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

Part I Annual Report Identification Information

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

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
HELLMAN & FRIEDMAN PROFIT SHARING AND 401 (K) SAVINGS PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 10/01/1984

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

HELLMAN & FRIEDMAN LLC

ONE MARITIME PLAZA, 12TH FLOOR
SAN FRANCISCO, CA 94111

2b Employer Identification Number (EIN)
38-3708132

2c Sponsor's telephone number
415-788-5111

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.	10/14/2013	JUDD SHER
	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

Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)

Preparer's telephone number (optional)

3a Plan administrator's name and address [X] Same as Plan Sponsor Name [ ] Same as Plan Sponsor Address	**3b** Administrator's EIN	
	3c Administrator's telephone number	
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:	**4b** EIN	
a Sponsor's name	**4c** PN	
5 Total number of participants at the beginning of the plan year	**5**	121
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**	92
b Retired or separated participants receiving benefits	**6b**	0
c Other retired or separated participants entitled to future benefits	**6c**	42
d Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	134
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f Total. Add lines **6d** and **6e**	**6f**	134
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	115
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	8
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 Characteristics Codes in the instructions:
2E 2G 2J 2R 2T 3D 3B

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics 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.**	**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
HELLMAN & FRIEDMAN PROFIT SHARING AND 401 (K) SAVINGS PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
HELLMAN & FRIEDMAN LLC

D Employer Identification Number (EIN)
38-3708132

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

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)

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 64	NONE	14561	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

MCDONALD CAPITAL INVESTORS INC

94-2832299

(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?
28 50	NONE	9820	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(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 71 72 59 62	NONE	1375	Yes [X] No [ ]	Yes [X] No [ ]	156	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)

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 [ ]

(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

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
HELLMAN & FRIEDMAN PROFIT SHARING AND 401 (K) SAVINGS PLAN

B Three-digit plan number (PN) ▶ 002

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
HELLMAN & FRIEDMAN LLC

D Employer Identification Number (EIN)
38-3708132

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 INSTL FIXED INCOME CL 3

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)
81-0625170-005	C	364155

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)

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):

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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)

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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

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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

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
HELLMAN & FRIEDMAN PROFIT SHARING AND 401 (K) SAVINGS PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
HELLMAN & FRIEDMAN LLC

D Employer Identification Number (EIN)
38-3708132

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)	1817366	1764604
(2) Participant contributions	1b(2)	242670	509914
(3) Other	1b(3)	249	
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	145606	9022356
(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)	205113	204440
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	127198	108992
(9) Value of interest in common/collective trusts	1c(9)	239484	364155
(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)	8466986	22023548
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	25231826	8664036

			(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	36476498	42662045
	Liabilities			
g	Benefit claims payable	1g		400459
h	Operating payables	1h		3412
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		130796
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	534667
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	36476498	42127378

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)	1712920	
	(B) Participants	2a(1)(B)	1140660	
	(C) Others (including rollovers)	2a(1)(C)	31174	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		2884754
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	24364	
	(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)	4315	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		28679
	(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)	635716	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		635716
	(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
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)	2183196	
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		2183196

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		730
(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)		1082084
c Other income	2c		228825
d Total income. Add all **income** amounts in column (b) and enter total	2d		7043984
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1368536	
(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)		1368536
f Corrective distributions (see instructions)	2f		
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)	9820	
(4) Other	2i(4)	14748	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		24568
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1393104
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		5650880
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: DELOITTE & TOUCHE LLP **(2)** EIN: 13-3891517

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 lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 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		16500
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	

			Yes	No	Amount
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		1000000
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)

Part V Trust Information (optional)

6a Name of trust	**6b** Trust's EIN

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

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
HELLMAN & FRIEDMAN PROFIT SHARING AND 401 (K) SAVINGS PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
HELLMAN & FRIEDMAN LLC

D Employer Identification Number (EIN)
38-3708132

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 lines 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 lines 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 lines 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 lines 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 lines 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 lines 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 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 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 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:
☐ 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 line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Hellman & Friedman Profit Sharing and 401(k) Savings Plan

Employer ID No.: 38-3708132
Plan No.: 002

Financial Statements as of December 31, 2012 and 2011, and for the Year Ended December 31, 2012, Supplemental Schedules as of and for the Year Ended December 31, 2012, and Independent Auditors' Report

HELLMAN & FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN

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NOTE: All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

Deloitte.

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USA

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INDEPENDENT AUDITORS' REPORT

To the Administrative Committee of and Participants in the
Hellman & Friedman Profit Sharing and 401(k) Savings Plan
San Francisco, California

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the Hellman & Friedman Profit Sharing and 401(k) Savings Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, the related statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

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 3, which was certified by Charles Schwab Bank, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. 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 certifications from the trustee as of December 31, 2012 and 2011, and for the year ended December 31, 2012, that the information provided to the Plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

The supplemental schedules as listed in the table of contents are required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, and are presented for the purpose of additional analysis and are not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on these supplemental schedules.

Report on Form and Content in Compliance with Department of Labor Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, 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.

Deloitte & Touche LLP

October 10, 2013

HELLMAN AND FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
AS OF DECEMBER 31, 2012 AND 2011

	2012	2011
ASSETS:		
Investments — at fair value:		
Self-directed brokerage investments	$27,757,844	$25,436,940
Mutual funds	11,677,247	8,652,781
Cash and cash equivalents	479,289	330,922
Collective trust fund	364,155	245,006
Total investments — at fair value	40,278,535	34,665,649
Receivables:		
Employer contribution	1,764,604	1,801,366
Participant contributions	509,914	
Notes receivable from participants	108,992	126,878
Receivables for securities sold		79,326
Total receivables	2,383,510	2,007,570
Total assets	42,662,045	36,673,219
LIABILITIES:		
Accrued administrative expenses	3,412	3,493
Payables for securities purchased	130,796	211,912
Distributions payable	381,390	
Excess contributions payable	19,069	
Total liabilities	534,667	215,405
NET ASSETS AVAILABLE FOR BENEFITS	$42,127,378	$36,457,814

See notes to financial statements.

