	0.00	-116.69	0.00	0.00
68.7700	FNMA FNR 07-33 HE PAC 5.5PCT. 04-25-37 5.5 04-25-2037	07/02/2013	08/12/2011	1,524.23	FNMA	1,527.62	0.00	-3.39	0.00	0.00
3138ANE5	FHLMC MULTICLASS FEDERAL HOME LN MTG CORP	07/02/2013	02/08/2007	1,407.55	GOLD1	1,435.10	0.00	-27.55	0.00	0.00
1305.6600	FNMA POOL #AB5665 3.5% 07-01-2042 BEO	07/02/2013	06/28/2012	3,110.59	FNMA	3,280.21	0.00	-169.62	0.00	0.00
31396VGT9	ADR ICICI BK LTD	07/02/2013	07/14/2011	3,904.75	IBN	4,812.11	0.00	-907.36	0.00	0.00
1524.2300	MONSANTO CO COM	07/02/2013	07/14/2011	4,903.88	MON	3,745.87	0.00	1,158.01	0.00	0.00
31397FAG7	ADR OI S A SPONSORED ADR	07/02/2013	Various	413.70	OIBRC	1,313.07	0.00	-899.37	0.00	0.00
1407.5500										
31417CJ2										
3110.5900										
45104G104										
100.0000										
61166W101										
50.0000										
670851104										
251.0000										

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670851203	ADR OI S A SPONSORED ADR REPSTG PFD		1600.0000	07/02/2013	Various	2,513.70		8,129.92	0.00	-5,616.22	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK		1.0000	07/02/2013	08/03/2011	107.32		79.72	0.00	27.60	0.00	0.00
45104G104	ADR ICICI BK LTD	IBN	200.0000	07/03/2013	07/14/2011	7,457.55		9,624.22	0.00	-2,166.67	0.00	0.00
670851203	ADR OI S A SPONSORED ADR REPSTG PFD		900.0000	07/03/2013	Various	1,389.39		4,224.14	0.00	-2,834.75	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK		3.0000	07/03/2013	08/03/2011	318.42		239.16	0.00	79.26	0.00	0.00
670851203	ADR OI S A SPONSORED ADR REPSTG PFD		1000.0000	07/04/2013	Various	1,530.48		4,419.15	0.00	-2,888.67	0.00	0.00
CH0012549785	SONOVA HOLDING AG COMMON STOCK		4.0000	07/04/2013	08/03/2011	429.52		318.87	0.00	110.65	0.00	0.00
GB0007188757	RIO TINTO ORD GBP0.10		25.0000	07/04/2013	03/11/2009	1,027.86		576.40	0.00	451.46	0.00	0.00
GB0007188757	RIO TINTO ORD GBP0.10		100.0000	07/04/2013	07/14/2011	4,111.43		7,121.51	0.00	-3,010.08	0.00	0.00

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670851203	ADR OI S A SPONSORED ADR REPSTG PFD									
1500 0000	07/05/2013 Various				2,305.15	6,477.03	0.00	-4,171.88	0.00	0.00
45104G104	ADR ICICI BK LTD			IBN						
100.0000	07/08/2013 04/22/2010				3,664.59	4,271.70	0.00	-607.11	0.00	0.00
45104G104	ADR ICICI BK LTD			IBN						
300.0000	07/08/2013 Various				10,993.78	14,073.72	0.00	-3,079.93	0.00	0.00
670851203	ADR OI S A SPONSORED ADR REPSTG PFD									
204 0000	07/08/2013 12/28/2011				318.45	880.13	0.00	-561.68	0.00	0.00
262037104	DRIL-QUIP INC			DRQ						
100.0000	07/10/2013 09/01/2011				9,561.35	6,470.99	0.00	3,090.36	0.00	0.00
459200101	INTL BUSINESS MACHINES CORP			IBM						
100 0000	07/10/2013 07/14/2011				19,223.66	17,478.74	0.00	1,744.92	0.00	0.00
D50348107	LINDE AG NPV									
39 0000	07/10/2013 07/14/2011				7,169.16	6,780.53	0.00	388.63	0.00	0.00
07388LAD2	CMO BEAR STEARNS COML MTG SECS TR 2006-PWR13			CMO1						
639 2400	07/11/2013 07/12/2010				639.24	685.19	0.00	-45.95	0.00	0.00
459200101	INTL BUSINESS MACHINES CORP			IBM						
200 0000	07/11/2013 07/14/2011				38,654.18	34,957.48	0.00	3,696.70	0.00	0.00

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262037104	DRIL-QUIP INC	07/12/2013	09/07/2011	DRQ	100.0000	6,406.04	0.00	3,063.60	0.00	0.00
369604103	GENERAL ELECTRIC CO	07/12/2013	08/09/2011	GE	600.0000	9,263.22	0.00	4,898.75	0.00	0.00
459200101	INTL BUSINESS MACHINES CORP	07/12/2013	07/14/2011	IBM	200.0000	38,496.15	0.00	3,538.67	0.00	0.00
GB0008762899	BG GROUP ORD GBP0 10	07/12/2013	07/14/2011		200.0000	4,578.39	0.00	-1,014.75	0.00	0.00
912828BD1	US TREAS INFL INDEXED BONDS 1.875 DUE 07-15-2013	07/15/2013	08/18/2011		65000.0000	84,229.44	0.00	-1,869.24	0.00	0.00
D50348107	LINDE AG NPV	07/15/2013	07/14/2011		19.0000	3,303.34	0.00	335.36	0.00	0.00
912828KS8	UNITED STATES TREAS NTS DTD 00233 2.625%DUE	02-29-2016 REG			240000.0000	258,691.82	0.00	-5,379.02	0.00	0.00
FR0000121972	SCHNEIDER ELECTRIC EUR4 00	07/16/2013	Various		65.0000	4,664.51	0.00	313.03	0.00	0.00
FR0000121972	SCHNEIDER ELECTRIC EUR4 00	07/17/2013	01/20/2012		41.0000	2,545.46	0.00	419.84	0.00	0.00

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CH0008742519	SWISSCOM AG CHF1.00 (REGD)		19.0000	07/18/2013	07/14/2011	8,430.29	8,710.67	0.00	-280.38	0.00	0.00
D50348107	LINDE AG NPV		48.0000	07/18/2013	07/14/2011	9,145.35	8,345.27	0.00	800.08	0.00	0.00
262037104	DRIL-QUIP INC	DRQ	100.0000	07/19/2013	09/02/2011	9,479.66	6,192.21	0.00	3,287.45	0.00	0.00
796050201	SAMSUNG ELECTRONIC GDR-REP 1/2 N/VTG REGS/144A	SSNGY	34.0000	07/19/2013	07/14/2011	12,166.05	9,324.16	0.00	2,841.89	0.00	0.00
CH0008742519	SWISSCOM AG CHF1.00 (REGD)		16.0000	07/19/2013	Various	7,046.04	5,272.79	0.00	1,773.25	0.00	0.00
CH0008742519	SWISSCOM AG CHF1.00 (REGD)		16.0000	07/19/2013	07/14/2011	7,046.05	7,335.31	0.00	-289.26	0.00	0.00
D50348107	LINDE AG NPV		20.0000	07/19/2013	07/14/2011	3,837.43	3,477.20	0.00	360.23	0.00	0.00
796050201	SAMSUNG ELECTRONIC GDR-REP 1/2 N/VTG REGS/144A	SSNGY	33.0000	07/22/2013	07/14/2011	11,797.86	9,049.92	0.00	2,747.94	0.00	0.00
D50348107	LINDE AG NPV		17.0000	07/23/2013	07/14/2011	3,232.25	2,955.61	0.00	276.64	0.00	0.00

