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

2012

This Form is Open to Public Inspection

						inspection	
Part I	Annual Report Identifi						
For caler	dar plan year 2012 or fiscal plan	in i			31/2012		
A This r	eturn/report is for:	a multiemployer plan;	H	e-employer plan; or			
x a single-employer plan; a DFE (specify)							
B This r	eturn/report is:	the first return/report;	the final	return/report;			
		an amended return/report;	a short p	lan year return/report (les	s than 12 m	onths).	
C If the	plan is a collectively-bargained p	lan, check here				▶ □	
D Chec	k box if filing under:	Form 5558;	automati	c extension;	th	e DFVC program;	
- 000	Cook if filling dridor.	special extension (enter desc		,	ш	1 0 /	
Part I	I Racic Plan Informati	ion—enter all requested informa	. ,				
1a Nam		ion—enter all requested informa	шоп		1h	Three-digit plan	
	A CAPITAL, LLC RETIREMENT	PLAN			''	number (PN) ▶	001
					1c	Effective date of pl	an
						01/01/2001	
2a Plan	sponsor's name and address; in	clude room or suite number (emp	loyer, if for a single-	employer plan)	2b	Employer Identifica	ation
ADICTE	A CAPITAL, LLC					Number (EIN) 13-3953132	
ARISTE	A CAPITAL, LLC				2c	Sponsor's telephor	ne
						number	
136 MAF	ISON AVENUE	136 MADIS	SON AVENUE			212-842-1949	
THIRD F	LOOR	THIRD FLO	OOR		2d	2d Business code (see	
NEW YC	RK, NY 10016	NEW YOR	K, NY 10016	instructions) 523110			
					320113		
		nplete filing of this return/repor					
		Ities set forth in the instructions, I ne electronic version of this return					
SIGN	Filed with authorized/valid electron	onic signature.	07/12/2013	CAMILLA JOHNSTON			
HERE	Signature of plan administrate	or	Date	Enter name of individu	al signing as	plan administrator	
	<u>-</u>						
SIGN							
HERE	Signature of employer/plan si	oonsor	Date	Enter name of individu	al signing as	employer or plan sp	onsor
	orginatare or empreyor/plan of	5011001	Buto	Enter name of marriag	ar orgrang ao	omproyer or plan op	011001
SIGN							
HERE	Signature of DFE		Date	Enter name of individu	al aigning ag	DEE	
Preparer	- 3	applicable) and address; include re		Enter name of individu r. (optional)	0 0	telephone number	
•	,	, , ,		,	(optional)	•	

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3a	Plan administrator's name and address Same as Plan Sponsor Name	Same as Plan Sponsor Address	3b Administrator's EIN 13-3953132
AR	ISTEIA CAPITAL, LLC		3c Administrator's telephone
	6 MADISON AVENUE		number
	IRD FLOOR W YORK, NY 10016		212-842-1949
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	4b EIN
4	EIN and the plan number from the last return/report:	rreport filed for this plan, enter the name,	4D EIN
а	Sponsor's name		4c PN
5	Total number of participants at the beginning of the plan year		5 57
6	Number of participants as of the end of the plan year (welfare plans complete	e only lines 6a, 6b, 6c, and 6d).	
а	Active participants		. 6a 37
b	Retired or separated participants receiving benefits		. 6b 0
С	Other retired or separated participants entitled to future benefits		. 6c 20
d	Subtotal. Add lines 6a , 6b , and 6c		. 6d 57
е	Deceased participants whose beneficiaries are receiving or are entitled to re-	caive hanefits	. 6e 0
Ť	Total. Add lines 6d and 6e		. 6f 57
g	Number of participants with account balances as of the end of the plan year complete this item)		. 6g 52
	•		. 09
h	Number of participants that terminated employment during the plan year with less than 100% vested		. 6h 0
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 co	odes from the List of Plan Characteristics Cod	es in the instructions:
	22 21 20 25 21 21 55		
b	If the plan provides welfare benefits, enter the applicable welfare feature cod	des from the List of Plan Characteristics Code	s in the instructions:
9a	Plan funding arrangement (check all that apply)	9b Plan benefit arrangement (check all the	at apply)
	(1) Insurance (2) Code section 412(e)(3) insurance contracts	(1) Insurance Code section 412(e)(3)	insurance contracts
	(3) X Trust	(3) X Trust	modrance contracte
	(4) General assets of the sponsor	(4) General assets of the s	ponsor
10	Check all applicable boxes in 10a and 10b to indicate which schedules are a	attached, and, where indicated, enter the num	ber attached. (See instructions)
а	Pension Schedules	b General Schedules	
	(1) R (Retirement Plan Information)	(1) H (Financial Inform	mation)
	(2) MB (Multiemployer Defined Benefit Plan and Certain Money	(2) X I (Financial Inform	nation – Small Plan)
	Purchase Plan Actuarial Information) - signed by the plan	(3) A (Insurance Infor	, ,
	actuary	(4) C (Service Provide	er Information)
	(3) SB (Single-Employer Defined Benefit Plan Actuarial	(5) D (DFE/Participati	ing Plan Information)
	Information) - signed by the plan actuary	(6) G (Financial Trans	saction Schedules)