HELLMAN & FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2012

ADDITIONS:	
Contributions:	
Participant	$ 1,124,160
Rollover	31,174
Employer profit sharing — net	1,748,104
Total contributions	2,903,438
Investment income:	
Net appreciation in fair value of investments	3,494,835
Dividends	635,716
Interest	24,364
Net investment income	4,154,915
Interest income on notes receivable from participants	4,315
DEDUCTIONS:	
Benefits paid to participants	1,368,536
Administrative expenses	24,568
Total deductions	1,393,104
INCREASE IN NET ASSETS	5,669,564
NET ASSETS AVAILABLE FOR BENEFITS:	
Beginning of year	36,457,814
End of year	$42,127,378

See notes to financial statements.

1. DESCRIPTION OF THE PLAN

General — Hellman & Friedman Profit Sharing and 401(k) Savings Plan (the "Plan") is a defined contribution plan sponsored by Hellman & Friedman LLC (the "Company"). The Plan is intended to qualify under Sections 401(a) and 401(k) of the Internal Revenue Code (IRC). To participate in the Plan, employees must be an eligible employee as defined under the Plan, satisfy the service requirement of 21 weeks of consecutive employment or a year of service as defined under the Plan, and must be employed by the Company on the applicable entry date. All matters other than investments that concern the operation of the Plan are the responsibility of the administrators. Effective June 18, 2012, as amended pursuant to the Fifth Amendment to the Plan, the administrators are Judd Sher and Mary Gorman. Charles Schwab Trust Company, a division of Charles Schwab Bank, serves as the trustee of the Plan and Schwab Retirement Plan Services, Inc., is the Plan record keeper. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974.

During the year ended December 31, 2012, the Plan was additionally amended for the following: (i) to reflect the addition of Maritime Plaza Services LLP as an adopting employer, (ii) to provide for in-plan Roth rollovers, (iii) to allocate forfeitures attributable to nonsafe harbor nonelective contributions to reduce the Company's contributions, and (iv) to allow in-services distributions from rollover accounts and money purchase plan accounts and to clarify various rules applicable to money purchase plan accounts.

Contributions — Contributions to the Plan include (i) salary reduction contributions authorized by participants, (ii) discretionary contributions made by the Company ("Profit Sharing Contribution"), and (iii) participant rollovers from another plan. The Plan also permits participants to make Roth 401(k) contributions of their after-tax compensation. The Roth participants receive no current-year tax savings, but they may withdraw their contributions and earnings tax free at a later date under certain conditions.

Participants may elect to contribute between 1% and 90% of their annual pretax earnings each year, subject to certain IRC limitations of $17,000 for the Plan year ended December 31, 2012, as defined in the Plan document. Such contributions are excluded from the participant's taxable income for federal income tax purposes until received as a withdrawal or distribution from the Plan. All employees who are eligible to make salary deferral contributions and who have attained, or will attain, age 50 before the close of the Plan year are eligible to make catch-up contributions of up to $5,500 for 2012.

At its discretion, the Company may elect to make a Profit Sharing Contribution to the Plan and allocate such contribution to each individual participant's account in the ratio of each individual's compensation, as defined under the Plan, for the applicable period over the total compensation of all participants eligible to receive such allocation. Such contributions made on behalf of the participants are excluded from the participant's taxable income for federal income tax purposes until received as a withdrawal or distribution from the Plan. To be eligible for a Profit Sharing Contribution, the participant must be employed on the last day and credited with at least 850 hours of service during the allocation period as defined under the Plan, or terminated because of retirement, death, or disability. During the year ended December 31, 2012, the Profit Sharing Contribution funded by the Company into the Plan was $1,878,089.

Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. Such contributions are subject to IRC limitations.

Participant Accounts — Individual accounts are maintained for each participant of the Plan. Each participant's account is credited with the participant's contribution, the employer's contributions, and Plan earnings. Participant accounts are also charged with withdrawals, Plan losses, and Plan administrative expenses that are paid by the participants. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Investments — Participants may direct the investment of their contributions and/or account balances into various investment options offered by the Plan, and may change investments and transfer amounts between funds daily. The Plan offers 20 authorized mutual funds and a participant-directed brokerage account feature. Participants may direct their investments through a trustee-sponsored brokerage account — Schwab Personal Choice Retirement Account, which provides the participants access to more investment choices than are otherwise available in the Plan.

Vesting — Participants are vested immediately in their contributions, plus actual earnings thereon. Vesting in the Profit Sharing Contribution portion of the account is 33%, 66%, and 100% vested at the end of the first, second, and third year, respectively, of period of service as defined under the Plan.

Notes Receivable from Participants — Participants may borrow from their accounts a minimum of $1,000 or up to a maximum of the lesser of one-half of the vested account balance or $50,000. Each participant may have a maximum of one loan outstanding at any time. The loans are secured by an assignment of a participant's vested interest in the Plan, bear interest at a reasonable rate as determined by the administrators, and subject to a $75 fee to establish the loan. Principal and interest are paid ratably through payroll deductions or as a lump sum for the outstanding loan balance. Loan terms may not exceed five years, except loans used for the purchase of a primary residence, in which case the loan may be repaid over a 15-year period. As of December 31, 2012, participant loans have maturities through 2025 at interest rates ranging from 3.25% to 7.75%.

Payment of Benefits — On termination of service with the Company (including termination of service due to death, disability, or retirement on or after normal retirement age as defined under the Plan), a participant may generally receive a lump-sum amount equal to the value of the participant's vested interest in his or her account, or the option of equal installment payments over a specified period of time. The lump-sum distribution will be made directly to the participant or, at the participant's election, rolled over either to another qualified retirement plan that agrees to receive the distribution or to an individual retirement account established by the participant.