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45104G104	ADR ICICI BK LTD	07/24/2013	03/19/2010	IBN	3,468.95	4,084.98	0.00	-616.03	0.00	0.00
45104G104	ADR ICICI BK LTD	07/25/2013	03/15/2010	IBN	3,498.09	4,037.87	0.00	-539.78	0.00	0.00
200.0000		07/25/2013	Various		6,992.98	7,553.31	0.00	-560.33	0.00	0.00
262037104	DRIL-QUIP INC	07/26/2013	09/06/2011	DRQ	9,150.37	6,095.05	0.00	3,055.32	0.00	0.00
45104G104	ADR ICICI BK LTD	07/26/2013	02/23/2010	IBN	3,433.46	3,645.44	0.00	-211.98	0.00	0.00
45104G104	ADR ICICI BK LTD	07/29/2013	01/19/2012	IBN	3,437.45	3,288.83	0.00	148.62	0.00	0.00
D50348107	LINDE AG NPV	07/31/2013	Various		3,646.45	2,995.03	0.00	651.42	0.00	0.00
655044105	NOBLE ENERGY INC COM	08/01/2013	07/14/2011	NBL	6,367.28	4,551.68	0.00	1,815.60	0.00	0.00
D50348107	LINDE AG NPV	08/01/2013	02/04/2011		3,482.10	2,690.64	0.00	791.46	0.00	0.00

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 MS. JULIA DYER  
 100 N. CRESCENT DRIVE  
 SUITE 120  
 BEVERLY HILLS, CA 90210

**Account Number:** 17-02389  
**Recipient's Tax ID Number:** 95-4661216

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

Corrected       2nd TIN notice

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3138AJZ3	FEDERAL NATL MTG ASSN GTD MTG POOL #A15236 5%	06-01-2041 BEO	06/08/2011	FNMA	479.45	517.13	0.00	-37.68	0.00	0.00
479.4500		08/02/2013								
3138ANE5	FEDERAL NATL MTG ASSN GTD MTG POOL #A18229 5%	08-01-2041 BEO	08/12/2011	FNMA	53.85	58.66	0.00	-4.81	0.00	0.00
53.8500		08/02/2013								
31396VGT9	FNMA FNR 07-33 HE PAC 5.5PCT. 04-25-37 5.5 04-25-2037			FNMA	1,805.19	1,809.21	0.00	-4.02	0.00	0.00
1805.1900		08/02/2013	03/27/2007							
31397FAG7	FHLMC MULTICLASS FEDERAL HOME LN MTG CORP	3272 PA 6 02-15-2037		GOLD1	1,268.15	1,292.97	0.00	-24.82	0.00	0.00
1268.1500		08/02/2013	02/08/2007							
31417CJK2	FNMA POOL #AB5665 3 5% 07-01-2042 BEO			FNMA	1,431.61	1,509.68	0.00	-78.07	0.00	0.00
1431.6100		08/02/2013	06/28/2012							
45104G104	ADR ICICI BK LTD			IBN	3,207.59	3,117.22	0.00	90.37	0.00	0.00
100.0000		08/02/2013	01/18/2012							
45104G104	ADR ICICI BK LTD			IBN	9,594.19	9,798.35	0.00	-204.16	0.00	0.00
300.0000		08/02/2013	Various							
45104G104	ADR ICICI BK LTD			IBN	3,204.83	3,117.22	0.00	87.61	0.00	0.00
100.0000		08/05/2013	01/18/2012							
D50348107	LINDE AG NPV				8,808.11	6,855.07	0.00	1,953.04	0.00	0.00
46.0000		08/06/2013	Various							

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067901108	BARRICK GOLD CORP			ABX						
450.0000	08/07/2013 Various				7,095.46	22,037.55	0.00	-14,942.09	0.00	0.00
D50348107	LINDE AG NPV									
27.0000	08/08/2013 02/07/2011				5,116.77	4,004.47	0.00	1,112.30	0.00	0.00
07388LAD2	CMO BEAR STEARNS COMI MTG SECS TR 2006-PWR13			CMO1						
506.0200	CL A-AB 5.53 09-11-2041 REG 08/11/2013 07/12/2010				506.02	542.39	0.00	-36.37	0.00	0.00
278865AJ9	ECOLAB INC 2 375% DUE 12-08-2014									
35000.0000	08/14/2013 12/05/2011				35,714.70	34,979.00	0.00	735.70	0.00	0.00
68389X105	ORACLE CORPORATION			ORCL						
300.0000	08/15/2013 07/14/2011				9,813.03	9,810.00	0.00	3.03	0.00	0.00
68389X105	ORACLE CORPORATION			ORCL						
200.0000	08/15/2013 07/14/2011				6,541.74	6,540.00	0.00	1.74	0.00	0.00
44266RAA5	HOWARD HUGHES MED 3.45% DUE 09-01-2014									
30000.0000	08/16/2013 08/12/2009				30,991.71	29,932.20	0.00	1,059.51	0.00	0.00
143658300	CARNIVAL CORP PAIRED CTF 1 COM CARNIVAL CORP (QDI)			CCL						
300.0000	08/19/2013 Various				10,794.29	9,476.94	0.00	1,317.35	0.00	0.00
143658300	CARNIVAL CORP PAIRED CTF 1 COM CARNIVAL CORP (QDI)			CCL						
200.0000	08/20/2013 01/20/2012				7,213.15	6,285.50	0.00	927.65	0.00	0.00

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143658300	CARNIVAL CORP PAIRED CTF 1 COM CARNIVAL CORP (QDI)	08/20/2013	01/20/2012	CCL	7,211.79	6,285.50	0.00	926.29	0.00	0.00
29379VAA1	ENTERPRISE PRODS 6 3% DUE 09-15-2017	08/21/2013	04/25/2012		23,031.60	23,958.60	0.00	-927.00	0.00	0.00
375558103	GILEAD SCIENCES INC	08/23/2013	Various	GILD	17,881.07	7,653.88	0.00	10,217.19	0.00	0.00
886547108	TIFFANY & CO NEW	08/23/2013	07/14/2011	TIF	8,158.11	8,214.71	0.00	-56.60	0.00	0.00
886547108	TIFFANY & CO NEW	08/23/2013	07/14/2011	TIF	16,310.11	16,429.42	0.00	-119.31	0.00	0.00
886547108	TIFFANY & CO NEW	08/26/2013	07/14/2011	TIF	8,204.46	8,214.71	0.00	-10.25	0.00	0.00
GB0008762899	BG GROUP ORD GBP0.10	08/29/2013	07/14/2011		5,853.64	6,867.58	0.00	-1,013.94	0.00	0.00
GB0008762899	BG GROUP ORD GBP0.10	08/30/2013	01/16/2009		1,903.22	1,307.75	0.00	595.47	0.00	0.00
Y33370100	HONG KONG & CHINA GAS HKD0.25	09/03/2013	07/14/2011		4,739.01	3,784.89	0.00	954.12	0.00	0.00

