EXTENDED TO NOVEMBER 15, 2017

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation R. HUGH ELLIOTT FAMILY FOUNDATION	A Employer identification number 37-1557038
Number and street (or P O. box number if mail is not delivered to street address) 1882 POND RUN ROAD / Room/suite	B Telephone number (248) 475-2000
City or town, state or province, country, and ZIP or foreign postal code AUBURN HILLS, MI 48326-2768	C If exemption application is pending, check here ▶ ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 6,334,582. J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	1,500,000.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	18,741.	18,741.		STATEMENT 1
	4 Dividends and interest from securities	24,834.	24,834.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-83,293.			
	b Gross sales price for all assets on line 6a 3,014,020.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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	715.	715.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	1,460,997.	44,290.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	35,856.	35,856.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	35,856.	35,856.		0.
	25 Contributions, gifts, grants paid	191,000.			191,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	226,856.	35,856.		191,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	1,234,141.			
	b **Net investment income** (if negative, enter -0-)		8,434.		
	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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,588,831.	3,220,137.	3,220,137.
	2 Savings and temporary cash investments			
	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 STMT 5	1,067,780.	1,097,659.	1,404,683.
	c Investments - corporate bonds STMT 6	650,565.	313,137.	315,022.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 7)	1,430,432.	1,340,816.	1,394,740.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	4,737,608.	5,971,749.	6,334,582.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] 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	4,737,608.	5,971,749.	
	30 Total net assets or fund balances	4,737,608.	5,971,749.	
	31 Total liabilities and net assets/fund balances	4,737,608.	5,971,749.	

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	4,737,608.
2	Enter amount from Part I, line 27a	2	1,234,141.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	5,971,749.
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	5,971,749.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
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	3,014,020.		3,097,313.	-83,293.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				-83,293.

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** -83,293.

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))
2015	194,664.	3,814,034.	.051039
2014	174,650.	3,899,998.	.044782
2013	189,586.	3,784,131.	.050100
2012	138,626.	3,644,812.	.038034
2011	95,410.	2,989,080.	.031920

2	Total of line 1, column (d)	2	.215875
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	.043175
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	4,906,933.
5	Multiply line 4 by line 3	5	211,857.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	84.
7	Add lines 5 and 6	7	211,941.
8	Enter qualifying distributions from Part XII, line 4	8	191,000.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	169.
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	169.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	169.
6	Credits/Payments:				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	6,914.		
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	6,914.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	6,745.
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 6,745. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A | Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ R. HUGH ELLIOTT Telephone no. ▶ (248) 475-2000

Located at ▶ 1882 POND RUN, AUBURN HILLS, MI ZIP+4 ▶ 48326

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

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	X	
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶ BERMUDA			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 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 2016.)* 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 2016?	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 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
R. HUGH ELLIOTT 1882 POND RUN ROAD AUBURN HILLS, MI 48326	DIRECTOR 0.25	0.	0.	0.
NANCY N. ELLIOTT 1882 POND RUN ROAD AUBURN HILLS, MI 48326	DIRECTOR 0.25	0.	0.	0.
CHAD K. ELLIOTT 1882 POND RUN ROAD AUBURN HILLS, MI 48326	DIRECTOR 0.25	0.	0.	0.

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

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

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

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
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	3,181,891.
b	Average of monthly cash balances	1b	1,799,767.
c	Fair market value of all other assets	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	4,981,658.
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	4,981,658.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	74,725.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,906,933.
6	**Minimum investment return.** Enter 5% of line 5	6	245,347.

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	245,347.
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a: 169.		
b	Income tax for 2016. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	169.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	245,178.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	245,178.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	245,178.

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	191,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	191,000.
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	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	191,000.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				245,178.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			188,708.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 191,000.				
a Applied to 2015, but not more than line 2a			188,708.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				2,292.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				242,886.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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 2016, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

R. HUGH ELLIOTT

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:

R. HUGH ELLIOTT, (248) 475-2000
1882 POND RUN ROAD, AUBURN HILLS, MI 48326

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

NO FORM PROVIDED - INFORMATION WILL VARY DEPENDING UPON PROPOSAL.

c Any submission deadlines:

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
JUPITER FIRST CHURCH 1475 INDIAN CREEK PARKWAY JUPITER, FL 33458	N/A		PROVIDE SUPPORT OF A RELIGIOUS ORGANIZATION	20,000.
JUPITER MEDICAL CENTER 1210 S. OLD DIXIE HWY JUPITER, FL 33458	N/A		SUPPORT OPERATIONS OF MEDICAL CENTER	100,000.
LAKE ORION WIFFLEBALL ASSOCIATION 415 SHADY OAKS ST LAKE ORION, MI 48362	N/A		TO HONOR VETERANS FROM LAKE ORION, MICHIGAN	1,000.
NORTE DAME PREP 1300 GIDDINGS ROAD PONTIAC, MI 48340	N/A		SUPPORT OF SCHOOL PROGRAMS	10,000.
OAKLAND UNIVERSITY 2200 NORTH SQUIRREL ROAD ROCHESTER, MI 48309	N/A		PROVIDE SUPPORT OF PUBLIC UNIVERSITY-MENS GOLF	15,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	191,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					18,741.
4 Dividends and interest from securities					24,834.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					715.
8 Gain or (loss) from sales of assets other than inventory					-83,293.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		0.	-39,003.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 -39,003.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
3	INTEREST FROM INVESTMENTS HELPS PROVIDE FUNDS FOR FUTURE FUNDING
4	DIVIDENDS FROM INVESTMENTS HELPS PROVIDE FUNDS FOR FUTURE FUNDING
7	OTHER INCOME FROM ABBEY CAPITAL HELPS PROVIDE FUNDS FOR FUTURE FUNDING

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

R. Hugh Elliott | 7/10/17 | DIRECTOR

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MICHAEL P. PUCKETT, CPA, CFE	Michael P. Puckett, CPA	6/22/17		P00181578
Firm's name ▶ PUCKETT, CLEMENT AND SCHELLENBERG P.C.			Firm's EIN ▶ 47-1988668	
Firm's address ▶ 1111 W LONG LAKE RD STE 200 TROY, MI 48098			Phone no. 248-952-9520	

Form 990-PF (2016)

623622 11-23-16

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	ABBEY CAPITAL MULTI-MANAGER FUND	P		
b	ABBEY CAPITAL MULTI-MANAGER FUND	P		
c	UBS FIN SVC #46962	P		
d	UBS FIN SVC #46962	P		
e	UBS FIN SVC #45316	P		
f	UBS FIN SVC #45316	P		
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			1,553.	-1,553.
b			2,329.	-2,329.
c	138,109.		147,721.	-9,612.
d	149,539.		196,136.	-46,597.
e	2,362,962.		2,368,454.	-5,492.
f	363,410.		381,120.	-17,710.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				-1,553.
b				-2,329.
c				-9,612.
d				-46,597.
e				-5,492.
f				-17,710.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	-83,293.
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

623591
04-01-16

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
OAKLAND UNIVERSITY 2200 NORTH SQUIRREL ROAD ROCHESTER, MI 48309	N/A		PROVIDE SUPPORT OF PUBLIC UNIVERSITY-WOMENS GOLF	25,000.
OAKLAND UNIVERSITY 2200 NORTH SQUIRREL ROAD ROCHESTER, MI 48309	N/A		PRESIDENTS GIFT FUND	5,000.
OAKLAND UNIVERSITY 2200 NORTH SQUIRREL ROAD ROCHESTER, MI 48309	N/A		SCHOOL OF MEDICINE ANNUAL FUND	15,000.
Total from continuation sheets				45,000.

