Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2011

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
GUGGENHEIM SERVICES RETIREMENT SAVINGS PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 04/04/1996

2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan)

GUGGENHEIM SERVICES, LLC

227 WEST MONROE, SUITE 4900
CHICAGO, IL 60606

2b Employer Identification Number (EIN) 36-4464896

2c Sponsor's telephone number 312-827-0109

2d Business code (see instructions) 523900

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/11/2012	PATRICK WALTER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")
GUGGENHEIM SERVICES, LLC

227 WEST MONROE, SUITE 4900
CHICAGO, IL 60606

3b Administrator's EIN
36-4464896

3c Administrator's telephone number
312-827-0109

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	1048
6	Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**).		
a	Active participants	**6a**	1088
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	212
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	1300
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	1300
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	977
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	16
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
2E 2F 2G 2J 2K 2R 3B 3D 3H 2T

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	X	**R** (Retirement Plan Information)
(2)		**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)		**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	X	**H** (Financial Information)
(2)		**I** (Financial Information – Small Plan)
(3)		**A** (Insurance Information)
(4)	X	**C** (Service Provider Information)
(5)	X	**D** (DFE/Participating Plan Information)
(6)		**G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2011** **This Form is Open to Public Inspection.**

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
GUGGENHEIM SERVICES RETIREMENT SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
GUGGENHEIM SERVICES, LLC

D Employer Identification Number (EIN)
36-4464896

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . [X] Yes [ ] No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

CHARLES SCHWAB & CO. INC. AND AFFIL

94-1737782

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

CHARLES SCHWAB & CO., INC.

94-1737782

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
33 50 59 62 71 72	NONE	9200	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

(a) Enter name and EIN or address (see instructions)

SCHWAB RETIREMENT PLAN SERVICES INC

34-1479833

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 50 59 64	NONE	6855	Yes [X] No [ ]	Yes [ ] No [X]	0	Yes [X] No [ ]

(a) Enter name and EIN or address (see instructions)

CHARLES SCHWAB BANK

42-1558009

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
25 52 59 62	NONE	0	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
CHARLES SCHWAB & CO AND AFFILIATES	59	0
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
SEE ATTACHMENT 11-1111111	SEE ATTACHMENT	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

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(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2011

This Form is Open to Public Inspection.

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
GUGGENHEIM SERVICES RETIREMENT SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
GUGGENHEIM SERVICES, LLC

D Employer Identification Number (EIN)
36-4464896

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: SCHWAB INST LC VAL TRUST CL R

b Name of sponsor of entity listed in (a): CHARLES SCHWAB BANK

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103 12 IE at end of year (see instructions)
81-0625170-001	C	0

a Name of MTIA, CCT, PSA, or 103-12 IE: SCHWAB MANAGED RETIREMENT 2010

b Name of sponsor of entity listed in (a): CHARLES SCHWAB BANK

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103 12 IE at end of year (see instructions)
81-0625169-001	C	258543

a Name of MTIA, CCT, PSA, or 103-12 IE: SCHWAB MANAGED RETIREMENT 2020

b Name of sponsor of entity listed in (a): CHARLES SCHWAB BANK

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
81-0625169-002	C	2147891

a Name of MTIA, CCT, PSA, or 103-12 IE: SCHWAB MANAGED RETIREMENT 2030

b Name of sponsor of entity listed in (a): CHARLES SCHWAB BANK

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
81-0625169-003	C	2145305

a Name of MTIA, CCT, PSA, or 103-12 IE: SCHWAB MANAGED RETIREMENT 2040

b Name of sponsor of entity listed in (a): CHARLES SCHWAB BANK

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
81-0625169-004	C	2859431

a Name of MTIA, CCT, PSA, or 103-12 IE: SCHWAB MANAGED RETIREMENT 2050

b Name of sponsor of entity listed in (a): CHARLES SCHWAB BANK

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
81-0625169-010	C	680165

a Name of MTIA, CCT, PSA, or 103-12 IE: SCHWAB MANAGED RETIREMENT INC

b Name of sponsor of entity listed in (a): CHARLES SCHWAB BANK

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
81-0625169-005	C	624931

a Name of MTIA, CCT, PSA, or 103-12 IE: SCHWAB STABLE VALUE FD ADV

b Name of sponsor of entity listed in (a): CHARLES SCHWAB BANK

c EIN-PN 81-0625180-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 7775880