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3138AJZA3	FEDERAL NATL MTG ASSN GTD MTG POOL #A15236 5% 06-01-2041 BEO 09/04/2013 06/08/2011			69.61	FNMA	75.08	0.00	-5.47	0.00	0.00
3138ANE85	FEDERAL NATL MTG ASSN GTD MTG POOL #A18229 5% 08-01-2041 BEO 09/04/2013 08/12/2011			1,229.81	FNMA	1,339.72	0.00	-109.91	0.00	0.00
31396VGT9	FNMA FNR 07-33 HE PAC 5.5PCT. 04-25-37 5.5 04-25-2037 09/04/2013 03/27/2007			1,937.60	FNMA	1,941.91	0.00	-4.31	0.00	0.00
31397FAG7	FHLMC MULTICLASS FEDERAL HOME LN MTG CORP 3272 PA 6 02-15-2037 09/04/2013 02/08/2007			1,157.77	GOLD1	1,180.43	0.00	-22.66	0.00	0.00
31417CJK2	FNMA POOL #AB5665 3 5% 07-01-2042 BEO 09/04/2013 06/28/2012			873.73	FNMA	921.38	0.00	-47.65	0.00	0.00
Y33370100	HONG KONG & CHINA GAS HKD0 25 09/05/2013 07/14/2011			7,105.26	CMO1	5,677.33	0.00	1,427.93	0.00	0.00
07388LAD2	CMO BEAR STEARNS COML MTG SECS TR 2006-PWR13 CL A-AB 5.53 09-11-2041 REG 09/11/2013 07/12/2010			8,102.66	CMO1	8,685.04	0.00	-582.38	0.00	0.00
Y33370100	HONG KONG & CHINA GAS HKD0 25 09/11/2013 07/14/2011			6,979.49	CMO1	5,677.33	0.00	1,302.16	0.00	0.00
Y33370100	HONG KONG & CHINA GAS HKD0.25 09/12/2013 09/19/2003			1,285.44	CMO1	422.85	0.00	862.59	0.00	0.00

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Y33370100	HONG KONG & CHINA GAS HKD0.25								
2448.5070	09/12/2013	07/14/2011		5,707.08	4,633.66	0.00	1,073.42	0.00	0.00
Y33370100	HONG KONG & CHINA GAS HKD0.25								
414.0000	09/13/2013	09/19/2003		978.77	317.43	0.00	661.34	0.00	0.00
780259206	ROYAL DUTCH SHELL PLC SPONSORED								
100.0000	09/16/2013	06/12/1996		6,523.09	3,870.00	0.00	2,653.09	0.00	0.00
03523TBN7	ANHEUSER BUSCH 1.375% DUE 07-15-2017								
15000.0000	09/17/2013	07/11/2012		14,893.50	14,956.80	0.00	-63.30	0.00	0.00
780259206	ROYAL DUTCH SHELL PLC SPONSORED								
100.0000	09/17/2013	06/12/1996		6,528.75	3,870.00	0.00	2,658.75	0.00	0.00
780259206	ROYAL DUTCH SHELL PLC SPONSORED								
110.0000	09/18/2013	06/12/1996		7,182.58	4,257.00	0.00	2,925.58	0.00	0.00
912828ND8	UNITED STATES TREAS NTS 3.50 DUE 05-15-2020 REG								
45000.0000	09/20/2013	07/21/2011		49,243.18	47,469.73	0.00	1,773.45	0.00	0.00
037833100	APPLE COMPUTER INC								
20.0000	09/25/2013	07/14/2011		9,778.82	7,192.40	0.00	2,586.42	0.00	0.00
110122108	BRISTOL MYERS SQUIBB CO								
400.0000	09/25/2013	01/10/2012		18,679.67	13,852.96	0.00	4,826.71	0.00	0.00

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12189TBB9	BURLINGTN N SANTA FE NT 7 DUE 02-01-2014 BEO	09/25/2013	Various	17,368.05		17,342.35	0.00	25.70	0.00	0.00
12572Q105	CME GROUP INC	09/25/2013	Various	22,172.61	CME	17,671.57	0.00	4,501.04	0.00	0.00
156782104	CERNER CORP	09/25/2013	07/14/2011	9,799.82	CERN	6,254.88	0.00	3,544.94	0.00	0.00
20030N101	COMCAST CORP NEW CL A	09/25/2013	07/14/2011	21,889.61	CMCSA	12,313.65	0.00	9,575.96	0.00	0.00
335934105	1ST QUANTUM MINLS COM NPV	09/25/2013	07/14/2011	9,242.53	FOVLF	11,750.34	0.00	-2,507.81	0.00	0.00
375558103	GILEAD SCIENCES INC	09/25/2013	09/21/2012	37,571.34	GILD	20,299.74	0.00	17,271.60	0.00	0.00
38259P508	GOOGLE INC CL A	09/25/2013	07/14/2011	22,163.11	GOOG	13,479.50	0.00	8,683.61	0.00	0.00
437076102	HOME DEPOT INC	09/25/2013	09/14/2011	15,183.73	HD	6,701.38	0.00	8,482.35	0.00	0.00
46625H100	J P MORGAN CHASE & CO	09/25/2013	07/14/2011	15,077.73	JPM	12,245.19	0.00	2,832.54	0.00	0.00

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581550A07	MCKESSON CORP 3.25% DUE 03-01-2016		5000.0000	09/25/2013	02/28/2011	5,267.35	5,047.15	0.00	220.20	0.00	0.00
594918104	MICROSOFT CORP COM	MSFT	200.0000	09/25/2013	07/14/2011	6,503.88	5,378.72	0.00	1,125.16	0.00	0.00
61166W101	MONSANTO CO COM	MON	100.0000	09/25/2013	08/17/2012	10,522.81	8,800.63	0.00	1,722.18	0.00	0.00
655044105	NOBLE ENERGY INC COM	NBL	200.0000	09/25/2013	07/14/2011	13,453.76	9,103.36	0.00	4,350.40	0.00	0.00
806857108	SCHLUMBERGER LTD ISIN #AN8068571086	SLB	200.0000	09/25/2013	07/14/2011	17,561.69	17,497.24	0.00	64.45	0.00	0.00
886547108	TIFFANY & CO NEW	TIF	200.0000	09/25/2013	07/14/2011	15,799.72	16,429.42	0.00	-629.70	0.00	0.00
88732JAV0	TIME WARNER CABLE 3 5% DUE 02-01-2015		25000.0000	09/25/2013	10/07/2010	25,766.25	26,412.25	0.00	-646.00	0.00	0.00
913017109	UNITED TECHNOLOGIES CORP	UTX	200.0000	09/25/2013	07/14/2011	21,969.61	17,693.50	0.00	4,276.11	0.00	0.00
91324P102	UNITEDHEALTH GROUP INC	UNH	200.0000	09/25/2013	07/14/2011	14,457.74	10,464.80	0.00	3,992.94	0.00	0.00