Schedule B
(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990* .

OMB No. 1545-0047

2016

Name of the organization	Employer identification number
R. HUGH ELLIOTT FAMILY FOUNDATION	37-1557038

Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling $5,000 or more during the year ▶ $ ____________

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
R. HUGH ELLIOTT FAMILY FOUNDATION	37-1557038

Part I **Contributors** (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	R HUGH ELLIOTT 425 BEACH ROAD APT 10R JUPITER, FL 33469-3806	$ 1,500,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
R. HUGH ELLIOTT FAMILY FOUNDATION	37-1557038

Part II **Noncash Property** (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

Name of organization	Employer identification number
R. HUGH ELLIOTT FAMILY FOUNDATION	37-1557038

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of $1,000 or less for the year (Enter this info once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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
ABBEY CAPITAL MULTI-MANAGER	367.	367.	
UBS #45316	50,789.	50,789.	
UBS #45316-ACCRUED INTEREST PAID	-25,527.	-25,527.	
UBS #45316-BOND AMORTIZATION	-12,710.	-12,710.	
UBS #46962	6,209.	6,209.	
UBS #46962 OID	22.	22.	
UBS #46962-ACCRUED INTEREST PAID	-178.	-178.	
UBS #46962-BOND AMORTIZATION	-231.	-231.	
TOTAL TO PART I, LINE 3	18,741.	18,741.	

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
UBS #45316-DIVIDENDS	24,685.	0.	24,685.	24,685.	
UBS #46962-DIVIDENDS	149.	0.	149.	149.	
TO PART I, LINE 4	24,834.	0.	24,834.	24,834.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ABBEY CAPITAL MULTI-MANAGER	274.	274.	
MISCELLANEOUS	441.	441.	
TOTAL TO FORM 990-PF, PART I, LINE 11	715.	715.	

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES-UBS #45316	31,995.	31,995.		0.
INVESTMENT EXPENSES-UBS #46962	261.	261.		0.
ABBEY CAPITAL MULTI-MANAGER	3,444.	3,444.		0.
FOREIGN FEES-UBS #45316	6.	6.		0.
INVESTMENT EXPENSES-UBS #46638	150.	150.		0.
TO FORM 990-PF, PG 1, LN 23	35,856.	35,856.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	1,097,659.	1,404,683.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,097,659.	1,404,683.

FORM 990-PF CORPORATE BONDS STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	313,137.	315,022.
TOTAL TO FORM 990-PF, PART II, LINE 10C	313,137.	315,022.

FORM 990-PF OTHER ASSETS STATEMENT 7

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ABBEY CAPITAL MGT LTD	163,364.	156,679.	143,120.
JACKSON NATIONAL ANNUITY	1,267,068.	1,184,137.	1,251,620.
TO FORM 990-PF, PART II, LINE 15	1,430,432.	1,340,816.	1,394,740.

UBS FINANCIAL SERVICES INC. — Account TZ 45316

Proceeds Not Reported to the IRS

2016 — 02/28/2017

This section of your tax information statement provides proceeds transactions grouped by term (long, short or undetermined). For tax lots whose term is undetermined, use your historical documents to establish the cost basis and date of purchase. Tax lots with an additional notation of "Ordinary" represent neither short- nor long-term capital transactions. You may wish to consult with your tax advisor, the IRS or your state tax authority regarding the proper treatment.

Closing of written options is presented in a distinct manner in accordance with IRS regulation. For these transactions the Cost or other basis is always presented as $0.00 and the Proceeds is the net of proceeds received when the option was written and the cost to close the position.

Several column headings describe two related items: a quantity and a qualifier. For example, Proceeds of sale and, if the sale is the result of an option exercise or assignment, whether the proceeds are gross or net (adjusted for any option premium). When these conditions exist, the qualifier is shown to the right of the amount.

SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]

Report on Form 8949, Part I, with Box C checked.

Description of property Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
ABBVIE INC COM / CUSIP: 00287Y109 / Symbol: ABBV							
	2 transactions for 01/15/16						
	294.000	*16,257.92*	*02/13/15*	*16,728.60*	...	*-470.68*	*Sale*
	256.000	*14,156.56*	*03/05/15*	*14,964.69*	...	*-808.13*	*Sale*
01/15/16	550.000	30,414.48	Various	31,693.29	...	-1,278.81	Total of 2 transactions
AMER EXPRESS CO NTS B/E 05.500% 091216 DTD091206 FC031207 / CUSIP: 025816AW9 / Symbol:							
09/12/16	50,000.000	50,000.00	07/21/16	50,000.00	...	0.00	Sale
AMGEN INC CALL @ 02.500% 111516 DTD111011 CALL@MW+25BP / CUSIP: 031162BL3 / Symbol:							
11/15/16	32,000.000	32,000.00	07/21/16	32,000.00	...	0.00	Sale
AVNET INC NTS 06.625% 091516 DTD091206 CALL@MW+30BP / CUSIP: 053807AN3 / Symbol:							
09/15/16	64,000.000	64,000.00	08/17/16	64,000.00	...	0.00	Sale
BANK OF AMERICA CORP / CUSIP: 060505104 / Symbol: BAC							
11/18/16	1,200.000	20,567.55 N	02/03/16	15,240.00	...	5,327.55	Sale Proceeds adjusted for option premium of $167.99
BANK OF AMER CORP NTS 06.500% 080116 DTD072809 FC020110 B/E / CUSIP: 06051GEA3 / Symbol:							
08/01/16	100,000.000	100,000.00	06/28/16	100,000.00	...	0.00	Sale
BANK OF MONTREAL 01.300% 071516 DTD071613 FC011514 MED TERM NTS / CUSIP: 06366RPR0 / Symbol:							
07/15/16	100,000.000	100,000.00	06/28/16	100,000.00	...	0.00	Sale

UBS FINANCIAL SERVICES INC. | Account TZ 45316

Proceeds Not Reported to the IRS

(continued)

2016 | 02/28/2017

SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part I, with Box C checked.