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
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a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2011

This Form is Open to Public Inspection

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
GUGGENHEIM SERVICES RETIREMENT SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
GUGGENHEIM SERVICES, LLC

D Employer Identification Number (EIN)
36-4464896

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	6369709	7700667
(2) Participant contributions	1b(2)	96124	75302
(3) Other	1b(3)	14236	16903
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	784028	877309
(9) Value of interest in common/collective trusts	1c(9)	16164190	16492146
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	48282251	56134959
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	5624711	7139481

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	77335249	88436767
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	77335249	88436767

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	7700667	
(B) Participants	2a(1)(B)	8369464	
(C) Others (including rollovers)	2a(1)(C)	2368093	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		18438224
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	44242	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		44242
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1109177	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		1109177
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		-306745
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-3832346
c Other income	2c		-195716
d Total income. Add all **income** amounts in column (b) and enter total	2d		15256836
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	4142333	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		4142333
f Corrective distributions (see instructions)	2f		6130
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	6855	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		6855
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		4155318
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		11101518
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified (2) [ ] Qualified (3) [X] Disclaimer (4) [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: KPMG (2) EIN: 13-5565207

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. (2) [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.) **4a**		X	
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.) **4b**		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.) **4c**		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.) **4d**		X	
e	Was this plan covered by a fidelity bond? **4e**	X		5000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty? **4f**		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser? **4g**		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser? **4h**		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.) **4i**	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.) **4j**		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC? **4k**		X	
l	Has the plan failed to provide any benefit when due under the plan? **4l**		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.) **4m**		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3. **4n**			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2011

This Form is Open to Public Inspection.

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
GUGGENHEIM SERVICES RETIREMENT SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
GUGGENHEIM SERVICES, LLC

D Employer Identification Number (EIN)
36-4464896

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 42-1558009

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete items (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

GUGGENHEIM SERVICES
RETIREMENT SAVINGS PLAN

Financial Statements and Supplemental Schedule

December 31, 2011 and 2010

(With Independent Auditors' Report Thereon)

GUGGENHEIM SERVICES
RETIREMENT SAVINGS PLAN

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KPMG LLP
303 East Wacker Drive
Chicago, IL 60601-5212

Independent Auditors' Report

The Plan Administrator
Guggenheim Services
Retirement Savings Plan:

We were engaged to audit the accompanying statements of net assets available for benefits of the Guggenheim Services Retirement Savings Plan (the Plan) as of December 31, 2011 and 2010, and the related statement of changes in net assets available for benefits for the year ended December 31, 2011, and the supplemental Schedule H, line 4i – Schedule of Assets (Held at End of Year). These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in note 5 to the financial statements, which was certified by The Charles Schwab Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2011 and 2010 and for the year ended December 31, 2011 that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The supplemental schedule is presented for the purposes of additional analysis and is not a required part of the financial statements but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee or custodian, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

KPMG LLP

Chicago, Illinois
August 14, 2012

KPMG LLP is a Delaware limited liability partnership, the U.S. member firm of KPMG International Cooperative ("KPMG International"), a Swiss entity.

GUGGENHEIM SERVICES
RETIREMENT SAVINGS PLAN

Statements of Net Assets Available for Benefits

December 31, 2011 and 2010

	2011	2010
Assets:		
Investments, at fair value:		
Schwab financial managed investment funds	$ 72,627,105	64,446,441
Self-directed brokerage accounts	7,139,481	5,624,710
Total investments	79,766,586	70,071,151
Participant loans	877,309	784,028
Receivables:		
Employer contributions	7,700,667	6,369,709
Participant contributions	75,302	96,124
Participant loan interest receivables	—	403
Dividend receivables	16,903	13,833
Total receivables	7,792,872	6,480,069
Net assets available for benefits at fair value	88,436,767	77,335,248
Adjustment from fair value to contract value for interest in common/collective trusts related to fully benefit-responsive investment contracts	(53,286)	(184,800)
Net assets available for benefits at contract value	$ 88,383,481	77,150,448

See accompanying notes to financial statements.