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92826C839	VISA INC CLASS A SHARES	V	100.0000	09/25/2013	07/14/2011	19,304.66	8,892.71	0.00	10,411.95	0.00	0.00
D0712D163	BAYER AG NPV (REGD)		111.0000	09/25/2013	Various	12,851.32	8,746.50	0.00	4,104.82	0.00	0.00
D12096109	BAYERISCHE MOTOREN WERKE A G COM		100.0000	09/25/2013	07/14/2011	10,877.67	9,917.86	0.00	959.81	0.00	0.00
F12033134	DANONE EURO.25	GPDNF	115.0000	09/25/2013	07/14/2011	8,895.63	8,265.94	0.00	629.69	0.00	0.00
F1009003305	SAMPO PLC SER'A'NPV		391.0000	09/25/2013	Various	16,588.82	11,584.69	0.00	5,004.13	0.00	0.00
FR0000120073	AIR LIQUIDE(L') EUR5.50		123.0000	09/25/2013	07/14/2011	17,107.37	16,596.84	0.00	510.53	0.00	0.00
FR0000120693	PERNOD RICARD NPV EUR 1.55		186.0000	09/25/2013	07/14/2011	23,017.78	17,750.44	0.00	5,267.34	0.00	0.00
FR0000121972	SCHNEIDER ELECTRIC EUR4.00		91.0000	09/25/2013	Various	8,017.33	5,513.37	0.00	2,503.96	0.00	0.00
G1151C101	ACCENTURE PLC SHS CL A NEW	ACN	200.0000	09/25/2013	01/12/2012	15,085.73	10,742.80	0.00	4,342.93	0.00	0.00

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GB0002374006	DIAGEO ORD PLC		900.0000	09/25/2013	07/13/2012	28,691.31	23,337.38	0.00	5,353.93	0.00	0.00
GB0005405286	HSBC HLDGS ORD USD0.50(UK REG)		1611.0000	09/25/2013	01/27/2012	17,726.37	13,773.16	0.00	3,953.21	0.00	0.00
H57312649	NESTLE SA CHFO.10(REGD)		110.0000	09/25/2013	07/14/2011	7,619.66	6,875.30	0.00	744.36	0.00	0.00
H84989104	TE CONNECTIVITY LTD	TEL	500.0000	09/25/2013	07/14/2011	26,159.54	18,095.55	0.00	8,063.99	0.00	0.00
HK0000069689	AIA GROUP LTD USD1.00		4600.0000	09/25/2013	07/14/2011	22,010.11	15,787.67	0.00	6,222.44	0.00	0.00
J75963108	SOFTBANK CORP NPV		300.0000	09/25/2013	Various	20,206.22	9,325.63	0.00	10,880.59	0.00	0.00
JP3637300009	TREND MICRO INC NPV		400.0000	09/25/2013	07/14/2011	15,040.08	12,985.95	0.00	2,054.23	0.00	0.00
JP3802400006	FANUC CORP NPV		100.0000	09/25/2013	11/15/2011	17,046.77	16,732.14	0.00	314.63	0.00	0.00
JP3914400001	MURATA MANUFACTURING CO. NPV		100.0000	09/25/2013	05/06/2010	7,551.22	5,655.43	0.00	1,895.79	0.00	0.00

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JP3914400001	MURATA MANUFACTURING CO NPV	09/25/2013	07/14/2011		15,102.43		13,065.54	0.00	2,036.89	0.00	0.00
NL0000400653	GEMALTO EUR1	09/25/2013	Various		17,680.13		12,418.85	0.00	5,261.28	0.00	0.00
NL0010273215	ASML HOLDING NV EURO 09 (POST SPLIT)	09/25/2013	01/20/2012		7,779.82		3,370.98	0.00	4,408.84	0.00	0.00
111320107	BROADCOM CORP CL A	09/26/2013	07/14/2011	BRCM	23,778.84		30,334.77	0.00	-6,555.93	0.00	0.00
15135U109	CENOVUS ENERGY INC COM NPV	09/26/2013	07/14/2011	CVE	9,055.67		11,475.30	0.00	-2,419.63	0.00	0.00
300.0000	CENOVUS ENERGY INC COM NPV	09/26/2013	07/14/2011	CVE	57,353.87		72,632.95	0.00	-15,279.08	0.00	0.00
15135U109	CENOVUS ENERGY INC COM NPV	09/27/2013	Various	BRCM	33,457.77		43,544.47	0.00	-10,086.70	0.00	0.00
100.0000	CENOVUS ENERGY INC COM NPV	09/27/2013	06/07/2010	CVE	3,007.33		2,632.71	0.00	374.62	0.00	0.00
15135U109	CENOVUS ENERGY INC COM NPV	09/27/2013	07/14/2011	CVE	6,014.65		7,650.20	0.00	-1,635.55	0.00	0.00

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 LEAR FAMILY FOUNDATION  
 MS. JULIA DYER  
 100 N. CRESCENT DRIVE  
 SUITE 120  
 BEVERLY HILLS, CA 90210

**Account Number:** 17-02389  
**Recipient's Tax ID Number:** 95-4661216

THE NORTHERN TRUST COMPANY  
 P.O. BOX 803878  
 CHICAGO, IL 60680

Corrected       2nd TIN notice

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

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
254687AW6	DISNEY WALT CO 4.5% DUE 12-15-2013								
20000 0000		10/01/2013	09/20/2010		22,159.00	0.00	-1,995.40	0.00	0.00
3138AJZA3	FEDERAL NATL MTG ASSN GTD MTG POOL #A15236 5%			FNMA					
1146.9600	06-01-2041 BEC	10/02/2013	06/08/2011		1,237.10	0.00	-90.14	0.00	0.00
3138ANEBS	FEDERAL NATL MTG ASSN GTD MTG POOL #A18229 5%			FNMA					
63 3300	08-01-2041 BEC	10/02/2013	08/12/2011		68.99	0.00	-5.66	0.00	0.00
31396VGT9	FNMA FNR 07-33 HE PAC 5.5PCT 04-25-37 5 5 04-25-2037			FNMA					
1614 8100		10/02/2013	03/27/2007		1,618.41	0.00	-3.60	0.00	0.00
31397FAG7	FHLMC MULTICLASS FEDERAL HOME LN MTG CORP			GOLD1					
1006.8600	3272 PA 6 02-15-2037	10/02/2013	02/08/2007		1,026.56	0.00	-19.70	0.00	0.00
31417CJK2	FNMA POOL #AB5665 3 5% 07-01-2042 BEC			FNMA					
859.6300		10/02/2013	06/28/2012		906.51	0.00	-46.88	0.00	0.00
07388LAD2	CMO BEAR STEARNS COML MTG SECS TR 2006-PWR13			CMO1					
551.2200	CL A-AB 5.53 09-11-2041 REG	10/11/2013	07/12/2010		590.84	0.00	-39.62	0.00	0.00
032511BH9	ANADARKO PETE CORP 6 375% DUE 09-15-2017								
10000 0000		10/16/2013	Various		11,084.00	0.00	582.50	0.00	0.00
760759100	REPUBLIC SVCS INC			RSG					
200.0000		10/16/2013	12/28/2010		6,031.42	0.00	580.04	0.00	0.00