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
CPTL ONE FINL CORP B/E 03.150% 071516 DTD071911 FC011512 / CUSIP: 14040HAX3 / Symbol:							
07/15/16	100,000.000	100,000.00	06/28/16	100,000.00	...	0.00	Sale
CITIGROUP INC NTS B/E 01.700% 072516 DTD072513 FC012514 / CUSIP: 172967GW5 / Symbol:							
07/25/16	100,000.000	100,000.00	06/28/16	100,000.00	...	0.00	Sale
WALT DISNEY CO B/E 01.350% 081616 DTD082211 CALL@MW+10BP / CUSIP: 25468PCM6 / Symbol:							
08/16/16	100,000.000	100,000.00	07/21/16	100,000.00	...	0.00	Sale
DISH NETWORK CORP CL A / CUSIP: 25470M109 / Symbol: DISH							
	2 transactions for 01/08/16						
	285.000	*15,750.13*	*03/16/15*	*21,075.75*	...	*-5,325.62*	*Sale*
	125.000	*6,907.95*	*06/25/15*	*8,784.41*	...	*-1,876.46*	*Sale*
01/08/16	410.000	22,658.08	Various	29,860.16	...	-7,202.08	Total of 2 transactions
FORD MOTOR CREDIT CO 08.000% 121516 DTD121806 FC061507 / CUSIP: 345397VC4 / Symbol:							
12/15/16	100,000.000	100,000.00	07/21/16	100,000.00	...	0.00	Sale
FORD MOTOR CREDIT CO LLC 04.100% 102025 DTD100815 FC042016 MED TERM NTS / CUSIP: 34540TKC5 / Symbol:							
10/20/16	25,000.000	25,000.00	08/12/16	25,122.85	...	-122.85	Sale
GENERAL ELEC CAP CORP 01.500% 071216 DTD071213 FC011214 MED TERM NTS / CUSIP: 36962G6Z2 / Symbol:							
07/12/16	100,000.000	100,000.00	06/28/16	100,000.00	...	0.00	Sale
GOLDMAN SACHS GROUP INC 05.750% 100116 DTD091906 FC040107 NTS / CUSIP: 38141GER1 / Symbol:							
10/01/16	40,000.000	40,000.00	07/21/16	40,000.00	...	0.00	Sale
HSBC HOLDINGS PLC NEW GB SPON ADR / CUSIP: 404280406 / Symbol: HSBC							
01/08/16	485.000	17,818.57	02/23/15	21,461.25	...	-3,642.68	Sale
HALLIBURTON CO NTS B/E 01.000% 080116 DTD080513 FC020114 CALL@MW+10BP / CUSIP: 406216BB6 / Symbol:							
08/01/16	100,000.000	100,000.00	07/25/16	100,000.00	...	0.00	Sale

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Proceeds Not Reported to the IRS
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SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
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Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
HEALTH CARE PPTY INVS 06.300% 091516 DTD091906 FC031507 MW+25BP MTN / CUSIP: 421915EG0 / Symbol:							
09/15/16	75,000.000	75,000.00	07/21/16	75,000.00	...	0.00	Sale
ISHARES 20+ YEAR TREASURY BOND ETF / CUSIP: 464287432 / Symbol: TLT							
	2 transactions for 05/13/16						
	1,300.000	*171,011.94* N	*01/14/16*	*161,667.99*	...	*9,343.95*	*Sale* *Proceeds adjusted for option premium of $715.65*
	1,000.000	*131,547.64* N	*01/20/16*	*126,960.00*	...	*4,587.64*	*Sale* *Proceeds adjusted for option premium of $550.50*
05/13/16	2,300.000	302,559.58	Various	288,627.99	...	13,931.59	Total of 2 transactions
05/23/16	55.000	7,180.16	01/20/16	6,982.80	...	197.36	Sale
	Security total:	309,739.74		295,610.79	...	14,128.95	
J P MORGAN CHASE & CO 03.150% 070516 DTD062911 FC010512 NTS B/E / CUSIP: 46625HJA9 / Symbol:							
07/05/16	200,000.000	200,000.00	06/28/16	200,000.00	...	0.00	Sale
MARATHON OIL CORP / CUSIP: 565849106 / Symbol: MRO							
01/06/16	1,060.000	11,833.87	06/25/15	28,566.98	...	-16,733.11	Sale
MATTEL INC B/E 2.500% 110116 DTD110811 CALL@MW+25BP / CUSIP: 577081AV4 / Symbol:							
11/01/16	45,000.000	45,000.00	08/17/16	45,000.00	...	0.00	Sale
MISSISSIPPI POWER CO NTS 02.350% 101516 DTD101911 FC041512 CALL@MW+20BP / CUSIP: 605417BX1 / Symbol:							
10/15/16	100,000.000	100,000.00	08/17/16	100,000.00	...	0.00	Sale
REALTY INCOME CORP 05.950% 091516 DTD091806 FC031507 CALL@M/WT+20BP / CUSIP: 756109AJ3 / Symbol:							
09/15/16	55,000.000	55,000.00	07/21/16	55,000.00	...	0.00	Sale
SALESFORCE.COM INC / CUSIP: 79466L302 / Symbol: CRM							
01/15/16	310.000	21,467.10	02/26/15	21,622.50	...	-155.40	Sale

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Report on Form 8949, Part I, with Box C checked.