GUGGENHEIM SERVICES
RETIREMENT SAVINGS PLAN

Statement of Changes in Net Assets Available for Benefits

Year ended December 31, 2011

Additions:		
Additions to net assets attributed to:		
Investment income (loss):		
Interest and dividends	$	1,153,419
Net depreciation in fair value of investments		(4,203,292)
Total investment loss		(3,049,873)
Contributions:		
Participant		8,369,464
Employer matching		7,700,667
Rollover contributions		2,368,093
Total contributions		18,438,224
Total additions		15,388,351
Deductions:		
Deductions from net assets attributed to:		
Benefits paid to participants		4,148,463
Administrative expenses paid by participants		6,855
Total deductions		4,155,318
Net increase in net assets available for benefits		11,233,033
Net assets available for benefits at contract value:		
Beginning of year		77,150,448
End of year	$	88,383,481

See accompanying notes to financial statements.

(1) Description of Plan

The following description of the Guggenheim Services Retirement Savings Plan (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

(a) General

The Plan is a defined contribution plan covering eligible employees of Guggenheim Services, LLC (the "Company" or "Plan Administrator") and adopting Guggenheim-owned entities, subject to certain service requirements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"). The Charles Schwab Trust Company ("Schwab") is the trustee and custodian for the Plan.

(b) Contributions

Each year, participants may contribute 1% to 75% of eligible compensation on a pretax and a post-tax basis, within certain specified limitations. The Plan permits an annual employer discretionary matching contribution which was made by the Company in 2012, as reported in the statement of changes in net assets available for benefits. Employer discretionary matching contributions are allocated to participants based upon each participant's contribution. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans.

Plan participants have the right to direct the investment of their account balances among various investment options offered by the Plan. The Plan offers 25 investment options for participants through Schwab in separately managed accounts and a self-directed brokerage option. Upon termination of a participant, the unvested portion of Company discretionary employer match contributions and the earnings thereon become subject to forfeiture. Forfeitures were $37,865 and $42,403 in 2011 and 2010, respectively. Forfeitures may be used to reduce employer contributions in future years.

(c) Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of the Company's discretionary matching contributions and Plan earnings. Participants are entitled to the vested portion of their accounts.

(d) Vesting

Participant contributions, and earnings thereon, vest immediately. Employer discretionary matching contributions, and earnings thereon, also vest immediately for employees hired prior to January 1, 2006. Employees hired on or after January 1, 2006 vest 100% after two years of service.

(Continued)

(e) Payment of Benefits

Benefits are recorded when paid. At retirement, each participant can choose to have their vested account paid through a variety of options under the Plan, including a monthly income payment, a single-sum payment or a series of flexible income payments, until the vested account equals zero.

(f) Hardship Withdrawals

Participants may withdraw funds from their vested account after meeting certain criteria as defined in the Plan.

(g) Loans to Participants

Loans are available to Plan participants at interest rates based on prevailing market rates, as defined in the Plan. Once an interest rate is established, the interest rate on the loan will not change over the duration of the loan. Loans to Plan participants are secured by their vested balance and may not exceed the lesser of 50% of their vested balance or $50,000. Participant loans are repaid through payroll deductions. The loans bear interest at rates that range from 5.25% to 10.25% at December 31, 2011 and 2010. Participant loans are valued at amortized cost.

(h) Termination of the Plan

Although the Company has not expressed any intent to terminate the Plan, it may do so at any time, subject to the provisions of ERISA. In the event of plan termination, participants would become 100% vested in their employer matching contributions and related earnings thereon.

(i) Risks and Uncertainties

The Plan provides for various investment fund options for which the underlying investment securities are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the statements of net assets available for benefits and participants' individual account balances.