Additionally, the Plan is required to make annual minimum distribution of benefits to participants who reach age 70 1/2 or have retired beginning no later than the April 1 following the end of the year in which the participant reached that age or retired.

Participants are also eligible to make hardship withdrawals from their deferred contributions in the event of certain financial hardships. Following a hardship withdrawal, participants are not allowed to contribute to the Plan for a period of six months.

Forfeited Accounts — When certain terminations of participation in the Plan occur, the nonvested portion of the participant's account, as defined by the Plan, represents a forfeiture. The Plan document permits the use of forfeitures to either reduce future employer contributions or Plan administrative expenses for the Plan year. However, if a participant is reemployed and fulfills certain requirements, as defined in the Plan document, the account will be reinstated. At December 31, 2012 and 2011, forfeited nonvested accounts totaled $150,638 and $68,575, respectively. During 2012, employer contributions were reduced by $129,985 from forfeited nonvested accounts.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting — The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (GAAP).

Use of Estimates — The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Risks and Uncertainties — The Plan provides various investment options to its participants. Investment securities, in general, are exposed to various risks, such as interest rate risk, credit risk, and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the value of the participants' account balances and the amounts reported in the financial statements.

Investment Valuation and Income Recognition — The Plan's investments are stated at fair value. Quoted market prices are used to value investments in individually directed accounts. Individually directed accounts consist of investments, such as, but not limited to, interest-bearing cash, preferred stock, common stock, U.S. government securities, and mutual funds. Shares of mutual funds are valued at quoted market prices, which represent the net asset value (NAV) of shares held by the Plan at year-end. Common and collective trust funds are stated at fair value as determined by the issuer of the common and collective trust funds based on the fair market value of the underlying investments. The Plan's common and collective trust fund does not have underlying investments in investment contracts. In addition, the Plan does not have investments in stable value funds.

Purchases and sales of securities 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.

Notes Receivable from Participants — Notes receivable from participants is measured at its unpaid principal balance, plus any accrued but unpaid interest. Delinquent participant loans are recorded as distributions based on the terms of the Plan document.

Administrative Expenses — All investment management and transaction fees directly related to the Plan investments are paid by the Plan. Management fees and operating expenses charged to the Plan for investments are deducted from income earned on a daily basis and are not separately reflected. Consequently, management fees and operating expenses are reflected as a reduction of investment return for such investments.

Payment of Benefits — Benefit payments to participants are recorded upon distribution. There were no participants who elected to withdraw from the Plan, but had not yet been paid at December 31, 2012. As of December 31, 2012, the Plan has a distribution payable of $381,390 to a participant who reached the required age to receive annual minimum distribution of benefits under the Plan.

Excess Contributions Payable — The Plan is required to return contributions received during the Plan year in excess of the IRC limits.

Subsequent Events — Subsequent events were evaluated through October 10, 2013, the date the financial statements were available to be issued.

3. INFORMATION CERTIFIED BY THE TRUSTEE

The following information regarding the Plan as of December 31, 2012 and 2011, and for the year ended December 31, 2012, included in the Plan's financial statements and supplemental schedules was prepared by or derived from information prepared by Charles Schwab Trust Company, the trustee of the Plan, and furnished to the administrators. The administrators have obtained certifications from the trustee that such information is complete and accurate.

	2012	2011
Statements of Net Assets Available for Benefits		
Investments — at fair value:		
Self-directed brokerage investments	$ 27,757,844	$ 25,436,940
Mutual funds	11,677,247	8,652,781
Cash and cash equivalents	479,289	330,922
Common and collective trust funds	364,155	245,006
Total investments — at fair value	$ 40,278,535	$ 34,665,649
Notes receivable from participants	$ 108,992	$ 126,878
Receivables for securities sold		79,326
Payables for securities purchased	130,796	211,912

	2012
Statement of Changes in Net Assets Available for Benefits	
Net appreciation in fair value of investments	$ 3,494,835
Dividends	635,716
Interest	24,364

Supplemental schedules: All investment balances and information included in the supplemental schedule of assets (held at end of year).

Notes 4 and 5: All investment balances and investment information, excluding the classification and level of investments in Note 4, Fair Value Measurement.

4. FAIR VALUE MEASUREMENTS

The framework for measuring fair value provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value, as follows: Level 1, which refers to securities valued using unadjusted quoted prices from active markets for identical assets; Level 2, which refers to securities not traded on an active market, but for which observable market inputs are readily available; and Level 3, which refers to securities valued based on significant unobservable inputs. Assets are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

Asset Valuation Techniques — Valuation technologies maximize the use of relevant observable inputs and minimize the use of unobservable inputs. The 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, 2012 and 2011.

Common and Preferred Stocks — Valued at the closing price reported on the active market on which the individual securities are traded.

Mutual Funds — Valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily NAV and to transact at that price. The mutual funds held by the Plan are deemed to be actively traded.

Unit Investment Trusts — Valued at the closing price reported on the active market on which the trusts are traded.

Collective Trust Funds — Valued at the NAV of units of the collective trust. The NAV, as provided by the trustee, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by the fund, less its liabilities. This practical expedient is not used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. Participant transactions (purchased and sales) may occur daily. Were the Plan to initiate a full redemption of the collective trust, the investment adviser reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

Government and Agency Obligations and Corporate Obligations — Valued using pricing models maximizing the use of observable inputs for similar securities.

Other — The value of certain securities may be estimated using NAVs specifically calculated and reported by the issuer of the security, or valuations determined and reported by an independent third-party valuation firm.

Cash and Cash Equivalents — Valued using market quotations or based on pricing models maximizing the use of observable inputs for similar securities.