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760759100	REPUBLIC SVCS INC	RSG	500.0000	10/16/2013	Various	16,528.65	14,371.68	0.00	2,156.97	0.00	0.00
760759100	REPUBLIC SVCS INC	RSG	100.0000	10/17/2013	01/11/2012	3,309.73	2,724.53	0.00	585.20	0.00	0.00
DE0007164600	SAP AG ORD NPV		267.0000	10/17/2013	07/14/2011	19,593.13	15,522.14	0.00	4,070.99	0.00	0.00
G74079107	RECKITT BENCK GRP ORD GBPO.10		100.0000	10/17/2013	12/27/2001	7,004.49	1,481.74	0.00	5,522.75	0.00	0.00
GB0005405286	HSBC HLDGS ORD USD0.50(UK REG)		295.0000	10/17/2013	Various	3,217.92	2,497.12	0.00	720.80	0.00	0.00
GB0005405286	HSBC HLDGS ORD USD0.50(UK REG)		1864.0000	10/17/2013	01/27/2012	20,392.79	15,936.18	0.00	4,456.61	0.00	0.00
GB0005405286	HSBC HLDGS ORD USD0.50(UK REG)		8.0000	10/18/2013	10/24/2011	87.42	67.52	0.00	19.90	0.00	0.00
124765108	CAE INC COM NPV	CAE	500.0000	10/21/2013	Various	5,421.34	6,557.38	0.00	-1,136.04	0.00	0.00
254687106	WALT DISNEY CO	DIS	200.0000	10/21/2013	02/26/2009	13,468.46	3,420.04	0.00	10,048.42	0.00	0.00

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291011104	EMERSON ELECTRIC CO	EMR	100.0000	10/21/2013	07/14/2011	6,571.21	5,611.44	0.00	959.77	0.00	0.00
482480100	KLA-TENCOR CORP	KLAC	200.0000	10/21/2013	Various	12,855.96	7,078.73	0.00	5,777.21	0.00	0.00
124765108	CAE INC COM NPV	CAE	124765108	10/22/2013	Various	7,589.92	9,108.78	0.00	-1,518.86	0.00	0.00
300.0000	EMERSON ELECTRIC CO	EMR	300.0000	10/22/2013	07/18/2011	3,251.76	3,916.72	0.00	-664.96	0.00	0.00
124765108	KLA-TENCOR CORP	KLAC	124765108	10/22/2013	08/23/2011	6,479.24	3,531.96	0.00	2,947.28	0.00	0.00
600.0000	CAE INC COM NPV	CAE	600.0000	10/23/2013	07/14/2011	6,577.24	7,788.10	0.00	-1,210.86	0.00	0.00
124765108	CAE INC COM NPV	CAE	124765108	10/23/2013	Various	10,849.07	10,481.05	0.00	368.02	0.00	0.00
900.0000	CAE INC COM NPV	CAE	900.0000	10/24/2013	Various	9,893.10	8,865.49	0.00	1,027.61	0.00	0.00

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124765108	CAE INC COM NPV			CAE					
600.0000	10/24/2013 Various			6,610.68	5,874.29	0.00	736.39	0.00	0.00
3138AJZ3	FEDERAL NATL MTG ASSN GTD MTG POOL #A15236 5%			FNMA					
75.0200	06-01-2041 BEO 11/04/2013 06/08/2011			75.02	80.92	0.00	-5.90	0.00	0.00
3138ANE5	FEDERAL NATL MTG ASSN GTD MTG POOL #A18229 5%			FNMA					
53.1900	08-01-2041 BEO 11/04/2013 08/12/2011			53.19	57.94	0.00	-4.75	0.00	0.00
31396VGT9	FNMA FNR 07-33 HE PAC 5.5PCT. 04-25-37 5 5 04-25-2037			FNMA					
1148.3200	11/04/2013 03/27/2007			1,148.32	1,150.88	0.00	-2.56	0.00	0.00
31397FAG7	FHLMC MULTICLASS FEDERAL HOME LN MTG CORP			GOLD1					
1365.0000	3272 PA 6 02-15-2037 11/04/2013 02/08/2007			1,365.00	1,391.71	0.00	-26.71	0.00	0.00
31417CJK2	FNMA POOL #AB5665 3.5% 07-01-2042 BEO			FNMA					
1182.7800	11/04/2013 06/28/2012			1,182.78	1,247.28	0.00	-64.50	0.00	0.00
07388LAD2	CMO BEAR STEARNS COML MTG SECS TR 2006-PWR13			CMO1					
426.7400	CL A-AB 5 53 09-11-2041 REG 11/11/2013 07/12/2010			426.74	457.41	0.00	-30.67	0.00	0.00
49446QBD2	KIMCO RLT CORP MEDIUM TERM NTS BOOK ENTRY TR			MTN1					
40000.0000	#00028 5.584% DUE 11-23-2015 11/12/2013 Various			43,597.60	44,145.55	0.00	-547.95	0.00	0.00
87875UAJ1	TECO FIN INC 4% DUE 03-15-2016								
5000.0000	11/12/2013 Various			5,318.75	5,148.48	0.00	170.27	0.00	0.00