(j) Self-Directed Brokerage Accounts

Participants have the option to participate in self-directed brokerage accounts, which allow the participants to invest in stocks, bonds, and other funds outside of the Plan's core funds. Participants are allowed to select investments and place trades in their individual accounts. Schwab is the custodian of the accounts, and participants must pay an annual fee of $100 to participate.

(k) Related-Party Transactions

At December 31, 2011, the Plan's assets included investments in eight Schwab investment options through separately managed accounts. Schwab is the trustee as defined by the Plan, and therefore, these transactions qualify as party-in-interest transactions.

(Continued)

(2) Summary of Significant Accounting Policies

(a) Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting.

(b) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America ("GAAP") requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

(c) Investment Valuation and Income Recognition

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Participant loans are carried at amortized cost. See Note 8 for further discussion of fair value measurements.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

(3) Federal Income Taxes

The Internal Revenue Service ("IRS") has determined and informed the Company by a letter dated January 15, 2002, that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code ("IRC"). Although the Plan has been amended since receiving the determination letter, the Plan Administrator and the Plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believe that the Plan is qualified and the related trust is tax-exempt. Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2011, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2008.

(4) Administrative Expenses

The Company pays audit fees and a portion of the administrative expenses on behalf of the Plan. The Company paid audit fees and expenses in the amount of $23,585 for the year ended December 31, 2011. The Company does not intend to obtain reimbursement from the Plan for these payments.

(Continued)

(5) Investment Information Certified by Custodian

The Plan's Independent Certified Public Accountant did not perform audit procedures with respect to this investment information except for comparing such information to the related information in the accompanying financial statements and supplemental disclosure.

The Plan Administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. The following is a summary of information regarding the Plan as of December 31, 2011 and 2010, and for the year ended December 31, 2011. This information is included in the Plan's financial statements and supplemental schedule and was prepared or derived from information provided by Schwab. The Plan Administrator has obtained certification from Schwab as of December 31, 2011 and 2010 that the investment information is complete and accurate:

(a) Investments as shown in the statements of net assets available for benefits as of December 31, 2011 and 2010

(b) Investment income as shown in the statement of changes in net assets available for benefits for the year ended December 31, 2011

(c) Schedule H, line 4i – schedule of assets (held at end of year) as of December 31, 2011

(d) Investment information as of December 31, 2011 and 2010 as presented below, as well as the information in notes 7 and 8

The following table presents the fair value of individual investments which represent 5% or more of the Plan's net assets at December 31, 2011 and 2010.

	2011	2010
Artio International Equity A (Formerly, Julius Baer Intl Equity)	$ *	4,914,757
Delaware Emerging Markets Fund Institutional Class	4,738,778	4,872,471
Growth Fund of America R4	*	3,874,569
INTECH U.S. Growth Fund Class S	5,370,064	*
IronBridge Frontegra SMID Fund Institutional Class	4,698,253	4,454,319
Schwab S&P 500 Index Fund	9,692,389	7,327,839
Charles Schwab Stable Value Fund	7,775,880	7,347,592

* Balance was less than 5% at this measurement date.

(Continued)

During 2011, the Plan's investments (including gains and losses on investments bought and sold as well as held during the year) appreciated (depreciated) in value as follows:

	2011
Mutual funds	$ (3,832,346)
Common/collective trusts	(175,230)
Self-directed brokerage accounts:	
Cash and cash equivalents	2,473
Corporate bonds	27,332
Mutual funds	(22,103)
U.S. government agency obligations	3,936
Common stock	(146,829)
Preferred stock	2,115
Options	56,729
Unit investment trusts	(119,369)
Total self-directed brokerage accounts	(195,716)
Net depreciation	$ (4,203,292)

(6) Investment Contracts

GAAP requires the statements of net assets available for benefits present the fair value of the Plan's investments as well as the adjustment from fair value to contract value for fully benefit-responsive investment contracts. Contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. In accordance with ERISA annual reporting requirements of the Department of Labor Form 5500, the net assets presented on the Form 5500 are measured using the fair value for fully benefit-responsive investment contracts. The statement of changes in net assets available for benefits is prepared using the contract value for fully benefit-responsive investment contracts.