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
SOUTHERN CO B/E 01.950% 090116 DTD082311 CALL@MW+15BP / CUSIP: 842587CH8 / Symbol:							
09/01/16	15,000.000	15,000.00	07/21/16	15,000.00	...	0.00	Sale
STRYKER CORP NTS B/E 02.000% 093016 DTD091611 FC033012 CALL@MW +20BPS / CUSIP: 863667AC5 / Symbol:							
09/30/16	100,000.000	100,000.00	08/17/16	100,000.00	...	0.00	Sale
UNITED CONTL HLDGS INC / CUSIP: 910047109 / Symbol: UAL							
	2 transactions for 01/15/16						
	520.000	*23,639.63*	*06/05/15*	*28,389.92*	...	*-4,750.29*	*Sale*
	80.000	*3,636.87*	*06/09/15*	*4,027.19*	...	*-390.32*	*Sale*
01/15/16	600.000	27,276.50	Various	32,417.11	...	-5,140.61	Total of 2 transactions
UNITED HEALTH GROUP INC 01.875% 111516 DTD111011 CALL@MW+20BP / CUSIP: 91324PBS0 / Symbol:							
11/15/16	100,000.000	100,000.00	08/17/16	100,000.00	...	0.00	Sale
UNUMPROVIDENT CORP NTS 07.125% 093016 DTD093009 CALL@MW+50BP B/E / CUSIP: 91529YAG1 / Symbol:							
09/30/16	15,000.000	15,000.00	07/21/16	15,000.00	...	0.00	Sale
WACHOVIA CORP NTS 05.625% 101516 DTD102306 FC041507 / CUSIP: 929903CH3 / Symbol:							
10/15/16	100,000.000	100,000.00	07/21/16	100,000.00	...	0.00	Sale
WESTERN UNION CO 05.930% 100116 DTD020607 FC040107 CALL@M/W+20BP / CUSIP: 959802AB5 / Symbol:							
10/01/16	75,000.000	75,000.00	07/21/16	75,000.00	...	0.00	Sale
WHIRLPOOL CORP COMMON STOCK / CUSIP: 963320106 / Symbol: WHR							
04/19/16	5.000	964.63	07/09/15	859.00	...	105.63	Sale
CALL CBS CORP NEW CL B DUE 10/21/16 58.500 067VH0 / CUSIP: / Symbol: CBS 10/21/16 C 58.500							
10/24/16	9.000	134.99	10/24/16	0.00	...	134.99	Short sale closed- call expired
CALL DOW CHEMICAL DUE 01/15/16 55.000 / CUSIP: / Symbol: DOW 01/15/16 C 55.000							
01/19/16	3.000	188.99	01/19/16	0.00	...	188.99	Short sale closed- call expired

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Proceeds Not Reported to the IRS

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SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]

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Description of property Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
CALL DOW CHEMICAL DUE 06/17/16 55.000 / CUSIP: / Symbol: DOW 06/17/16 C 55.000							
06/20/16	2.000	159.99	06/20/16	0.00	...	159.99	Short sale closed- call expired
CALL DOW CHEMICAL DUE 09/16/16 55.000 / CUSIP: / Symbol: DOW 09/16/16 C 55.000							
09/19/16	3.000	185.99	09/19/16	0.00	...	185.99	Short sale closed- call expired
CALL DOW CHEMICAL DUE 12/16/16 57.500 / CUSIP: / Symbol: DOW 12/16/16 C 57.500							
12/16/16	1.000	-22.01 N	12/15/16	0.00	...	-22.01	Short sale closed- option Proceeds adjusted for option premium of -$87.00
CALL FIREEYE INC DUE 04/15/16 21.000 / CUSIP: / Symbol: FEYE 04/15/16 C 21.000							
04/18/16	9.000	224.99	04/18/16	0.00	...	224.99	Short sale closed- call expired
CALL FIREEYE INC DUE 05/20/16 22.000 / CUSIP: / Symbol: FEYE 05/20/16 C 22.000							
	2 transactions for 05/23/16						
	2.000	*59.99*	*05/23/16*	*0.00*	...	*59.99*	*Short sale closed- call expired*
	7.000	*244.99*	*05/23/16*	*0.00*	...	*244.99*	*Short sale closed- call expired*
05/23/16	9.000	304.98	Various	0.00	...	304.98	Total of 2 transactions
CALL FIREEYE INC DUE 07/15/16 18.000 / CUSIP: / Symbol: FEYE 07/15/16 C 18.000							
07/18/16	9.000	260.99	07/18/16	0.00	...	260.99	Short sale closed- call expired
CALL FIREEYE INC DUE 08/19/16 20.000 / CUSIP: / Symbol: FEYE 08/19/16 C 20.000							
08/22/16	9.000	269.99	08/22/16	0.00	...	269.99	Short sale closed- call expired
CALL FIREEYE INC DUE 09/16/16 17.000 / CUSIP: / Symbol: FEYE 09/16/16 C 17.000							
09/19/16	1.000	19.99	09/19/16	0.00	...	19.99	Short sale closed- call expired
CALL FIREEYE INC DUE 10/21/16 17.500 / CUSIP: / Symbol: FEYE 10/21/16 C 17.500							
10/24/16	9.000	152.99	10/24/16	0.00	...	152.99	Short sale closed- call expired
CALL FIREEYE INC DUE 11/18/16 14.500 / CUSIP: / Symbol: FEYE 11/18/16 C 14.500							
11/21/16	9.000	125.99	11/21/16	0.00	...	125.99	Short sale closed- call expired

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SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
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Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
CALL INTEL CORP DUE 01/15/16 36.000 / CUSIP: / Symbol: INTC 01/15/16 C 36.000							
01/19/16	8.000	287.99	01/19/16	0.00	...	287.99	Short sale closed- call expired
CALL INTEL CORP DUE 02/19/16 38.000 / CUSIP: / Symbol: INTC 02/19/16 C 38.000							
02/22/16	7.000	363.99	02/22/16	0.00	...	363.99	Short sale closed- call expired
CALL INTEL CORP DUE 10/21/16 38.000 / CUSIP: / Symbol: INTC 10/21/16 C 38.000							
10/24/16	8.000	311.99	10/24/16	0.00	...	311.99	Short sale closed- call expired
CALL JAZZ PHARMACEUTICAL DUE 06/17/16 180.000 / CUSIP: / Symbol: JAZZ 06/17/16 C 180.000							
06/20/16	2.000	399.99	06/20/16	0.00	...	399.99	Short sale closed- call expired
CALL JPMORGAN CHASE & CO DUE 12/16/16 85.000 / CUSIP: / Symbol: JPM 12/16/16 C 85.000							
12/16/16	7.000	-382.22 N	12/15/16	0.00	...	-382.22	Short sale closed- option Proceeds adjusted for option premium of -$802.21
CALL PALO ALTO NETWORKS DUE 04/15/16 175.000 / CUSIP: / Symbol: PANW 04/15/16 C 175.000							
04/18/16	3.000	374.99	04/18/16	0.00	...	374.99	Short sale closed- call expired
CALL PALO ALTO NETWORKS DUE 05/27/16 160.000 / CUSIP: / Symbol: PANW 05/27/16 C 160.000							
05/31/16	3.000	299.99	05/31/16	0.00	...	299.99	Short sale closed- call expired
CALL PALO ALTO NETWORKS DUE 12/16/16 185.000 / CUSIP: / Symbol: PANW 12/16/16 C 185.000							
12/19/16	4.000	479.99	12/19/16	0.00	...	479.99	Short sale closed- call expired
CALL STARBUCKS CORP DUE 01/15/16 62.500 / CUSIP: / Symbol: SBUX 01/15/16 C 62.500							
	2 transactions for 01/19/16						
	1.000	*89.99*	*01/19/16*	*0.00*	...	*89.99*	*Short sale closed- call expired*
	6.000	*509.99*	*01/19/16*	*0.00*	...	*509.99*	*Short sale closed- call expired*
01/19/16	7.000	599.98	Various	0.00	...	599.98	Total of 2 transactions
CALL STARBUCKS CORP DUE 06/17/16 67.500 / CUSIP: / Symbol: SBUX 06/17/16 C 67.500							
06/20/16	4.000	199.99	06/20/16	0.00	...	199.99	Short sale closed- call expired