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CHICAGO, IL 60680

Corrected  2nd TIN notice

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Stocks or Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
9297664Q3	CMO WACHOVIA BK COML MTG TR SER 2005-C20CL A-7	11/18/2013	10/19/2010	CMO1	1,699.68	1,888.24	0.00	-188.56	0.00	0.00
1699 6800	COCA COLA CO NT 3 625 DUE 03-15-2014 REG	12/02/2013	03/03/2009		20,184.40	19,909.00	0.00	275.40	0.00	0.00
3138AJZA3	FEDERAL NATL MTG ASSN GTD MTG POOL #A15236 5%	06-01-2041 BEC		FNMA	68.58	73.97	0.00	-5.39	0.00	0.00
68-5800	FEDERAL NATL MTG ASSN GTD MTG POOL #A18229 5%	08-01-2041 BEC		FNMA	52.84	57.56	0.00	-4.72	0.00	0.00
3138ANEBS	FNMA FNR 07-33 HE PAC 5.5PCT. 04-25-37 5.5 04-25-2037	12/03/2013	08/12/2011	FNMA	1,841.13	1,845.23	0.00	-4.10	0.00	0.00
52-8400	FHLMC MULTICLASS FEDERAL HOME LN MTG CORP	12/03/2013	02/08/2007	GOLD1	908.23	926.00	0.00	-17.77	0.00	0.00
31396VGT9	FNMA POOL #AB5665 3.5% 07-01-2042 BEC	12/03/2013	06/28/2012	FNMA	1,214.56	1,280.79	0.00	-66.23	0.00	0.00
1841 1300	FNMA POOL #AB7084 2 5% 11-01-2027 BEC	12/03/2013	11/15/2012	FNMA	803.31	843.48	0.00	-40.17	0.00	0.00
31397FAG7	GENTING SINGAPORE PLC USD0.10	12/04/2013	04/13/2012		9,555.78	10,909.77	0.00	-1,353.99	0.00	0.00
908 2300										
31417CJ2										
1214 5600										
31417D2S1										
803 3100										
GB0043620292										
8000 0000										

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Corrected  2nd TIN notice

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
05567L308	BNP PARIBAS TRANCHE # TR 00807 VAR RT DUE	12-20-2014		MTN1						
20000.0000		12/05/2013	02/23/2012		20,537.20	19,976.58	0.00	560.62	0.00	0.00
07388LAD2	CMO BEAR STEARNS COM1 MTG SECS TR 2006-PWR13	12/11/2013	07/12/2010	CMO1						
539.7000					539.70	578.49	0.00	-38.79	0.00	0.00
50075NBA1	MONDELEZ INTERNATIONAL INC 5.375 DUE 02-10-2020	12/11/2013	09/04/2012		17,213.40	18,027.15	0.00	-813.75	0.00	0.00
15000.0000										
652482BG4	NEWS AMER INC 5.3 DUE 12-15-2014	12/11/2013	10/07/2010		20,931.80	22,801.00	0.00	-1,869.20	0.00	0.00
20000.0000										
61945C103	MOSAIC CO/THE	12/12/2013	Various	MOS	13,202.35	16,269.42	0.00	-3,067.07	0.00	0.00
300.0000										
636274AC6	NATIONAL GRIP GROUP PLC 6.3 01 AUG 2016	12/12/2013	07/19/2006		39,508.35	34,924.75	0.00	4,583.60	0.00	0.00
35000.0000										
61945C103	MOSAIC CO/THE	12/13/2013	Various	MOS	13,187.20	16,192.56	0.00	-3,005.36	0.00	0.00
300.0000										
008117AP8	AETNA INC 2.75% DUE 11-15-2022	12/16/2013	11/02/2012		9,276.70	9,830.90	0.00	-554.20	0.00	0.00
10000.0000										
912828ND8	UNITED STATES TREAS NTS 3.50 DUE 05-15-2020 REG	12/16/2013	07/21/2011		105,964.44	105,488.28	0.00	3,476.16	0.00	0.00
100000.0000										

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Cusip	Description	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
008117AP8	AETNA INC 2.75% DUE 11-15-2022							
5000.0000	12/17/2013 11/02/2012		4,652.85	4,915.45	0.00	-262.60	0.00	0.00
9297664Q3	CMO WACHOVIA BK COML MTG TR SER 2005-C20CL A-7 DUE 07-15-2042 BEC	CMO1						
77.2000	12/17/2013 10/19/2010		77.20	85.76	0.00	-8.56	0.00	0.00
008117AP8	AETNA INC 2.75% DUE 11-15-2022							
10000.0000	12/18/2013 11/02/2012		9,299.10	9,830.90	0.00	-531.80	0.00	0.00
31417CJK2	FNMA POOL #AB5665 3.5% 07-01-2042 BEC	FNMA						
182674.3300	12/19/2013 06/28/2012		181,618.24	192,635.79	0.00	-11,017.55	0.00	0.00
J75963108	SOFTBANK CORP NPV							
100.0000	12/25/2013 03/30/2012		8,291.92	3,013.29	0.00	5,278.63	0.00	0.00
JP3802400006	FANUC CORP NPV							
100.0000	12/25/2013 11/15/2011		18,177.31	16,732.13	0.00	1,445.18	0.00	0.00
073730103	BEAM INC	BEAM						
600.0000	12/26/2013 Various		40,270.26	32,851.79	0.00	7,418.47	0.00	0.00
110122108	BRISTOL MYERS SQUIBB CO	BMY						
1000.0000	12/26/2013 Various		53,183.67	34,022.38	0.00	19,161.29	0.00	0.00
20030N101	COMCAST CORP NEW CL A	CMCSA						
400.0000	12/26/2013 07/14/2011		20,563.16	9,850.92	0.00	10,712.24	0.00	0.00

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260543103	DOW CHEMICAL CO	DOW	200 0000	12/26/2013	01/04/2012	8,889.84	5,967.94	0.00	2,921.90	0.00	0.00
30219G108	EXPRESS SCRIPTS HLDG CO COM	ESRX	400 0000	12/26/2013	Various	27,970.02	18,640.32	0.00	9,329.72	0.00	0.00
375558103	GILEAD SCIENCES INC	GILD	1000 0000	12/26/2013	Various	74,893.70	26,733.73	0.00	48,159.96	0.00	0.00
437076102	HOME DEPOT INC	HD	300 0000	12/26/2013	09/14/2011	24,260.06	10,052.07	0.00	14,207.99	0.00	0.00
452308109	ILLINOIS TOOL WORKS INC COM	ITW	100 0000	12/26/2013	07/14/2011	8,351.85	5,782.27	0.00	2,569.58	0.00	0.00
46625H100	J P MORGAN CHASE & CO	JPM	500 0000	12/26/2013	07/14/2011	29,202.39	20,408.65	0.00	8,793.74	0.00	0.00
655044105	NOBLE ENERGY INC COM	NBL	200 0000	12/26/2013	07/14/2011	13,641.76	9,103.36	0.00	4,538.40	0.00	0.00
68389X105	ORACLE CORPORATION	ORCL	200.0000	12/26/2013	07/14/2011	7,465.87	6,540.00	0.00	925.87	0.00	0.00
747525103	QUALCOMM INC	QCOM	200 0000	12/26/2013	07/14/2011	14,674.74	11,172.00	0.00	3,502.74	0.00	0.00