The Plan considers the Schwab Stable Value Fund (the "Fund") to be a fully benefit-responsive investment contract. Participant contributions and the Company's matching contributions are invested in the Fund, which was established for certain tax-qualified retirement, pension and profit-sharing employee benefit plans.

The Fund invests primarily in wrap contracts. Due to fluctuations in market interest rates which could have a material impact on the contract's interest crediting rate, the fair value might not equal the contract value at any point in time. Fair value and contract value were $7,775,880 and $7,722,594, respectively, at December 31, 2011, and $7,347,592 and $7,162,792, respectively, at December 31, 2010. Contract value represents contributions received under the contract, plus earnings, less withdrawals. The average yield earned by the Fund for the years ended December 31, 2011 and 2010, was 1.53% and 2.26%, respectively. The average yield earned by the Fund, with an adjustment to reflect the actual interest rate credited to participants, for the years ended December 31, 2011 and 2010, was 4.59% and 2.73%.

(Continued)

The wrap contracts' interest crediting rates are typically reset on a monthly basis and most wrap contracts use a formula that is based on the characteristics of the underlying portfolio of bonds. All wrap contracts provide for a minimum interest crediting rate of zero percent. In the event that the interest crediting rate should fall below zero, the wrap issuers will pay to the Fund the shortfall needed to maintain the interest crediting rate at zero.

(7) Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500:

		December 31	
		2011	2010
Net assets available for benefits per the financial statements	$	88,383,481	77,150,448
Adjustments from contract value to fair value for fully benefit responsive investment contract		53,286	184,800
Net assets available for benefits per the Form 5500	$	88,436,767	77,335,248

The following is a reconciliation of net increase in net assets available for benefits per the financial statements to the Form 5500:

		Year ended December 31, 2011
Net increase per the financial statements	$	11,233,033
Change in adjustments from contract value to fair value for fully benefit responsive investment contract		(131,515)
Net income per the Form 5500	$	11,101,518

(8) Fair Value Measurements

Accounting Standards Codification Topic 820 ("ASC 820") establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The three levels in the hierarchy used to measure fair value are:

Level 1 Unadjusted quoted prices in active markets accessible at the reporting date for identical assets and liabilities;

Level 2 Quoted prices for similar assets or liabilities in active markets; Quoted prices for identical or similar assets and liabilities in markets that are not considered active; or financial instruments for which all significant inputs are observable, either directly or indirectly; and

(Continued)

Level 3 Prices or valuations that require inputs that are significant to the valuation and are unobservable but based on what market participants would use. The presentation must disclose a rollforward of investment balances including total gains or losses attributable to changes in unrealized gains or losses.

The hierarchy requires the use of observable market data when available. As required by ASC 820, assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2011 and 2010.

Common stocks, preferred stocks, mutual funds, and US government securities – Valued at the closing price reported on the active market on which the individual securities are traded

Corporate bonds – Value determined through the use of models or broker-quote based applications

Options – The fair value at year end is determined through the use of models

Common/collective trusts and unit investment trusts – Valued at the net asset value of shares held by the Plan at year-end

Guaranteed insurance contracts – Valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the creditworthiness of the issuer

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following is a summary of the levels within the fair value hierarchy for the Plan's assets as of December 31, 2011:

	Quoted prices (Level 1)	Other significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
Mutual funds:				
Fixed income	$ 11,584,777	—	—	11,584,777
Foreign/emerging markets	10,389,244	—	—	10,389,244
Large cap	19,377,947	—	—	19,377,947
Mid cap	4,698,253	—	—	4,698,253
Real estate	2,296,710	—	—	2,296,710
Small cap	7,788,028	—	—	7,788,028
Common/collective trusts:				
Fully benefit-responsive investment contract	—	7,775,880	—	7,775,880
Target date funds	—	8,716,266	—	8,716,266
Self-directed brokerage accounts:				
Cash and cash equivalents	1,550,740	—	—	1,550,740
Corporate bonds	—	84,010	—	84,010
Mutual funds	931,711	—	—	931,711
U.S. government agency obligations	—	63,230	—	63,230
Common stock:				
Basic materials	135,873	—	—	135,873
Communications	438,293	—	—	438,293
Consumer, cyclical	202,822	—	—	202,822
Consumer, noncyclical	646,571	—	—	646,571
Energy	136,121	—	—	136,121
Financial	382,879	—	—	382,879
Funds	58,850	—	—	58,850
Industrial	178,987	—	—	178,987
Technology	412,233	—	—	412,233
Utilities	30,123	—	—	30,123
Preferred stock	13,611	—	—	13,611
Options	—	(96,225)	—	(96,225)
Unit investment trusts	—	1,969,652	—	1,969,652
Total assets at fair value	$ 61,253,773	18,512,813	—	79,766,586