A summary of the Plan's investments measured at fair value on a recurring basis, set forth by level within the fair value hierarchy, at December 31, 2012 and 2011, is as follows:

	Fair Value Measurements at December 31, 2012			
	Active Markets for Identical Assets (Level 1)	Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	December 31, 2012, Total
Self-directed brokerage investments:				
Common and preferred stocks	$ 5,696,302	$ -	$ -	$ 5,696,302
Mutual funds	10,346,301			10,346,301
Unit investment trusts	2,967,734			2,967,734
Limited partnership		204,440		204,440
Cash and cash equivalents	19,692	8,523,375		8,543,067
Total self-directed brokerage investments	19,030,029	8,727,815	-	27,757,844
Mutual funds:				
Equity funds	1,285,730			1,285,730
Index funds	3,460,255			3,460,255
Target retirement funds	2,509,903			2,509,903
Bond	89,907			89,907
Stock fund		4,331,452		4,331,452
Collective trust fund		364,155		364,155
Cash and cash equivalents	221,094	258,195		479,289
Total investments	$ 26,596,918	$ 13,681,617	$ -	$ 40,278,535

	Fair Value Measurements at December 31, 2011			
	Active Markets for Identical Assets (Level 1)	Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	December 31, 2011, Total
Self-directed brokerage investments:				
Common and preferred stocks	$ 4,433,426	$ -	$ -	$ 4,433,426
Government and agency obligations		161,700		161,700
Corporate obligations		604,617		604,617
Mutual funds	11,455,100			11,455,100
Unit investment trusts	2,891,389			2,891,389
Limited partnership		205,113		205,113
Cash and cash equivalents	2,490	5,683,105		5,685,595
Total self-directed brokerage investments	18,782,405	6,654,535	-	25,436,940
Mutual funds:				
Equity funds	801,882			801,882
Index funds	2,231,356			2,231,356
Target retirement funds	1,751,465			1,751,465
Bond	43,893			43,893
Stock fund		3,824,185		3,824,185
Collective trust fund		245,006		245,006
Cash and cash equivalents	243,799	87,123		330,922
Total investments	$ 23,854,800	$ 10,810,849	$ -	$ 34,665,649

Certain of the Plan's investments at fair value have been estimated using the NAV per share of the investment. Plan participants had the ability to redeem those investments with the investee at NAV per share at December 31, 2012 and 2011. There were no unfunded commitments, normal course of business redemption restrictions, or other redemption restrictions on those investments at December 31, 2012 or 2011.

Transfers Between Levels — The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

We evaluate the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total net assets available for benefits. For the year ended, December 31, 2012, there were no transfers between levels.

5. INVESTMENTS

There are no redemption restrictions on the Plan's individual investments. The Plan's individual investments that represented 5% or more of the Plan's net assets available for benefits as of December 31, 2012 and 2011, are as follows:

	2012	2011
Investments at fair value:		
The McDonald Fund	$ 4,331,452	$ 4,237,004
Schwab Money Market Fund	8,197,967	5,165,399
Artisan International Fund Investment	3,022,180	2,462,623

During the year ended December 31, 2012, 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:

Self-directed brokerage investments:	
Common and preferred stocks	$ 659,642
Mutual funds	1,463,504
Unit investment trusts	80,357
Cash and cash equivalents	39,183
Total self-directed brokerage investments	2,242,686
Mutual funds:	
Equity funds	150,240
Index funds	295,731
Target retirement funds	211,340
Bond	4,848
Stock fund	563,243
Collective trust fund	26,747
Net appreciation in fair value of investments	$3,494,835

6. FEDERAL INCOME TAX STATUS

The Plan uses a prototype plan document sponsored by Charles Schwab Trust Company. Charles Schwab Trust Company received an opinion letter from the Internal Revenue Service (IRS), dated May 23, 2008, which states that the prototype document satisfies the applicable provisions of the IRC. The Plan itself has not received a determination letter from the IRS. However, the Plan's management believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income tax has been included in the Plan's financial statements.

The Plan administrators have analyzed tax positions taken by the Plan, and have concluded that as of December 31, 2012, there are no uncertain positions taken or expected to be taken that could 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 periods in progress.

7. EXEMPT PARTY-IN-INTEREST TRANSACTION

The Plan allows for transactions with certain parties who may perform services or have fiduciary responsibilities to the Plan. Certain Plan investments are shares of various mutual funds that are owned and managed by Charles Schwab, who has been designated investment manager. The Plan also issues loans to participants, which are secured by the vested balances in the participants' accounts.

8. NONEXEMPT PARTY-IN-INTEREST TRANSACTION

Department of Labor Regulation 2510.3-102 specifies that the elective deferrals withheld from employee wages as part of the Section 401(k) cash or deferred plan become "plan assets" as of the earliest date on which they can be reasonably segregated from the employer's general assets, but in no event any later than the 15th business day of the month following the month in which they are withheld. The Plan remitted a 2011 participant contributions of $16,500 to the trustee on July 3, 2013, which was later than required. The Company filed Form 5330 with the IRS and paid the required excise tax on the transaction. In addition, the participant accounts were credited with the amount of investment income that would have been earned had the participant contribution been remitted on a timely basis.

9. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

A reconciliation of net assets available for benefits per the financial statements to the total net assets per the Form 5500 as of December 31, 2012 and 2011, and the increase (decrease) in net assets per the financial statements to the net income (loss) per the Form 5500 for the year ended December 31, 2012, is as follows:

	2012	2011
Net assets available for benefits per the financial statements	$ 42,127,378	$ 36,457,814
Adjustments:		
Delinquent participant contribution		(16,500)
Employer contribution receivable		35,184
Total net assets per the Form 5500	$ 42,127,378	$ 36,476,498

Adjustments are to reflect an employer profit-sharing contribution receivable in the Form 5500 as of December 31, 2011, that was funded by Plan forfeitures during the year ended December 31, 2012, and the late remittance of a participant contribution described in Note 7.