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796050201	SAMSUNG ELECTRONIC GDR-REP 1/2 N/VTG REGS/144A	SSNGY	48.0000	12/26/2013	07/14/2011	23,532.00	13,163.52	0.00	10,368.48	0.00	0.00	
812578102	SEATTLE GENETICS INC COM	SGEN	800.0000	12/26/2013	08/08/2011	31,882.72	10,232.00	0.00	21,650.72	0.00	0.00	
886547108	TIFFANY & CO NEW	TIF	200.0000	12/26/2013	Various	18,191.18	14,506.16	0.00	3,685.02	0.00	0.00	
SG1775931496	SINGAPORE TELECOMMUNICATIONS NEW COM STK		6000.0000	12/26/2013	Various	16,995.31	16,366.16	0.00	629.15	0.00	0.00	
CH0012032048	ROCHE HLDGS AG GENUSSSCHEINE NPV		39.0000	12/27/2013	Various	10,856.71	6,570.69	0.00	4,286.02	0.00	0.00	
GB0005405286	HSBC HLDGS ORD USD0.50(UK REG)		1974.0000	12/27/2013	10/24/2011	21,426.64	16,659.54	0.00	4,767.10	0.00	0.00	
HK0000069689	AIA GROUP LTD USD1.00		2800.0000	12/27/2013	07/14/2011	13,837.30	9,609.88	0.00	4,227.42	0.00	0.00	
NL0010273215	ASML HOLDING NV EUR0.09 (POST SPLIT)		160.0000	12/27/2013	Various	15,013.16	6,057.11	0.00	8,956.05	0.00	0.00	
<b>Total Long Term Sales</b>										<b>5,561,068.53</b>	<b>4,937,605.15</b>	<b>623,463.35</b>

Unknown Term (or Cost) Sales

This is important tax information and is being furnished to you.

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
JP MORGAN #7515	38.	38.	
TOTAL TO PART I, LINE 3	38.	38.	

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
NORTHERN TRUST #02389	347,827.	0.	347,827.	347,827.	
THE NATION COMPANY, LP FROM K-1	302.	0.	302.	302.	
TO PART I, LINE 4	348,129.	0.	348,129.	348,129.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY INCOME	13,843.	13,843.	
IRS REFUND	138,148.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	151,991.	13,843.	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	905.	0.		905.
TO FM 990-PF, PG 1, LN 16A	905.	0.		905.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING SERVICES	6,816.	5,112.		1,704.
TO FORM 990-PF, PG 1, LN 16B	6,816.	5,112.		1,704.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING	279,413.	0.		279,413.
CUSTODIAN & MGMT FEES	96,221.	96,221.		0.
TO FORM 990-PF, PG 1, LN 16C	375,634.	96,221.		279,413.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	6,915.	6,915.		0.
FEDERAL TAXES	25,665.	0.		0.
TO FORM 990-PF, PG 1, LN 18	32,580.	6,915.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FREIGHT	14.	0.		14.
INTERNET	1,885.	0.		1,885.
OFFICE SUPPLIES	114.	0.		114.
STORAGE CHARGES	2,389.	0.		2,389.
EVENT EXPENSE	68,935.	0.		68,935.
MISC EXPENSES	26,949.	0.		26,949.
FILING FEES	75.	0.		75.
DUES & SUBSCRIPTIONS	534.	0.		534.
INSURANCE EXPENSE	93.	0.		93.
CONTRIBUTIONS FROM KOS MEDIA K-1	8.	0.		8.
NON DEDUCTIBLE EXPENSE FROM K-1S	161.	0.		0.
TO FORM 990-PF, PG 1, LN 23	101,157.	0.		100,996.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 9
DESCRIPTION		AMOUNT
UNREALIZED GAIN ON MARKETABLE SECURITIES		1,421,186.
ACCRUED VACATION PAID FROM 2012		78,646.
TOTAL TO FORM 990-PF, PART III, LINE 3		1,499,832.

FORM 990-PF	CORPORATE STOCK		STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CAPITAL GUARDIAN NON-EMERGING	5,207,468.	5,207,468.	
CAPITAL GUARDIAN NON-EMERGING FOREIGN	5,022,728.	5,022,728.	
GOV'T BONDS & CORP SECURITIES	5,206,967.	5,206,967.	
ACCRUED INTEREST ON BONDS	36,016.	36,016.	
ACCRUED FOREIGN TAXES RECOV	6,597.	6,597.	
KITE PHARMA, INC.	118,698.	118,698.	
KOS MEDIA	47,501.	47,501.	
THE NATION COMPANY LP	<48.>	<48.>	
TOTAL TO FORM 990-PF, PART II, LINE 10B	15,645,927.	15,645,927.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
DOCUMENTARY - DOI	COST	216,682.	216,682.
TOTAL TO FORM 990-PF, PART II, LINE 13		216,682.	216,682.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 12	
DESCRIPTION		BOY AMOUNT	EOY AMOUNT
OVERDRAWN CASH ACCOUNT		0.	42,236.
TOTAL TO FORM 990-PF, PART II, LINE 22		0.	42,236.

# ATTACHMENT - STATEMENT 13

## LEAR FAMILY FOUNDATION

Period End Range: 1/31/2013 Through 12/31/2013

USC - ANNENBERG SCHOOL FOR	1/3/2013	58,418 79
CLIMATE REALITY PROJECT	1/4/2013	15,000 00
PLANNED PARENTHOOD	1/7/2013	10,000 00
CEDARS-SINAI WOMAN'S HEART CTR	1/7/2013	25,000 00
LACMA	1/17/2013	35,140 00
INTERNATIONAL DOCUMENTARY	1/23/2013	30,000 00
THE CENTER FOR CHILDHOOD	1/23/2013	10,000 00
CALIFORNIA INSTITUTE	1/24/2013	10,000 00
ENVIRONMENTAL MEDIA	1/28/2013	30,000 00
GLAAD	1/28/2013	5,000 00
LACMA	2/4/2013	30,000 00
USC - ANNENBERG SCHOOL FOR	2/4/2013	58,419 79
THE RAPE FOUNDATION	2/5/2013	1,000 00
SHAFTSBURY ELEMENTARY SCHOOL	2/15/2013	1,000 00
SUNDANCE INSTITUTE	2/19/2013	30,000 00
VIRGINIA ORGANIZING	2/26/2013	250 00
AHRC NEW YORK FOUNDATION, INC	2/26/2013	500 00
USC - ANNENBERG SCHOOL FOR	3/4/2013	58,419 79
IRAQ AND AFGHANISTAN VETERANS	3/5/2013	5,000 00
RAINFOREST ALLIANCE	3/5/2013	25,000 00
CONSERVATION INTERNATIONAL	3/12/2013	15,000 00
VIRGINIA ORGANIZING	3/21/2013	250 00
GLOBAL GREEN USA	4/1/2013	20,000 00
GRADES OF GREEN	4/1/2013	1,000 00
ANGELS AT RISK	4/1/2013	5,000 00
BALLET HISPANICO	4/2/2013	25,000 00
USC - ANNENBERG SCHOOL FOR	4/2/2013	58,419 79
WOMEN'S GUILD, CEDARS-SINAI	4/5/2013	1,000 00
CLAREMONT GRADUATE SCHOOL	4/8/2013	25,000 00
AMEIRCAN FOUNDATION FOR	4/11/2013	50,000 00
ACLU FOUNDATION OF SOUTHERN	4/17/2013	25,000 00
CENTER FOR JUVENILE	4/23/2013	500 00
HEAL THE BAY	4/29/2013	5,000 00
ENVIRONMENTAL MEDIA	4/30/2013	30,000 00
THE GEFFEN PLAYHOUSE	5/1/2013	2,000 00
USC - ANNENBERG SCHOOL FOR	5/1/2013	58,419 79
CENTER THEATRE GROUP	5/6/2013	1,500 00
OLDCASTLE THEATRE COMPANY	5/7/2013	500 00
THE PUBLIC THEATRE	5/8/2013	5,000 00
DIAVOLO	5/17/2013	1,000 00
MOTHER JONES	5/17/2013	10,000 00
INTERNATIONAL DOCUMENTARY	5/22/2013	10,000 00
NATIONAL RESCOURCE	5/23/2013	5,000 00
COURAGE CAMPAIGN INSTITUTE	5/24/2013	5,000 00
USC - ANNENBERG SCHOOL FOR	6/3/2013	58,419 79
CLIMATE REALITY PROJECT	6/5/2013	10,000 00
OJAI PLAYWRIGHTS CONFERENCE	6/12/2013	10,000 00
FOUNDATION FOR NATIONAL PROG	6/19/2013	20,000 00
THE PUBLIC THEATRE	6/24/2013	5,000 00
USC - ANNENBERG SCHOOL FOR	7/8/2013	58,419 79
HOUSTON ZOO, INC	7/9/2013	300 00
THE IMAGEN FOUNDATION	7/16/2013	10,000 00
SUNDANCE INSTITUTE	7/25/2013	20,000 00