The Plan held no Level 3 investments during the year ended December 31, 2011. There were no significant transfers between Levels 1 and 2 during the year ended December 31, 2011.

(Continued)

The following is a summary of the levels within the fair value hierarchy for the Plan's assets as of December 31, 2010:

	Quoted prices (Level 1)	Other significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
Mutual funds:				
Fixed income	$ 9,615,767	—	—	9,615,767
Foreign/emerging markets	10,817,515	—	—	10,817,515
Large cap	14,540,213	—	—	14,540,213
Mid cap	4,454,319	—	—	4,454,319
Real estate	2,004,844	—	—	2,004,844
Small cap	6,849,594	—	—	6,849,594
Common/collective trusts:				
Fully benefit-responsive investment contract	—	7,347,592	—	7,347,592
Target date funds	—	8,816,597	—	8,816,597
Self-directed brokerage accounts:				
Cash and cash equivalents	1,478,048	—	—	1,478,048
Corporate bonds	—	75,712	—	75,712
Mutual funds	566,721	—	—	566,721
U.S. government agency obligations	—	64,058	—	64,058
Common stock:				
Basic materials	49,962	—	—	49,962
Communications	311,519	—	—	311,519
Consumer, cyclical	218,383	—	—	218,383
Consumer, noncyclical	708,574	—	—	708,574
Energy	153,859	—	—	153,859
Financial	426,473	—	—	426,473
Funds	19,410	—	—	19,410
Industrial	105,882	—	—	105,882
Technology	92,604	—	—	92,604
Utilities	14,495	—	—	14,495
Preferred stock	37,572	—	—	37,572
Unit investment trusts	—	1,301,438	—	1,301,438
Total assets at fair value	$ 52,465,754	17,605,397	—	70,071,151

The Plan held no Level 3 investments during the year ended December 31, 2010. Transfers of corporate bonds for $46,279 and U.S. Government agency obligations for $27,591 were made from Level 1 to Level 2 during the year ended December 31, 2010, to properly reflect the valuation techniques used.

(Continued)

(9) Subsequent Events

On February 1, 2012, the plan assets of an affiliated company's plan were transferred into the Plan. The amount of plan assets transferred was $8,959,641.

Management has evaluated subsequent events for the Plan through August 14, 2012, the date on which these financial statements are available to be issued, and has concluded there are no other recognized or unrecognized events that require financial statement disclosure.

GUGGENHEIM SERVICES
RETIREMENT SAVINGS PLAN

Schedule H, Line 4i – Schedule of Assets (Held at End of Year)