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SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
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Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
CALL SCHLUMBERGER LTD DUE 08/19/16 90.000 / CUSIP: / Symbol: SLB 08/19/16 C 90.000							
08/22/16	4.000	339.99	08/22/16	0.00	...	339.99	Short sale closed- call expired
CALL ISHARES 20+ YEAR TR DUE 04/15/16 145.000 / CUSIP: / Symbol: TLT 04/15/16 C 145.000							
04/18/16	23.000	1,954.96	04/18/16	0.00	...	1,954.96	Short sale closed- call expired
CALL ISHARES 20+ YEAR TR DUE 04/22/16 130.000 / CUSIP: / Symbol: TLT 04/22/16 C 130.000							
04/25/16	23.000	275.99	04/25/16	0.00	...	275.99	Short sale closed- call expired
CALL UNITED CONTL HLDGS DUE 01/15/16 70.000 / CUSIP: / Symbol: UAL 01/15/16 C 70.000							
01/19/16	2.000	177.99 N	01/15/16	0.00	...	177.99	Short sale closed- option Proceeds adjusted for option premium of -$18.00
CALL WALGREENS BOOTS ALL DUE 01/15/16 110.000 / CUSIP: / Symbol: WBA 01/15/16 C 110.000							
01/19/16	2.000	247.99	01/19/16	0.00	...	247.99	Short sale closed- call expired
CALL WHIRLPOOL CORP DUE 06/17/16 180.000 / CUSIP: / Symbol: WHR 06/17/16 C 180.000							
06/20/16	2.000	259.99	06/20/16	0.00	...	259.99	Short sale closed- call expired
CALL WHIRLPOOL CORP DUE 09/16/16 195.000 / CUSIP: / Symbol: WHR 09/16/16 C 195.000							
09/19/16	2.000	249.99	09/19/16	0.00	...	249.99	Short sale closed- call expired
CALL WASTE MGMT INC NEW DUE 10/21/16 65.000 / CUSIP: / Symbol: WM 10/21/16 C 65.000							
10/24/16	8.000	559.99	10/24/16	0.00	...	559.99	Short sale closed- call expired
CALL WHITEWAVE FOODS CO DUE 04/15/16 45.000 / CUSIP: / Symbol: WWAV 04/15/16 C 45.000							
04/18/16	2.000	59.99	04/18/16	0.00	...	59.99	Short sale closed- call expired
CALL WHITEWAVE FOODS CO DUE 05/20/16 45.000 / CUSIP: / Symbol: WWAV 05/20/16 C 45.000							
05/23/16	2.000	99.99	05/23/16	0.00	...	99.99	Short sale closed- call expired

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Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
CALL WHITEWAVE FOODS CO DUE 06/17/16 47.500 / CUSIP: / Symbol: WWAV 06/17/16 C 47.500							
06/20/16	1.000	49.99	06/20/16	0.00	...	49.99	Short sale closed- call expired
	Totals:	2,362,961.93		2,368,453.93	...	-5,492.00	

LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]

Report on Form 8949, Part II, with Box F checked.

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
AKAMAI TECHNOLOGIES INC / CUSIP: 00971T101 / Symbol: AKAM							
	2 transactions for 01/08/16						
	375.000	*18,319.67*	*11/06/14*	*22,014.04*	...	*-3,694.37*	*Sale*
	80.000	*3,908.20*	*01/05/15*	*4,941.22*	...	*-1,033.02*	*Sale*
01/08/16	455.000	22,227.87	Various	26,955.26	...	-4,727.39	Total of 2 transactions
COMPUTER SCIENCES CORP 06.500% 031518 DTD031509 FC091509 M\W +50BP / CUSIP: 205363AL8 / Symbol:							
03/17/16	25,000.000	27,467.00	06/18/12	25,693.42	...	1,773.58	Sale
CUMMINS INC / CUSIP: 231021106 / Symbol: CMI							
	6 transactions for 01/06/16						
	40.000	*3,526.49*	*05/13/11*	*4,430.60*	...	*-904.11*	*Sale*
	115.000	*10,138.66*	*03/26/12*	*14,284.15*	...	*-4,145.49*	*Sale*
	50.000	*4,408.11*	*04/04/12*	*5,785.29*	...	*-1,377.18*	*Sale*
	100.000	*8,816.23*	*05/07/12*	*10,562.40*	...	*-1,746.17*	*Sale*
	50.000	*4,408.11*	*05/08/12*	*5,351.76*	...	*-943.65*	*Sale*

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LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
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Description of property Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
CUMMINS INC / CUSIP: 231021106 / Symbol: CMI (cont'd)							
	50.000	4,408.11	10/11/12	4,352.75	...	55.36	Sale
01/06/16	405.000	35,705.71	Various	44,766.95	...	-9,061.24	Total of 6 transactions
CYPRESS SEMICONDUCTOR CP COMMON STOCK / CUSIP: 232806109 / Symbol: CY							
	3 transactions for 01/15/16						
	2,000.000	16,039.91	10/09/12	18,060.00	0.00	-2,020.09	Sale
	780.000	6,255.56	10/18/12	7,009.57	0.00	-754.01	Sale
	185.000	1,483.69	10/19/12	1,539.37	0.00	-55.68	Sale
01/15/16	2,965.000	23,779.16	Various	26,608.94	0.00	-2,829.78	Total of 3 transactions
FIRSTMERIT CORPORATION **MERGER EFF: 08/2016** / CUSIP: 337915102 / Symbol:							
	6 transactions for 02/03/16						
	75.000	1,421.22	09/19/13	1,552.01	...	-130.79	Sale
	645.000	12,222.53	09/19/13	13,448.25	...	-1,225.72	Sale
	46.000	871.68	12/17/13	988.99	...	-117.31	Sale
	589.000	11,161.34	12/17/13	12,752.88	...	-1,591.54	Sale
	65.000	1,231.73	01/29/14	1,354.88	...	-123.15	Sale
	205.000	3,884.68	02/03/14	4,038.45	...	-153.77	Sale
02/03/16	1,625.000	30,793.18	Various	34,135.46	...	-3,342.28	Total of 6 transactions
FORD MOTOR CO COM NEW / CUSIP: 345370860 / Symbol: F							
	3 transactions for 01/14/16						
	1,525.000	18,360.66	03/26/12	18,935.16	...	-574.50	Sale
	360.000	4,334.33	04/04/12	4,473.00	...	-138.67	Sale
	800.000	9,631.82	05/08/12	8,470.56	...	1,161.26	Sale
01/14/16	2,685.000	32,326.81	Various	31,878.72	...	448.09	Total of 3 transactions