* * * * * *

SUPPLEMENTAL SCHEDULES

HELLMAN & FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN

Employer ID No: 38-3708132
Plan No: 002

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(d) Cost **	(e) Current Value
	SCHWAB INVESTOR MONEY FUND	Cash equivalents	$ 479,289	$ 479,289
	MUTUAL AND OTHER FUNDS:			
	Artisan International Fund Inv	Mutual funds	214,016	306,683
	Artisan Midcap Value Fund	Mutual funds	203,559	221,210
	Dfa Emerging Markets Value	Mutual funds	66,470	61,634
	Dodge & Cox Intl Stock Fd	Mutual funds	440,171	496,001
	Royce Pennsylvania Mutual Fd Invesmt	Mutual funds	187,427	200,199
	Schwab S&P 500 Index Fund — Select S	Mutual funds	696,148	801,521
	The Mcdonald Fund	Mutual funds	2,559,411	4,331,452
	Vanguard Balanced Index Fd Signal	Mutual funds	1,808,165	1,904,262
	Vanguard Growth Index Fd Signal	Mutual funds	272,693	293,055
	Vanguard High-Yield Corporate Fd Inv	Mutual funds	85,903	89,907
	Vanguard Mid Cap Growth Index Inv	Mutual funds	80,058	85,041
	Vanguard Mid Cap Index Signal	Mutual funds	42,974	43,188
	Vanguard Small-Cap Value Index Fd I	Mutual funds	35,125	37,096
	Vanguard Target Retirement Income In	Mutual funds	260,027	274,366
	Vanguard Target Retirement 2020 Fd I	Mutual funds	89,317	94,811
	Vanguard Target Retirement 2030 Fd I	Mutual funds	753,469	806,298
	Vanguard Target Retirement 2040 Fd I	Mutual funds	1,253,804	1,321,072
	Vanguard Target Retirement 2050 Fd I	Mutual funds	12,782	13,356
	Vanguard Value Index Fd Signal	Mutual funds	282,699	296,093
	Schw Instl Fix Inc Tr Cl 3	Collective investment trusts	310,655	364,155
	Total mutual and other funds		9,654,873	12,041,400
	SELF-DIRECTED BROCKERAGE INVESTMENTS:			
	Schwab Cash Reserves Sweep Shares	Cash equivalents		43,607
	Schwab Government Money Fund	Cash equivalents		26,124
	Schwab Money Market Fund	Cash equivalents		8,197,967
	Schwab US Treasury Money Fund	Cash equivalents		212,350
	Schwab Value Advantage Money Fund	Cash equivalents		62,989
	Affymetrix Inc	Common stock		3,170
	Alcoa Inc	Common stock		8,680
	Altria Group Inc	Common stock		1,572
	Apple Inc	Common stock		146,352
	Applied Micro Circuits New	Common stock		253
	Auto Data Processing	Common stock		569,300
	Baker Hughes Inc	Common stock		24,509
	Bank of America Corp	Common stock		4,563

(Continued)

HELLMAN & FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN

Employer ID No: 38-3708132
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FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(d) Cost **	(e) Current Value
	Barrick Gold Corporation	Common stock	$ -	$ 28,008
	Berkshire Hathaway B New	Common stock		7,176
	Biogen Idec Inc	Common stock		6,733
	Blackstone Group LP	Common stock		125,577
	Blyth Inc New	Common stock		912
	Boeing Co	Common stock		26,753
	Bristol-Myers Squibb Co	Common stock		35,849
	China Mobile H K ADR	Common stock		49,912
	Cisco System Inc	Common stock		9,182
	Citigroup Inc New	Common stock		7,930
	Coca Cola Ent New	Common stock		3,751
	Comcast Corp New Cl A	Common stock		1,905
	Costco Whsl Corp New	Common stock		2,175
	Crown Castle Intl Corp	Common stock		10,824
	Disney Walt Hldg Co	Common stock		4,979
	Ebay Inc	Common stock		5,100
	Evolving Sys Inc	Common stock		11,920
	Exelixis Inc	Common stock		4,570
	Express Scripts Holding Company	Common stock		162
	Garmin Ltd New	Common stock		18,011
	Huron Consulting Group	Common stock		3,369
	Interplay Entertainment	Common stock		23
	Intuit	Common stock		148,689
	iShares Tr Dow Jones US Real Estate	Common stock		2,407
	iShares Tr Russell 2000 Index Fd	Common stock		17,713
	J P Morgan Chase & Co	Common stock		219,846
	JDS Uniphase Corp New	Common stock		2,525
	Johnson & Johnson	Common stock		992,968
	Kraft Foods Group Inc	Common stock		500
	Macquarie Infrastr Co LLC	Common stock		13,668
	Mastercard Inc	Common stock		466,716
	Merck & Co Inc New	Common stock		819
	Microsoft Corp	Common stock		861,052
	Mondelez Intl Inc	Common stock		865
	Omnicom Group	Common stock		49,960
	Oracle Corporation	Common stock		15,760
	Petrochina Co ADR	Common stock		21,567
	Pfizer Incorporated	Common stock		1,196
	Philip Morris Intl Inc	Common stock		4,182
	Pimco Exch Traded Fund	Common stock		13,498
	Safeway	Common stock		720
	Telik Inc New	Common stock		86

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HELLMAN & FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN

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AS OF DECEMBER 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(d) Cost **	(e) Current Value
	The Charles Schwab Corp	Common stock	$ -	$ 21,850
	Vanguard Specialized Fds	Common stock		26,583
	Vertex Pharmaceuticals	Common stock		12,570
	Visa Inc Cl A	Common stock		303,160
	Wal-Mart Stores Inc	Common stock		204,690
	Waste Management Inc Del	Common stock		611
	Wells Fargo & Co New	Common stock		20,508
	Yahoo! Inc	Common stock		11,542
	1/100 Berkshire Htwy Cl A	Common stock		670,300
	3M Company	Common stock		464,250
	Swedish Expt Cr Corp	Preferred stock		408
	Allianz Nfj Dividend Value Fund Cl D	Mutual funds		16,109
	Allianz Rcm Global Small Cap Cl D	Mutual funds		10,576
	Alpine Intl Real Estate Equity Fd	Mutual funds		7,819
	American Beacon Largecap Val Inv	Mutual funds		11,644
	American Century Equity Income Fd In	Mutual funds		20,416
	Artisan Global Oppty Inv Cl	Mutual funds		427,989
	Artisan International Fund Inv	Mutual funds		2,715,497
	Artisan International Value Fund	Mutual funds		33,026
	Artisan Midcap Fd	Mutual funds		132,238
	Artisan Midcap Value Fund	Mutual funds		223,173
	Artisan Small Cap Investor Fund	Mutual funds		642,287
	Artisan Small Cap Value Investor	Mutual funds		290,563
	Artisan Value Fund Inv	Mutual funds		165,769
	Baron Growth Fund	Mutual funds		119,458
	Baron Small Cap Fund	Mutual funds		8,194
	Blackrock Lifepath 2040 Port Inst	Mutual funds		19,506
	Boston Properties Inc	Mutual funds		13,226
	Cgm Realty Fund	Mutual funds		46,161
	Clipper Fund	Mutual funds		19,161
	Cohen & Steers Realty Shares	Mutual funds		14,550
	Columbia Select Large Cap Growth Z	Mutual funds		40,752
	DFA Emerging Markets Portfolio I	Mutual funds		108,144
	DFA Intl Small Co Portfolio Fund	Mutual funds		77,371
	DFA Realestate Secrties Portfolio I	Mutual funds		11,092
	DFA US Large Co Instl Index Port	Mutual funds		15,484
	DFA US Micro Cap Port I	Mutual funds		20,708

(Continued)

HELLMAN & FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN

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AS OF DECEMBER 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(d) Cost **	(e) Current Value
	Dodge & Cox Intl Stock Fd	Mutual funds	$ -	$ 149,309
	Dreyfus Small Cap Stock Index	Mutual funds		15,355
	Eaton Vance Floating Rate Adv Fd A	Mutual funds		3,215
	Fairholme Fund	Mutual funds		60,432
	Fidelity Floating Rate High Income	Mutual funds		245,944
	Fidelity High Income Fund	Mutual funds		18,213
	First Eagle Overseas Fund A	Mutual funds		174,339
	Goldman Sachs Tech Tollkeeper A	Mutual funds		12,092
	Harding Loevner Emerging Markets	Mutual funds		49,339
	India Fund Inc	Mutual funds		4,260
	Ing Global Real Estate Cl A	Mutual funds		5,307
	Janus Contrarian Fund Class T	Mutual funds		25,928
	Janus Global Life Sciences T	Mutual funds		7,248
	Janus Global Select Fund Class T Sha	Mutual funds		10,863
	Janus Growth & Income Fund Class T	Mutual funds		13,650
	Janus Overseas Fd Cl T	Mutual funds		46,914
	Kinetics Paradigm Fund	Mutual funds		39,662
	Laudus Mondrian Intl	Mutual funds		429,325
	Litman Gregory Mastersintl Fd Inst	Mutual funds		5,737
	Lwas/DFA Intl High Book To Market	Mutual funds		149,142
	Lwas/DFA US High Book To Market Port	Mutual funds		31,825
	Matthews China Investor	Mutual funds		6,979
	Meridian Growth Fund	Mutual funds		48,102
	Mfa Mortgage Investments	Mutual funds		11,271
	Neuberger Berman Large Cap Value In	Mutual funds		39,558
	Oakmark Fund I	Mutual funds		18,777
	Oakmark Intl Small Cap Fd I	Mutual funds		44,958
	Osterweis Fund	Mutual funds		1,288,728
	Pacific Financial Core Eqty Fd Inv C	Mutual funds		16,827
	Pacific Financial Explorer Fd Inv Cl	Mutual funds		15,000
	Pacific Financial Intl	Mutual funds		7,638
	Pacific Financial Strat Cons Inv Cl	Mutual funds		3,465
	Pacific Financial Tactical Fd Inv Cl	Mutual funds		6,440
	Parnassus Equity Income Fd Inv	Mutual funds		23,566
	Pax World Balanced Fd Individual Inv	Mutual funds		12,570
	Perkins Mid Cap Value Fund Class T	Mutual funds		25,265
	Perritt Micro Cap Opportunities Fund	Mutual funds		24,158
	Pimco Corporate Oppty Fd	Mutual funds		60,171

(Continued)

HELLMAN & FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN

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AS OF DECEMBER 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(d) Cost **	(e) Current Value
	Pimco Emer Mkts Currency Cl D	Mutual funds	$ -	$ 8,000
	Pimco High Income Fund	Mutual funds		6,812
	Pimco High Yield Fund Class D	Mutual funds		3,286
	Pimco Real Return Fd Cl D	Mutual funds		12,300
	Pimco Total Return Fd Cl D	Mutual funds		98,599
	Powershares Exch Trad Fd Tr	Mutual funds		6,131
	Royce Micro Cap Fund Investment Cl	Mutual funds		9,290
	Rs Partners Fund A	Mutual funds		12,572
	Schwab Dividend Equity Fund	Mutual funds		121,153
	Schwab Health Care Fund	Mutual funds		50,281
	Schwab Large-Cap Growth	Mutual funds		5,946
	Schwab S&P 500 Index Fund — Select S	Mutual funds		105,208
	Schwab Small Cap Index Select	Mutual funds		20,633
	Schwab Target 2040 Fund	Mutual funds		66,415
	Ssga Emerging Markets Fund Instl	Mutual funds		29,540
	T Rowe Price Equity Income Fund	Mutual funds		25,156
	T Rowe Price Health Sciences Fd	Mutual funds		38,505
	T Rowe Price Mid-Cap Growth Fund	Mutual funds		32,740
	Third Avenue Value Fund Instl	Mutual funds		32,800
	Tocqueville Fund	Mutual funds		39,254
	Tocqueville Gold Fund	Mutual funds		8,014
	Ubs Global Allocation Cl Y	Mutual funds		97,089
	Us Global Investors Eastern European	Mutual funds		9,635
	Vanguard Dividend Growth Fund	Mutual funds		31,032
	Vanguard Emerging Mkts Stock Index	Mutual funds		6,700
	Vanguard Energy Fund Inv	Mutual funds		76,791
	Vanguard Extended Mkt Index Fd Inv	Mutual funds		15,947
	Vanguard Inflation Protected Sec Fd	Mutual funds		14,437
	Vanguard Intl Growth Portfolio Inv	Mutual funds		23,748
	Vanguard Reit Index Fund Inv	Mutual funds		8,631
	Vanguard Short Term Invstmt Grade I	Mutual funds		30,396
	Vanguard Small-Cap Value Index Fd I	Mutual funds		12,273
	Vanguard Target Retirement 2025 Fd I	Mutual funds		13,474
	Vanguard Target Retirement 2035 Fd I	Mutual funds		30,535
	Vanguard Total Intl Stk Index Fd Inv	Mutual funds		7,836
	Vanguard Total Stock Markt Indx Fd I	Mutual funds		604,714
	Vanguard Wellington Fund Inv	Mutual funds		167,968
	Vanguard 500 Index Fd Investor Shs	Mutual funds		87,542
	Wells Fargo Advtg Spc Midcap Val Inv	Mutual funds		12,435
	ALPS Trust ETF	Unit investment trusts		805,475