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

2012

This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal p	lan yoar beginning	01/01/2012 and	d ending 12/31/2012	
A Name of plan	nan year begiiining	01/01/2012 and	I_	
ARISTEIA CAPITAL, LLC RETIREMEN	NT PLAN		B Three-digit plan number (PN)	001
			plair flamber (F14)	
C Plan or DFE sponsor's name as she	own on line 2a of Form	1 5500	D Employer Identification Number	er (EIN)
ARISTEIA CAPITAL, LLC			13-3953132	
Part I Information on inter	asts in MTIAs CC	Ts, PSAs, and 103-12 IEs (to be co	mpleted by plans and DEEs)	
		to report all interests in DFEs)	impleted by plans and bi Ls/	
a Name of MTIA, CCT, PSA, or 103-				
b Name of sponsor of entity listed in	(a): WELLS FARG	O BANK, N.A.		
C EIN-PN 94-6751924-001	d Entity Code	Dollar value of interest in MTIA, CCT, P 103-12 IE at end of year (see instruction)		208245
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, F 103-12 IE at end of year (see instructio		
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, F 103-12 IE at end of year (see instruction		
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, F 103-12 IE at end of year (see instructio		
a Name of MTIA, CCT, PSA, or 103-	12 IE:			
b Name of sponsor of entity listed in				
C EIN-PN	d Entity	e Dollar value of interest in MTIA, CCT, F		
C EIN-FIN	code	103-12 IE at end of year (see instruction	ns)	
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, F 103-12 IE at end of year (see instructio		
a Name of MTIA, CCT, PSA, or 103-	12 IE:			
b Name of sponsor of entity listed in	(a):			
C EIN-PN	d Entity	e Dollar value of interest in MTIA, CCT, P	PSA, or	

103-12 IE at end of year (see instructions)

e Dollar value of interest in MTIA, CCT, PSA, or

103-12 IE at end of year (see instructions)

e Dollar value of interest in MTIA, CCT, PSA, or

103-12 IE at end of year (see instructions)

d Entity

d Entity

code

code

C EIN-PN

C EIN-PN

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

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

F	Part II	Information on Participating Plans (to be completed by DFEs) (Complete as many entries as needed to report all participating plans)	
а	Plan na		
b	Name o		C EIN-PN
а	Plan na	me	
b	Name o		C EIN-PN
а	Plan na	me	
b	Name o		C EIN-PN
а	Plan na	me	
b	Name o		C EIN-PN
а	Plan na	me	
b	Name o		C EIN-PN
а	Plan na	me	
b	Name o		C EIN-PN
а	Plan na	me	
b	Name o		C EIN-PN
а	Plan na	me	
b	Name o		C EIN-PN
а	Plan na	me	
b	Name o		C EIN-PN
а	Plan na	me	
b	Name o		C EIN-PN
а	Plan na	me	
b	Name o		C EIN-PN
а	Plan na	me	
b	Name o		C EIN-PN

SCHEDULE I (Form 5500)

Department of the Treasury Internal Revenue Service

Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation Financial Information—Small Plan

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

2012

This Form is Open to Public Inspection

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012	and ending 12/31/2012
A Name of plan ARISTEIA CAPITAL, LLC RETIREMENT PLAN	B Three-digit plan number (PN) 001
C Plan sponsor's name as shown on line 2a of Form 5500 ARISTEIA CAPITAL, LLC	D Employer Identification Number (EIN) 13-3953132

Complete Schedule I if the plan covered fewer than 100 participants as of the beginning of the plan year. You may also complete Schedule I if you are filing as a small plan under the 80-120 participant rule (see instructions). Complete Schedule H if reporting as a large plan or DFE.

Part I Small Plan Financial Information

Report below the current value of assets and liabilities, income, expenses, transfers and changes in net assets during the plan year. Combine the value of plan assets held in more than one trust. Do not enter the value of the portion of an insurance contract that guarantees during this plan year to pay a specific dollar benefit at a future date. 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.

1	Plan Assets and Liabilities:		(a) Beginning of Year	(b) End of Year
а	Total plan assets	. 1a	3543840	4313659
b	Total plan liabilities	. 1b		
С	Net plan assets (subtract line 1b from line 1a)	1c	3543840	4313659
2	Income, Expenses, and Transfers for this Plan Year:		(a) Amount	(b) Total
а	Contributions received or receivable:			
	(1) Employers	. 2a(1)		
	(2) Participants	. 2a(2)	480475	
	(3) Others (including rollovers)	2a(3)		
b	Noncash contributions	. 2b		
С	Other income	. 2c	490198	
d	Total income (add lines 2a(1), 2a(2), 2a(3), 2b, and 2c)	2d		970673
е	Benefits paid (including direct rollovers)	. 2e	200794	
f	Corrective distributions (see instructions)	. 2f		
g	Certain deemed distributions of participant loans (see instructions)	. 2g		
h	Administrative service providers (salaries, fees, and commissions)	. 2h	60	
i	Other expenses	. 2i		
j	Total expenses (add lines 2e, 2f, 2g, 2h, and 2i)	. 2j		200854
k	Net income (loss) (subtract line 2j from line 2d)	. 2k		769819
<u> </u>	Transfers to (from) the plan (see instructions)	. 2I		

3 Specific Assets: If the plan held assets at anytime during the plan year in any of the following categories, check "Yes" and enter the current value of any assets remaining in the plan as of the end of the plan year. Allocate the value of the plan's interest in a commingled trust containing the assets of more than one plan on a line-by-line basis unless the trust meets one of the specific exceptions described in the instructions.