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LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
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Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
HALLIBURTON CO (HOLDING COMPANY) / CUSIP: 406216101 / Symbol: HAL							
	2 transactions for 07/15/16						
	35.000	*1,553.97* N	*05/13/11*	*1,617.52*	...	*-63.55*	*Sale* *Proceeds adjusted for option premium of $14.00*
	265.000	*11,765.73* N	*03/26/12*	*8,852.75*	...	*2,912.98*	*Sale* *Proceeds adjusted for option premium of $105.99*
07/15/16	300.000	13,319.70	Various	10,470.27	...	2,849.43	Total of 2 transactions
ISHARES RUSSELL 2000 ETF / CUSIP: 464287655 / Symbol: IWM							
01/15/16	330.000	32,459.52	10/15/14	34,676.04	...	-2,216.52	Sale
PULTE GROUP INC / CUSIP: 745867101 / Symbol: PHM							
	5 transactions for 01/08/16						
	435.000	*7,046.87*	*08/15/13*	*6,277.05*	...	*769.82*	*Sale*
	500.000	*8,099.85*	*08/15/13*	*7,320.83*	...	*779.02*	*Sale*
	300.000	*4,859.91*	*08/20/13*	*4,791.41*	...	*68.50*	*Sale*
	345.000	*5,588.90*	*08/27/13*	*5,384.34*	...	*204.56*	*Sale*
	220.000	*3,563.93*	*10/14/13*	*3,488.67*	...	*75.26*	*Sale*
01/08/16	1,800.000	29,159.46	Various	27,262.30	...	1,897.16	Total of 5 transactions
SIEMENS A G SPON ADR / CUSIP: 826197501 / Symbol:							
	2 transactions for 01/08/16						
	235.000	*21,651.56*	*06/20/13*	*23,562.72*	...	*-1,911.16*	*Sale*
	65.000	*5,988.73*	*06/25/13*	*6,263.68*	...	*-274.95*	*Sale*
01/08/16	300.000	27,640.29	Various	29,826.40	...	-2,186.11	Total of 2 transactions

UBS FINANCIAL SERVICES INC. Account TZ 45316

Proceeds Not Reported to the IRS

(continued)

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LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]

Report on Form 8949, Part II, with Box F checked.

Description of property

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
UNITED PARCEL SERVICE INC CL B / CUSIP: 911312106 / Symbol: UPS							
	2 transactions for 01/08/16						
	210.000	*19,481.37*	*11/04/14*	*22,274.23*	...	*-2,792.86*	*Sale*
	85.000	*7,885.31*	*12/17/14*	*9,092.36*	...	*-1,207.05*	*Sale*
01/08/16	295.000	27,366.68	Various	31,366.59	...	-3,999.91	Total of 2 transactions
WESTERN UNION CO 05.930% 100116 DTD020607 FC040107 CALL@M/W+20BP / CUSIP: 959802AB5 / Symbol:							
10/01/16	25,000.000	25,000.00	04/24/13	25,000.00	...	0.00	Sale
WHITEWAVE FOODS CO CL A / CUSIP: 966244105 / Symbol: WWAV							
07/15/16	400.000	20,249.54 N	05/08/15	18,560.00	...	1,689.54	Sale Proceeds adjusted for option premium of $249.98
08/19/16	300.000	15,914.65 N	05/08/15	13,920.00	...	1,994.65	Sale Proceeds adjusted for option premium of $164.99
	Security total:	36,164.19		32,480.00	...	3,684.19	
	Totals:	**363,409.57**		**381,120.35**	**0.00**	**-17,710.78**	

UBS FINANCIAL SERVICES INC. Account TZ 46962

Proceeds Not Reported to the IRS

2016 02/28/2017

This section of your tax information statement provides proceeds transactions grouped by term (long, short or undetermined). For tax lots whose term is undetermined, use your historical documents to establish the cost basis and date of purchase. Tax lots with an additional notation of "Ordinary" represent neither short- nor long-term capital transactions. You may wish to consult with your tax advisor, the IRS or your state tax authority regarding the proper treatment.

Closing of written options is presented in a distinct manner in accordance with IRS regulation. For these transactions the Cost or other basis is always presented as $0.00 and the Proceeds is the net of proceeds received when the option was written and the cost to close the position.

Several column headings describe two related items: a quantity and a qualifier. For example, Proceeds of sale and, if the sale is the result of an option exercise or assignment, whether the proceeds are gross or net (adjusted for any option premium). When these conditions exist, the qualifier is shown to the right of the amount.

SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]

Report on Form 8949, Part I, with Box C checked.

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
AIRCASTLE LTD CALL@MW+50BP NOTE RATE 5.50 % MATURES 02/15/2022 / CUSIP: 00928QAN1 / Symbol:							
01/12/16	8,000.000	8,168.00	01/06/16	8,239.43	0.00	-71.43	Sale Original basis: $8,240.00
B&G FOODS INC RATE 4.625 % MATURES 06/01/2021 CALLABLE DATED DATE 06/04/2013 / CUSIP: 05508WAA3 / Symbol:							
01/12/16	9,000.000	8,910.00	10/14/15	8,786.25	8.15 D	115.60	Sale Original basis: $8,786.25
BRISTOW GROUP INC NOTE RATE 6.25 % MATURES 10/15/2022 CALLABLE / CUSIP: 110394AE3 / Symbol:							
01/12/16	2,000.000	1,420.00	01/27/15	1,920.00	0.00	-500.00	Sale Original basis: $1,920.00
CCO HLDGS LLC/CAP CORP MEDIUM TERM NOTE RATE 5.75 % MATURES 01/15/2024 CALLABLE / CUSIP: 1248EPBE2 / Symbol:							
01/12/16	9,000.000	9,168.75	01/27/15	9,132.30	0.00	36.45	Sale Original basis: $9,132.30
CALPINE CORP NOTE RATE 5.75 % MATURES 01/15/2025 CALLABLE DATED DATE 07/22/2014 / CUSIP: 131347CF1 / Symbol:							
01/12/16	9,000.000	7,957.43	04/24/15	9,135.00	0.00	-1,177.57	Sale Original basis: $9,135.00
CHESAPEAKE MIDSTREAM PT/ RATE 6.125 % MATURES 07/15/2022 CALLABLE / CUSIP: 16524RAE3 / Symbol:							
01/12/16	9,000.000	7,748.99	01/20/15	9,540.36	0.00	-1,791.37	Sale Original basis: $9,607.50
CINEMARK INC NOTE RATE 4.875 % MATURES 06/01/2023 CALLABLE / CUSIP: 172441AZ0 / Symbol:							
01/12/16	10,000.000	9,768.69	01/29/15	9,625.00	34.95 D	108.74	Sale Original basis: $9,625.00

UBS FINANCIAL SERVICES INC. Account TZ 46962

Proceeds Not Reported to the IRS
(continued)

2016 02/28/2017

SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part I, with Box C checked.