(Continued)

HELLMAN & FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN

Employer ID No: 38-3708132
Plan No: 002

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(d) Cost **	(e) Current Value
	BLDRS Emerging Mkts	Unit investment trusts	$ -	$ 9,321
	CurrencyShares Euro Tr	Unit investment trusts		3,536
	First Tr Bick Index	Unit investment trusts		6,662
	iShares FTSE NAREIT Indx Index Fd	Unit investment trusts		32,042
	iShares GSCI Commodity Index	Unit investment trusts		39,512
	iShares MSCI ACWI Index	Unit investment trusts		27,000
	iShares MSCI Jpn Idx Fdf	Unit investment trusts		96,392
	iShares Russell 1000 Value Index Fd	Unit investment trusts		16,457
	iShares S&P Euro 350	Unit investment trusts		11,193
	iShares S&P Gbl Consumer	Unit investment trusts		478,704
	iShares S&P U S Pfd Fund	Unit investment trusts		19,810
	iShares Silver Trust	Unit investment trusts		13,393
	iShares Tr	Unit investment trusts		35,583
	iShares Tr Comex Gold	Unit investment trusts		223,839
	iShares Tr DJ US Consumer Goods Sect	Unit investment trusts		7,049
	iShares Tr DJ US Utils	Unit investment trusts		7,015
	iShares Tr Dow Jones Select Dividend	Unit investment trusts		5,940
	iShares Tr Goldman Sachs	Unit investment trusts		27,509
	iShares Tr Goldman Sachs Tech Index	Unit investment trusts		9,849
	iShares Tr GS Investop	Unit investment trusts		105,985
	iShares Tr Lehman Aggregate Bd Fd	Unit investment trusts		5,893
	iShares Tr Lehman Bd Fd	Unit investment trusts		11,223
	iShares Tr Lehman Bond Fund	Unit investment trusts		24,721
	iShares Tr Lehman Tips Bond Fund	Unit investment trusts		13,266
	iShares Tr Msci Eafe Fd	Unit investment trusts		93,776
	iShares Tr Russell 1000	Unit investment trusts		14,342
	iShares Tr Russell 2000	Unit investment trusts		10,420
	iShares Tr S&P Midcap	Unit investment trusts		12,916
	iShares Trust Index Fund	Unit investment trusts		15,520
	iShares Trust S&P 500 Index	Unit investment trusts		26,900
	Powershares DB US Dlr Index Tr	Unit investment trusts		9,378
	Powershares Exch Trad Fd Tr	Unit investment trusts		480
	Powershs DB Commdty	Unit investment trusts		62,866
	Powershs Exch Trad F	Unit investment trusts		535
	Rydex ETF Trust	Unit investment trusts		53,085
	Sch US Reit ETF	Unit investment trusts		32,017
	SPDR Gold Trust SPDR Gold Shares	Unit investment trusts		93,162
	SPDR Index SHS FDS S & P EMKTSC ETF	Unit investment trusts		23,087
	SPDR S&P Dividend ETF	Unit investment trusts		39,747
	United St Nat Gas Fd New	Unit investment trusts		3,796
	Vanguard Bd Index Fd	Unit investment trusts		3,883
	Vanguard Div Appr Vipers	Unit investment trusts		7,809

(Continued)

HELLMAN & FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN

Employer ID No: 38-3708132
Plan No: 002

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2012

(a)	(b) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(d) Cost **	(e) Current Value
	Vanguard Index Funds	Unit investment trusts	$ -	$ 33,712
	Vanguard Index Funds	Unit investment trusts		36,530
	Vanguard Intl Equity Index	Unit investment trusts		47,971
	Vanguard Intl Equity Index Fd	Unit investment trusts		93,179
	Vanguard Total Stock Mkt	Unit investment trusts		142,398
	Vanguard World Funds	Unit investment trusts		4,687
	Wisdomtree Diefa Hi Yld	Unit investment trusts		566
	Wisdomtree Div Top 100	Unit investment trusts		1,112
	Wisdomtree Emerging	Unit investment trusts		6,569
	Wisdomtree Hi Yield Eqty	Unit investment trusts		824
	Wisdomtree India Earning	Unit investment trusts		6,528
	Wisdomtree Jap Smcap Div	Unit investment trusts		52,440
	Wisdomtree Japan Hi Yld Eq	Unit investment trusts		1,059
	Wisdomtree Midcap Dividend	Unit investment trusts		972
	T2 Qualified Fund PP LP	Limited partnership *		204,440
	Total self-directed brokerage investments		-	27,757,844
*	VARIOUS PARTICIPANTS	Participant loans (maturing 2013–2025 at interest rates of 3.25%–7.75%)		108,992
			$10,134,162	$40,387,525

* Party-in-interest.
** Cost information is not required for self-directed brokerage investments and therefore is not included.