December 31, 2011

	Description	Number of shares/units	Cost	Fair value
*	Schwab Managed Retirement Trust Fund 2010	15,660	$ 213,935	258,543
*	Schwab Managed Retirement Trust Fund 2020	126,124	2,015,721	2,147,891
*	Schwab Managed Retirement Trust Fund 2030	123,506	1,984,058	2,145,305
*	Schwab Managed Retirement Trust Fund 2040	165,860	2,579,564	2,859,431
*	Schwab Managed Retirement Trust Fund 2050	76,768	631,108	680,165
*	Schwab Managed Retirement Trust Income Fund	47,129	532,707	624,931
*	Charles Schwab Stable Value Fund	394,705	6,966,824	7,775,880
	Buffalo Small Cap Fund	126,982	2,995,576	3,165,670
	Causeway International Value Fund Class Investor	106,023	1,314,727	1,137,622
	Delaware Emerging Markets Fund Institutional Class	380,014	5,417,593	4,738,778
	Dreyfus International Stock Fund Class I	345,523	4,164,994	4,208,472
	Goldman Sachs High Yield Fund Class A	303,523	2,103,664	2,079,132
	Harbor Small Cap Value Fund Administrative Class	115,476	2,043,024	2,307,215
	ING Global Real Estate Fund Class I	153,114	2,353,861	2,296,710
	INTECH U.S. Growth Fund Class S	411,184	5,070,374	5,370,064
	IronBridge Frontegra SMID Fund Institutional Class	408,189	4,529,546	4,698,253
	JPMorgan Core Bond Fund Select Class	369,627	4,138,613	4,372,685
	Munder Veracity Small-Cap Fund Class A	71,286	1,433,073	1,377,962
	PIMCO Global Bond (Unhedged) Fund Institutional Class	211,604	2,072,411	2,128,735
*	Schwab S&P 500 Index Fund	495,268	9,122,111	9,692,389
	Sound Shore Fund	146,139	4,428,873	4,315,494
	Templeton Global Bond Fund Advisor Class	242,864	3,043,989	3,004,225
	Vanaguard Total International Stock Index Fund Signal Shares	11,617	309,604	304,372
	William Blair International Small Cap Growth Fund Class N	82,498	956,370	937,181
	Self-Directed Brokerage Accounts:			
	Cash and cash equivalents	1,280,669	1,548,737	1,550,740
	Corporate bonds	89,000	72,306	84,010
	Mutual funds	69,372	1,030,263	931,711
	U.S. government agency obligations	75,000	50,241	63,230
	Common stock:			
	Basic materials	53,946	153,923	135,873
	Communications	97,934	409,487	438,293
	Consumer, cyclical	122,947	233,754	202,822
	Consumer, noncyclical	470,486	577,373	646,571
	Energy	102,951	191,352	136,121
	Financial	43,239	464,276	382,879
	Funds	4,180	66,837	58,850
	Industrial	725,729	247,659	178,987
	Technology	510,250	352,996	412,233
	Utilities	650	31,778	30,123
	Preferred stock	550	12,791	13,611
	Options	(79)	(60,360)	(96,225)
	Unit investment trusts	49,912	2,067,318	1,969,652
*	Participant loans, interest rates ranging from 5.25% to 10.25%, maturing December 16, 2011 through January 16, 2017	—	877,309	877,309
	Total assets		$ 78,750,360	80,643,895

* Denotes party in interest

See accompanying independent auditors' report.

Guggenheim Services Retirement Savings Plan
Schedule C, Part I, Line 3 - Service Provider Indirect Compensation Information
December 31, 2011

EIN: 36-4464896
Plan Number: 001

Received by Charles Schwab & Co., Inc. (EIN#94-1737782)

Fund Family/Provider	EIN	Formula
Allianz Funds	33-0457728	Rate of 0.02% of average daily balance of asset(s)
Buffalo	48-1069845	Rate of 0.40% of average daily balance of asset(s)
Causeway	95-4861680	Rate of 0.40% of average daily balance of asset(s)
Delaware Investments	23-2693133	Rate of 0.25% of average daily balance of asset(s)
Dreyfus	13-2614959	Rate of 0.25% of average daily balance of asset(s)
Franklin Templeton Investment Funds	13-2670991	Rate of 0.15% of average daily balance of asset(s)
Goldman Sachs	Not Available	Rate of 0.45% of average daily balance of asset(s)
Harbor	04-2679462	Rate of 0.25% of average daily balance of asset(s)
ING Funds	95-4516049	Rate of 0.20% of average daily balance of asset(s)
Janus	43-1804048	Rate of 0.50% of average daily balance of asset(s)
JPMorgan	13-2624428	Rate of 0.40% of average daily balance of asset(s)
Munder	38-3212521	Rate of 0.50% of average daily balance of asset(s)
Schwab Funds	94-3106735	Range of 0.02 - 0.50% of average daily balance of assets
Sound Shore	06-1332926	Rate of 0.40% of average daily balance of asset(s)
William Blair	36-2214610	Rate of 0.40% of average daily balance of asset(s)