CITY OF HOPE	8/1/2013	5,000 00
USC - ANNENBERG SCHOOL FOR	8/1/2013	58,419 79
NEW WORLD FOUNDATION	8/8/2013	5,000 00
SUNDANCE INSTITUTE	8/13/2013	50,000 00
WALLIS ANNENBERG CENTER FOR	8/13/2013	50,000 00
OCEANA	8/15/2013	50,000 00
HUMANITAS	8/15/2013	10,000 00
CITYMEALS-ON-WHEELS	8/15/2013	1,500 00
THE RAPE FOUNDATION	8/15/2013	5,000 00
SANDY HOOK PROMISE	8/16/2013	5,000 00
INNER-CITY ARTS	8/16/2013	2,500 00
PROPUBLICA	8/16/2013	10,000 00
THE GOLDBERG-MEEHAN	8/19/2013	5,000 00
INSTITUTE FOR AMERICA'S FUTURE	8/19/2013	10,000 00
CLASSIC & CONTEMPORARY	8/19/2013	2,500 00
KCRW	8/26/2013	5,000 00
USC - ANNENBERG SCHOOL FOR	9/4/2013	58,419 79
USC - ANNENBERG SCHOOL FOR	10/1/2013	58,419 79
WALLIS ANNENBERG CENTER FOR	10/1/2013	50,000 00
FRIENDS OF NAVDANYA	10/4/2013	500 00
EQUALITY NOW	10/4/2013	2,500 00
ACLU OF SOUTHERN CALIFORNIA	10/4/2013	2,500 00
OCEANA	10/7/2013	5,000 00
ACLU OF SOUTHERN CALIFORNIA	10/10/2013	10,000 00
UNIVERSITY OF CHICAGO	10/10/2013	25,000 00
USC	10/10/2013	25,000 00
HEALTHY CHILD HEALTHY WORLD	10/10/2013	2,500 00
BROOKLYN AUTISM CENTER	10/16/2013	200 00
INTERFAITH COMMUNITIES UNITED	10/17/2013	2,500 00
SUNDANCE INSTITUTE	10/17/2013	500 00
GIRLS INC	10/18/2013	2,000 00
GLSEN	10/18/2013	25,000 00
MUSE IQUE	10/22/2013	20,000 00
X PRIZE FOUNDATION	10/22/2013	10,000 00
LACMA	10/22/2013	100,000 00
THE RELATIONAL CENTER	10/22/2013	1,000 00
AMERICAN FOUNDATION FOR	10/25/2013	50,000 00
THE HUNTER SCHOOL	11/4/2013	500 00
EARTH VISION TRUST	11/4/2013	5,000 00
USC - ANNENBERG SCHOOL FOR	11/4/2013	58,419 79
LAANE	11/4/2013	750 00
CHILDREN'S DEFENSE FUND	11/4/2013	10,000 00
IAVA	11/8/2013	5,000 00
CATHEDRAL HIGH SCHOOL	11/14/2013	5,000 00
THE RAPE FOUNDATION	12/2/2013	25,000 00
LACMA	12/5/2013	50,000 00
USC - ANNENBERG SCHOOL FOR	12/5/2013	58,419 79
Wire to Internat'l Doc Assoc	12/20/2013	100,000 00
		<u>\$ 2,033,926 48</u>

# Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

Department of the Treasury  
Internal Revenue Service

▶ **File a separate application for each return.**  
▶ **Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

*Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.*

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

		Enter filer's identifying number
<b>Type or print</b>	Name of exempt organization or other filer, see instructions. <b>LEAR FAMILY FOUNDATION</b>	Employer identification number (EIN) or <b>95-4661216</b>
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. <b>100 NORTH CRESCENT DRIVE, NO. 120</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>BEVERLY HILLS, CA 90210</b>	

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

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
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

**JULIE DYER**

• The books are in the care of ▶ **100 N. CRESCENT DR., #120 - BEVERLY HILLS, CA 90210**  
Telephone No. ▶ **310-385-4087** 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.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
▶  calendar year **2013** or  
▶  tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_.

**2** If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period

<b>3a</b> 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.	<b>3a</b>	\$	26,120.
<b>b</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.	<b>3b</b>	\$	16,120.
<b>c Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	10,000.

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

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

<b>Part II</b>	<b>Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).</b>	
<i>Enter filer's identifying number, see instructions</i>		
<b>Type or print</b>	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
File by the due date for filing your return. See instructions	<b>LEAR FAMILY FOUNDATION</b>	<b>95-4661216</b>
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	<b>100 NORTH CRESCENT DRIVE, NO. 120</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	<b>BEVERLY HILLS, CA 90210</b>	

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.**

**JULIE DYER**

- The books are in the care of **100 N. CRESCENT DR., #120 - BEVERLY HILLS, CA 90210**  
Telephone No **310-385-4087** 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.

- I request an additional 3-month extension of time until **NOVEMBER 15, 2014**.
- For calendar year **2013**, or other tax year beginning , and ending .
- If the tax year entered in line 5 is for less than 12 months, check reason:  Initial return  Final return  
 Change in accounting period
- State in detail why you need the extension  
**ADDITIONAL TIME IS NECESSARY TO PREPARE A COMPLETE AND ACCURATE TAX RETURN.**

<b>8a</b> 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.	<b>8a</b>	\$ <b>26,120.</b>
<b>b</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.	<b>8b</b>	\$ <b>26,120.</b>
<b>c</b> 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.	<b>8c</b>	\$ <b>0.</b>

**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 **CPA** Date **8-11-14**