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
DAVITA INC RATE 5.00 % MATURES 05/01/2025 CALLABLE DATED DATE 04/17/2015 / CUSIP: 23918KAR9 / Symbol:							
01/12/16	9,000.000	8,691.30	10/21/15	8,988.75	0.00	-297.45	Sale Original basis: $8,988.75
HCA INC RATE 5.375 % MATURES 02/01/2025 MAY BE CALLABLE / CUSIP: 404119BR9 / Symbol:							
01/12/16	9,000.000	9,018.00	05/06/15	9,254.93	0.00	-236.93	Sale Original basis: $9,270.00
NOBLE ENERGY INC NOTE RATE 5.625 % MATURES 05/01/2021 CALLABLE / CUSIP: 655044AK1 / Symbol:							
01/12/16	8,000.000	7,982.96	07/29/15	8,594.60	0.00	-611.64	Sale Original basis: $8,640.00
PENSKE AUTO GROUP INC RATE 5.375 % MATURES 12/01/2024 CALLABLE / CUSIP: 70959WAF0 / Symbol:							
01/12/16	9,000.000	8,955.00	11/20/15	9,157.50	0.00	-202.50	Sale Original basis: $9,157.50
ROYAL CARIBBEAN CRUISES RATE 7.50 % MATURES 10/15/2027 / CUSIP: 780153AG7 / Symbol:							
01/12/16	8,000.000	9,044.00	06/11/15	9,371.64	0.00	-327.64	Sale Original basis: $9,420.00
SABINE PASS LIQUEFACTION LLC NOTE RATE 5.75 % MATURES 05/15/2024 CALLABLE / CUSIP: 785592AJ5 / Symbol:							
01/12/16	10,000.000	8,675.00	05/27/15	10,153.54	0.00	-1,478.54	Sale Original basis: $10,162.50
SERVICE CORP INTL CALL @M/W +50BP NOTE RATE 7.50 % MATURES 04/01/2027 / CUSIP: 817565BT0 / Symbol:							
01/12/16	3,000.000	3,360.00	04/27/15	3,502.30	0.00	-142.30	Sale Original basis: $3,525.00
SPRINT CORP RATE 7.625 % MATURES 02/15/2025 CALLABLE DATED DATE 02/24/2015 / CUSIP: 85207UAJ4 / Symbol:							
01/12/16	7,000.000	5,150.11	02/20/15	7,016.42	0.00	-1,866.31	Sale Original basis: $7,017.50
TENNECO INC (NEW) RATE 5.375 % MATURES 12/15/2024 CALLABLE DATED DATE 12/05/2014 / CUSIP: 88037EAJ0 / Symbol:							
01/12/16	8,000.000	8,140.00	10/01/15	8,200.00	0.00	-60.00	Sale Original basis: $8,200.00

UBS FINANCIAL SERVICES INC. Account TZ 46962

Proceeds Not Reported to the IRS
(continued)

2016 02/28/2017

SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part I, with Box C checked.

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
UNITED RENTALS NORTH AM RATE 5.50 % MATURES 07/15/2025 CALLABLE / CUSIP: 911365BD5 / Symbol:							
01/12/16	10,000.000	9,201.10	03/12/15	10,000.00	0.00	-798.90	Sale Original basis: $10,000.00
US WEST COMMUNICATIONS INC RATE 6.875 % MATURES 09/15/2033 CALLABLE / CUSIP: 912920AC9 / Symbol:							
01/12/16	7,000.000	6,749.75	01/26/15	7,059.60	0.00	-309.85	Sale Original basis: $7,061.25
Totals:		**138,109.08**		**147,677.62**	**43.10 D**	**-9,611.64**	

LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
AES CORP RATE 5.50 % MATURES 03/15/2024 CALLABLE DATED DATE 03/07/2014 / CUSIP: 00130HBU8 / Symbol:							
01/12/16	5,000.000	4,464.05	10/02/14	4,950.00	0.00	-485.95	Sale Original basis: $4,950.00
AMERIGAS FIN CORP RATE 7.00 % MATURES 05/20/2022 CALLABLE DATED DATE 01/12/2012 / CUSIP: 03077JAB6 / Symbol:							
	2 transactions for 01/12/16						
	6,000.000	*5,891.28*	*04/18/12*	*6,150.00*	*0.00*	*-258.72*	*Sale* *Original basis: $6,150.00*
	2,000.000	*1,963.76*	*07/22/14*	*2,137.09*	*0.00*	*-173.33*	*Sale* *Original basis: $2,162.50*
01/12/16	8,000.000	7,855.04	Various	8,287.09	0.00	-432.05	Total of 2 transactions

UBS FINANCIAL SERVICES INC. | Account TZ 46962

Proceeds Not Reported to the IRS
(continued)

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LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
AVIS BUDGET NOTE RATE 5.50 % MATURES 04/01/2023 CALLABLE DATED DATE 04/03/2013 / CUSIP: 053773AV9 / Symbol:							
01/12/16	8,000.000	7,684.08	04/15/14	8,160.00	0.00	-475.92	Sale Original basis: $8,160.00
BRISTOW GROUP INC NOTE RATE 6.25 % MATURES 10/15/2022 CALLABLE / CUSIP: 110394AE3 / Symbol:							
01/12/16	8,000.000	5,680.00	12/01/14	8,140.00	0.00	-2,460.00	Sale Original basis: $8,140.00
COMMUNITY HEALTH SYSTEMS INC NOTE RATE 6.875 % MATURES 02/01/2022 CALLABLE / CUSIP: 12543DAV2 / Symbol:							
01/05/16	8,000.000	7,500.00	10/24/14	8,551.07	0.00	-1,051.07	Sale Original basis: $8,640.00
CHESAPEAKE ENERGY CORP NOTE RATE 4.875 % MATURES 04/15/2022 CALLABLE / CUSIP: 165167CN5 / Symbol:							
01/12/16	8,000.000	2,542.48	12/05/14	7,840.00	0.00	-5,297.52	Sale Original basis: $7,840.00
CITIZENS COMMUNCTNS M-W+50BP NOTE RATE 9.00 % MATURES 08/15/2031 CALLABLE / CUSIP: 17453BAJ0 / Symbol:							
01/12/16	8,000.000	6,616.80	05/08/13	8,602.95	0.00	-1,986.15	Sale Original basis: $8,650.00
CLOUD PEAK ENRGY RES/FIN RATE 6.375 % MATURES 03/15/2024 CALLABLE / CUSIP: 18911XAA5 / Symbol:							
01/12/16	6,000.000	1,665.78	10/28/14	5,895.00	0.00	-4,229.22	Sale Original basis: $5,895.00
CONTINENTAL RESOURCES INC NOTE RATE 5.00 % MATURES 09/15/2022 CALLABLE / CUSIP: 212015AH4 / Symbol:							
01/12/16	10,000.000	7,012.20	01/05/15	9,375.00	0.00	-2,362.80	Sale Original basis: $9,375.00
CROWN CASTLE INTL CORP NOTE RATE 5.25 % MATURES 01/15/2023 / CUSIP: 228227BD5 / Symbol:							
01/12/16	8,000.000	8,460.00	03/01/13	8,181.65	0.00	278.35	Sale Original basis: $8,240.00
DENBURY RESOURCES INC RATE 5.50 % MATURES 05/01/2022 CALLABLE / CUSIP: 247916AD1 / Symbol:							
01/12/16	9,000.000	3,019.68	04/16/14	9,000.00	0.00	-5,980.32	Sale Original basis: $9,000.00