Received by Charles Schwab Bank (EIN#42-1558009)

Fund Family/Provider	EIN	Formula
Schwab Funds	94-3106735	Rate of 0.44% of average daily balance of asset(s)

Received by Schwab Retirement Plan Services, Inc. (EIN#34-1479833)

Fund Family/Provider	EIN	Formula
Dreyfus	13-2614959	$16.00 per year per participant with a balance in certain fund(s)

Received by Charles Schwab & Co., Inc. (EIN#94-1737782)

Fund Family/Provider	EIN	Formula
Allianz Funds	33-0457728	Range of 0.35 - 0.40% of average daily balance of assets
Artio Global	13-6174048	Rate of 0.35% of average daily balance of asset(s)
Manning & Napier	16-0995736	Rate of 0.40% of average daily balance of asset(s)
Metropolitan West Funds	95-4597302	Rate of 0.35% of average daily balance of asset(s)
Natixis Funds	04-3200027	Rate of 0.40% of average daily balance of asset(s)
ProFunds	52-2035197	Rate of 0.40% of average daily balance of asset(s)
Schwab Funds	94-3106735	Range of 0.13 - 0.25% of average daily balance of assets
T. Rowe Price	52-2264646	Rate of 0.02% of average daily balance of asset(s)
Tocqueville	13-3549887	Rate of 0.40% of average daily balance of asset(s)

Schedule H, line 4i - Schedule of Assets (Held at End of Year)

NAME OF PLAN SPONSOR: Guggenheim Services, LLC
NAME OF PLAN: Guggenheim Services Retirement Savings Plan
EIN: 36-4464896
PLAN NUMBER: 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
*	PARTICIPANT LOANS	Loans (5.25 % - 10.25 %)		877,309
*	SCHWAB STABLE VALUE FD ADV	Common Collective Trust Fund		7,775,880
*	SCHWAB MANAGED RETIREMENT 2010	Common Collective Trust Fund		258,543
*	SCHWAB MANAGED RETIREMENT 2020	Common Collective Trust Fund		2,147,891
*	SCHWAB MANAGED RETIREMENT 2030	Common Collective Trust Fund		2,145,305
*	SCHWAB MANAGED RETIREMENT 2040	Common Collective Trust Fund		2,859,431
*	SCHWAB MANAGED RETIREMENT 2050	Common Collective Trust Fund		680,165
*	SCHWAB MANAGED RETIREMENT INC	Common Collective Trust Fund		624,931
	PCRA	Self-Directed Brokerage Account		7,139,481
	BUFFALO SMALL CAP	Registered Investment Company		3,165,670
	CAUSEWAY INTL VALUE FD INVESTR	Registered Investment Company		1,137,622
	DELAWARE EMERGING MARKET INSTL	Registered Investment Company		4,738,778
	DREYFUS INTERNATIONAL STOCK	Registered Investment Company		4,208,472
	GOLDMAN SACHS HIGH YIELD A	Registered Investment Company		2,079,132
	HARBOR SMALL CAP VALUE RET	Registered Investment Company		2,307,215
	ING GLOBAL REAL ESTATE I	Registered Investment Company		2,296,710
	INTECH RISK-MANAGED GROWTH S	Registered Investment Company		5,370,064
	IRONBRIDGE FRONTEGRA SMID INST	Registered Investment Company		4,698,253
	JP MORGAN CORE BOND FUND SEL	Registered Investment Company		4,372,685
	MUNDER VERACITY SCAP VALUE A	Registered Investment Company		1,377,962
	PIMCO GLOBAL BOND INSTL	Registered Investment Company		2,128,735
*	SCHWAB S&P 500 INDEX FUND	Registered Investment Company		9,692,389
	SOUND SHORE FUND	Registered Investment Company		4,315,494
	TEMPLETON GLOBAL BOND ADV	Registered Investment Company		3,004,225
	VANGUARD TTL INTL STK IDX SIG	Registered Investment Company		304,372
	WM BLAIR INTL SM CAP GRTH N	Registered Investment Company		937,181