			Yes	No	Amount
а	Partnership/joint venture interests	3a		X	
b	Employer real property	3b		X	
	Real estate (other than employer real property)			X	
d	Employer securities	3d		X	
	Participant loans	3e	X		37206

Page	2	-
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Schedule I (Form 5500) 2012

		Г	1			
	Г		Yes	No	Amou	nt
3f	Loans (other than to participants)	3f		X		
g	Tangible personal property	3g		X		
Pa	art II Compliance Questions					
4	During the plan year:		Yes	No	Amou	ınt
а	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 plan year or classified during the year as uncollectible? Disregard participant loans secured by the participant's account balance.	4b		X		
С	Were any leases to which the plan was a party in default or classified during the year as uncollectible?	4c		X		
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a.)	4d		X		
е	Was the plan covered by a fidelity bond?	4e	X			400000
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 at any time hold 20% or more of its assets in any single security, debt, mortgage, parcel of real estate, or partnership/joint venture interest?	4i		X		
j	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4j		X		
k	Are you claiming a waiver of the annual examination and report of an independent qualified public accountant (IQPA) under 29 CFR 2520.104-46? If "No," attach an IQPA's report or 2520.104-50 statement. (See instructions on waiver eligibility and conditions.)	4k	X			
ı	Has the plan failed to provide any benefit when due under the plan?	41		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		X		
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	Ye	s XN	lo A	mount:	
5b	If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), ide transferred. (See instructions.)	ntify t	he plan	ı(s) to w	hich assets or liabili	ties were
	5b(1) Name of plan(s)			5b(2)	EIN(s)	5b(3) PN(s)
						+
Pa	t III Trust Information (optional)	1				
6a	Name of trust			6b Tru	ıst's EIN	

SCHEDULE R (Form 5500)

Department of the Treasury Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

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

2012

This Form is Open to Public Inspection.

	Pension Benefit Guaranty Corporation					
For	calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and e	ending	12/31/2	012		
	Name of plan STEIA CAPITAL, LLC RETIREMENT PLAN	р	nree-digit blan numbe PN)	er •	001	
	Plan sponsor's name as shown on line 2a of Form 5500 STEIA CAPITAL, LLC		mployer Ide		ion Number (EI	N)
Pa	art 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 dur payors who paid the greatest dollar amounts of benefits):	ing the ye	ear (if more	e than t	wo, enter EINs	of the two
	EIN(s): 04-6568107					
	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 year	•	3			
Pa	Funding Information (If the plan is not subject to the minimum funding requirements of ERISA section 302, skip this Part)	of section	of 412 of	the Inte	ernal Revenue (Code or
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 6	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: Mon If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the re a Enter the minimum required contribution for this plan year (include any prior year accumulated fun	mainder		•	Year _	
	deficiency not waived)	-	6a			
	b Enter the amount contributed by the employer to the plan for this plan year					
	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 cauthority providing automatic approval for the change or a class ruling letter, does the plan sponsor or administrator agree with the change?	· plan		Yes	☐ No	□ N/A
Pa	art 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.	ease	Decre	ase	Both	☐ No
Pa	rt IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 49750 skip this Part.	(e)(7) of t	the Internal	Reven	ue Code,	
10	Were unallocated employer securities or proceeds from the sale of unallocated securities used to repa	ay any ex	cempt 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 " (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

Pa	rt V	Additional Information for Multiemployer Defined Benefit Pension Plans						
13		er the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in lars). See instructions. Complete as many entries as needed to report all applicable employers.						
	а	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						
	е	Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).) (1) Contribution rate (in dollars and cents) (2) Base unit measure: Hourly Weekly Unit of production Other (specify):						
	а	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						
	е	Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).) (1) Contribution rate (in dollars and cents) (2) Base unit measure: Hourly Weekly Unit of production Other (specify):						
	а	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						
	е	Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).) (1) Contribution rate (in dollars and cents) (2) Base unit measure: Hourly Weekly Unit of production Other (specify):						
	а	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						
	е	Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).) (1) Contribution rate (in dollars and cents) (2) Base unit measure: Hourly Weekly Unit of production Other (specify):						
	а	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						
	е	Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).) (1) Contribution rate (in dollars and cents) (2) Base unit measure: Hourly Weekly Unit of production Other (specify):						
	а	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						
	е	Contribution rate information (If more than one rate applies, check this box and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).) (1) Contribution rate (in dollars and cents) (2) Base unit measure: Hourly Weekly Unit of production Other (specify):						

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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 line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b		
17	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.			
Р	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 lines (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:			
	C What duration measure was used to calculate line 19(b)? ☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):			