(Concluded)

See accompanying independent auditors' report

HELLMAN & FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN

Employer ID No: 38-3708132
Plan No: 002

FORM 5500, SCHEDULE H, PART IV, QUESTION 4a — SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS FOR THE YEAR ENDED DECEMBER 31, 2012

	Total That Constitute Nonexempt Prohibited Transactions			Total Fully Corrected under VFCP and PTE 2002-51
Participant Contributions Transferred Late to the Plan	**Contributions Not Corrected**	**Contributions Corrected Outside VFCP**	**Contributions Pending Correction in VFCP**	
Check here if late participant loan contributions are included X	$ -	$ -	$ 16,500	$ 16,500

See accompanying independent auditors' report

HELLMAN&FRIEDMAN PROFIT SHARING & 401K SAVINGS PLAN
Schedule C, Part I, Line 3 - Service Provider Indirect Compensation Information
December 31, 2012

EIN: 38-3708132

Plan Number: 002

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

Fund Family/Provider	EIN	Formula
Artisan	39-1811840	Rate of 0.40% of average daily balance of asset(s)
Dodge & Cox	94-1441976	Rate of 0.10% of average daily balance of asset(s)
Royce	52-2343049	Rate of 0.20% of average daily balance of asset(s)
Schwab Funds	94-3106735	Range of 0.02 - 0.25% of average daily balance of assets

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

Fund Family/Provider	EIN	Formula
Schwab Funds	94-3106735	Rate of 0.05% of average daily balance of asset(s)

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

Fund Family/Provider	EIN	Formula
Allianz Funds	33-0457728	Rate of 0.40% of average daily balance of asset(s)
Alpine	13-3982412	Rate of 0.10% of average daily balance of asset(s)
American Beacon	75-2401150	Rate of 0.40% of average daily balance of asset(s)
American Century Investments	43-0821857	Rate of 0.35% of average daily balance of asset(s)
Artisan	39-1811840	Rate of 0.40% of average daily balance of asset(s)
Baron Capital Group	13-3122938	Rate of 0.40% of average daily balance of asset(s)
BlackRock	04-6171663	Rate of 0.50% of average daily balance of asset(s)
Clipper Fund	65-3893011	Rate of 0.46% of average daily balance of asset(s)
Cohen & Steers	14-1904657	Rate of 0.40% of average daily balance of asset(s)
Columbia	93-0577450	Rate of 0.40% of average daily balance of asset(s)
Dreyfus	13-2614959	Rate of 0.35% of average daily balance of asset(s)
Eaton Vance	04-2718215	Rate of 0.40% of average daily balance of asset(s)
First Eagle	13-3392291	Rate of 0.40% of average daily balance of asset(s)
Goldman Sachs	Not Available	Rate of 0.50% of average daily balance of asset(s)
Harding Loevner	Not Available	Rate of 0.40% of average daily balance of asset(s)
ING Funds	95-4516049	Rate of 0.45% of average daily balance of asset(s)
Janus	43-1804048	Rate of 0.35% of average daily balance of asset(s)
Kinetics	13-3878346	Rate of 0.40% of average daily balance of asset(s)
Laudus Funds	94-3106735	Rate of 0.30% of average daily balance of asset(s)
Matthews Asia Funds	94-3250972	Rate of 0.40% of average daily balance of asset(s)
Neuberger Berman	13-5521910	Rate of 0.29% of average daily balance of asset(s)
Oakmark	04-3276558	Rate of 0.35% of average daily balance of asset(s)
Osterweis	94-2871718	Rate of 0.06% of average daily balance of asset(s)
Pacific Financial	Not Available	Rate of 0.25% of average daily balance of asset(s)
Parnassus	94-6579180	Rate of 0.40% of average daily balance of asset(s)
Pax World	02-0280580	Rate of 0.40% of average daily balance of asset(s)
Perritt	04-3788672	Rate of 0.40% of average daily balance of asset(s)
Royce	52-2343049	Rate of 0.26% of average daily balance of asset(s)
RS Funds	94-3321067	Rate of 0.40% of average daily balance of asset(s)
Schwab Funds	94-3106735	Range of 0.02 - 0.25% of average daily balance of assets
State Street Global Advisors	42-1704580	Rate of 0.30% of average daily balance of asset(s)
T. Rowe Price	52-2264646	Rate of 0.03% of average daily balance of asset(s)
Third Avenue	01-0690900	Rate of 0.44% of average daily balance of asset(s)
Tocqueville	13-3549887	Rate of 0.40% of average daily balance of asset(s)
U.S. Global Investors	74-1619375	Rate of 0.40% of average daily balance of asset(s)
UBS	36-7056204	Rate of 0.55% of average daily balance of asset(s)
Van Eck	13-3210061	Rate of 0.10% of average daily balance of asset(s)
Wells Fargo Advantage	41-0449260	Rate of 0.40% of average daily balance of asset(s)

HELLMAN & FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN

Employer ID No: 38-3708132
Plan No: 002

FORM 5500, SCHEDULE H, PART IV, LINE 4i — SCHEDULE OF ASSETS (HELD AT END OF YEAR)
AS OF DECEMBER 31, 2012

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* Party-in-interest.
** Cost information is not required for self-directed brokerage investments and therefore is not included.

(Concluded)

See accompanying independent auditors' report

Attachment to 2012 Form 5500
Schedule H, line 4a - Schedule of Delinquent Participant Contributions

Plan Name HELLMAN & FRIEDMAN PROFIT SHARING AND 401 (K) SAVINGS PLAN **EIN:** 38-3708132
Plan Sponsor's Name HELLMAN & FRIEDMAN LLC **PN:** 002

	Total that Constitute Nonexempt Prohibitied Transactions			
Participant Contributions Transferred Late to Plan	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included: [X]	0	0	16,500	16,500