UBS FINANCIAL SERVICES INC. Account TZ 46962

Proceeds Not Reported to the IRS
(continued)

2016 02/28/2017

LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Description of property Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
EQUINIX INC COUNTRY: DE RATE 5.375 % MATURES 04/01/2023 CALLABLE / CUSIP: 29444UAM8 / Symbol:							
	2 transactions for 01/12/16						
	4,000.000	*4,092.00*	*02/28/13*	*4,000.00*	*0.00*	*92.00*	*Sale* *Original basis: $4,000.00*
	4,000.000	*4,092.00*	*11/14/14*	*4,100.00*	*0.00*	*-8.00*	*Sale* *Original basis: $4,100.00*
01/12/16	8,000.000	8,184.00	Various	8,100.00	0.00	84.00	Total of 2 transactions
HEALTHSOUTH CORP NOTE RATE 5.75 % MATURES 11/01/2024 CALLABLE / CUSIP: 421924BK6 / Symbol:							
01/12/16	8,000.000	7,713.27	03/25/14	8,220.00	0.00	-506.73	Sale Original basis: $8,220.00
IRON MOUNTAIN INC RATE 5.75 % MATURES 08/15/2024 CALLABLE DATED DATE 08/10/2012 / CUSIP: 46284PAP9 / Symbol:							
01/12/16	6,000.000	5,734.19	08/07/12	6,082.50	0.00	-348.31	Sale Original basis: $6,082.50
01/12/16	2,000.000	1,911.40	09/03/13	1,818.77	39.03 D	53.60	Sale Original basis: $1,818.77
	Security total:	7,645.59		7,901.27	39.03 D	-294.71	
MEDIACOM LLC NOTE RATE 7.25 % MATURES 02/15/2022 CALLABLE DATED DATE 02/07/2012 / CUSIP: 58445MAP7 / Symbol:							
01/12/16	9,000.000	8,925.30	01/30/13	9,639.57	0.00	-714.27	Sale Original basis: $9,877.50
MERRILL LYNCH PFD CAP TR 7.120% PREFERRED CLBL PAR VALUE - 25.00 USD / CUSIP: 59021G204 / Symbol:							
01/08/16	375.000	9,419.83	04/25/12	9,334.87	0.00	84.96	Sale [25] Original basis: $9,334.87
MIRANT AMERICAS GEN MW+37.5BP NOTE RATE 9.125 % MATURES 05/01/2031 CALLABLE / CUSIP: 60467PAJ3 / Symbol:							
01/12/16	9,000.000	5,904.00	07/17/13	9,628.40	0.00	-3,724.40	Sale Original basis: $9,675.00

UBS FINANCIAL SERVICES INC. — Account TZ 46962

Proceeds Not Reported to the IRS
(continued)

2016 — 02/28/2017

LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
Description of property							
NRG ENERGY INC NOTE RATE 6.625 % MATURES 03/15/2023 CALLABLE / CUSIP: 629377BU5 / Symbol:							
01/12/16	8,000.000	6,882.48	06/06/14	8,476.89	0.00	-1,594.41	Sale Original basis: $8,560.00
PEABODY ENERGY CORP NTS 07.875% 110126 DTD101206 CALL@MW+50BP IN DEFAULT / CUSIP: 704549AF1 / Symbol:							
	3 transactions for 01/12/16						
	7,000.000	*707.14*	*05/30/12*	*7,219.97*	*0.00*	*-6,512.83*	*Sale* *Original basis: $7,262.50*
	1,000.000	*101.02*	*09/05/13*	*1,013.28*	*0.00*	*-912.26*	*Sale* *Original basis: $1,015.00*
	1,000.000	*101.02*	*11/04/14*	*945.00*	*0.00*	*-843.98*	*Sale* *Original basis: $945.00*
01/12/16	9,000.000	909.18	Various	9,178.25	0.00	-8,269.07	Total of 3 transactions
RANGE RESOURCES CORP NOTE RATE 5.00 % MATURES 08/15/2022 CALLABLE / CUSIP: 75281AAN9 / Symbol:							
01/12/16	8,000.000	6,143.27	05/02/12	8,020.00	0.00	-1,876.73	Sale Original basis: $8,020.00
REGAL ENTERTAINMENT GROUP NOTE RATE 5.75 % MATURES 02/01/2025 CALLABLE / CUSIP: 758766AF6 / Symbol:							
01/12/16	9,000.000	8,656.83	11/19/13	8,606.25	50.58 D	0.00	Sale Original basis: $8,606.25
SUBURBAN PROPANE PARTNERS NOTE RATE 5.50 % MATURES 06/01/2024 CALLABLE / CUSIP: 864486AH8 / Symbol:							
01/12/16	8,000.000	6,500.00	05/12/14	8,000.00	0.00	-1,500.00	Sale Original basis: $8,000.00
TEEKAY CORP NOTE RATE 8.50 % MATURES 01/15/2020 DATED DATE 01/27/2010 / CUSIP: 87900YAA1 / Symbol:							
01/04/16	9,000.000	5,715.00	04/13/12	9,213.40	0.00	-3,498.40	Sale Original basis: $9,360.00

UBS FINANCIAL SERVICES INC. | Account TZ 46962

Proceeds Not Reported to the IRS
(continued)

2016 | 02/28/2017

LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Description of property

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
US AI 2012-2 B DUE 12/03/22 06.7500 FACTOR 0.822610239600 / CUSIP: 90345WAE4 / Symbol:							
01/12/16	5,000.000	4,440.07	04/16/14	4,745.07	0.00	-305.00	Sale [25]
	Totals:	149,538.93		196,046.73	89.61 D	-46,597.41	