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

2013

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

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
PEAK6 INVESTMENTS LP 401(K) PS PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/1999

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

PEAK6 INVESTMENTS LP

141 WEST JACKSON
SUITE 500
CHICAGO, IL 60604

2b Employer Identification Number (EIN)
36-4166492

2c Sponsor's telephone number
312-362-2401

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.	10/09/2014	SARAH SCHWAB
	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:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	551
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**	377
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	161
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	538
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	538
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	513
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	41
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 2F 2G 2J 2K 2S 2T 3D

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)	[ ]	**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.**	**2013** **This Form is Open to Public Inspection.**

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan
PEAK6 INVESTMENTS LP 401(K) PS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
PEAK6 INVESTMENTS LP

D Employer Identification Number (EIN)
36-4166492

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(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?
37 60 64 65	RECORDKEEPER	1219	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 [ ]

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
ABF SM CAP VAL INV - STATE STREET	225 FRANKLIN STREET BOSTON, MA 02111	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
ASTON/F MID CAP N - BNY MELLON INV	P.O. BOX 9793 PROVIDENCE, RI 02940	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
INVS DIVRS DIVD INV - INVESCO INVE	11 GREENWAY PLAZA, SUITE 100 HOUSTON, TX 77046	0.50%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
JANUS TRITON T - JANUS SERVICES LL 43-1804048	0.35%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
MSIF MID CAP GRTH A - BOSTON FINAN 330 W. 9TH STREET KANSAS CITY, MO 66160	0.40%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
OAKMARK EQ & INC I - BOSTON FINANC P.O. BOX 8480 BOSTON, MA 02266	0.35%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
PERKINS MID CP VAL S - JANUS SERVI 43-1804048	0.50%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
PIMCO TOT RETURN ADM - BOSTON FINA P.O. BOX 8480 BOSTON, MA 02266	0.28%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
RS EMERGING MKTS A - BOSTON FINANC P.O. BOX 8480 BOSTON, MA 02266	0.55%

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
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
TCW SM CAP GRTH I - U.S. BANCORP F P.O. BOX 701 MILWAUKEE, WI 53201	0.35%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
VICTORY ESTB VALUE A - CITI FUND S 31-1249295	0.35%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	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.
WFA EMRG MKTS EQ ADM - BOSTON FINA P.O. BOX 8480 BOSTON, MA 02266	0.35%

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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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 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

2013

This Form is Open to Public Inspection

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan
PEAK6 INVESTMENTS LP 401(K) PS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
PEAK6 INVESTMENTS LP

D Employer Identification Number (EIN)
36-4166492

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	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	0	0
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	2102822	2423793
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	190368	207692
(9) Value of interest in common/collective trusts	1c(9)	0	0
(10) Value of interest in pooled separate accounts	1c(10)	0	0
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	26543895	34523339
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)	0	0
	(2) Employer real property	1d(2)	0	0
e	Buildings and other property used in plan operation	1e	0	0
f	Total assets (add all amounts in lines 1a through 1e)	1f	28837085	37154824
	Liabilities			
g	Benefit claims payable	1g	0	0
h	Operating payables	1h	0	0
i	Acquisition indebtedness	1i	0	0
j	Other liabilities	1j	0	0
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	28837085	37154824

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)	243936	
	(B) Participants	2a(1)(B)	2781291	
	(C) Others (including rollovers)	2a(1)(C)	812374	
	(2) Noncash contributions	2a(2)	0	
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		3837601
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	283	
	(B) U.S. Government securities	2b(1)(B)	0	
	(C) Corporate debt instruments	2b(1)(C)	0	
	(D) Loans (other than to participants)	2b(1)(D)	0	
	(E) Participant loans	2b(1)(E)	6493	
	(F) Other	2b(1)(F)	0	
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		6776
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)	0	
	(B) Common stock	2b(2)(B)	0	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1549032	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		1549032
	(3) Rents	2b(3)		0
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	0	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	0	
	(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)	0	
	(B) Other	2b(5)(B)	0	
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		5228762
c Other income	2c		0
d Total income. Add all **income** amounts in column (b) and enter total	2d		10622171
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2298452	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		2298452
f Corrective distributions (see instructions)	2f		0
g Certain deemed distributions of participant loans (see instructions)	2g		4662
h Interest expense	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	1318	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		1318
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		2304432
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		8317739
l Transfers of assets:			
(1) To this plan	2l(1)		0
(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: ERNST & YOUNG LLP **(2)** EIN: 34-6565596

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	
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		5000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n		X	

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ **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)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ..... ☐ Yes ☐ No ☐ Not determined

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

2013

This Form is Open to Public Inspection.

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan
PEAK6 INVESTMENTS LP 401(K) PS PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
PEAK6 INVESTMENTS LP

D Employer Identification Number (EIN)
36-4166492

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**

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): 04-6568107

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

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

Financial Statements and Supplemental Schedule

Peak6 Investments, LP 401(k) PS Plan
December 31, 2013 and 2012 and for the
Year Ended December 31, 2013
With Report of Independent Auditors

Ernst & Young LLP



Building a better working world

Peak6 Investments, LP 401(k) PS Plan

Financial Statements and Supplemental Schedule

December 31, 2013 and 2012 and for the
Year Ended December 31, 2013

Contents

Report of Independent Auditors.....1

Financial Statements

Statements of Net Assets Available for Benefits.....3
Statement of Changes in Net Assets Available for Benefits.....4
Notes to Financial Statements.....5

Supplemental Schedule

Schedule H, Line 4i – Schedule of Assets (Held at End of Year) 15

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ey.com

Building a better working world

Report of Independent Auditors

To the Plan Administrator
Peak6 Investments, LP 401(k) PS Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Peak6 Investments, LP 401(k) PS Plan, which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statement of changes in net assets available for benefits for the year ended December 31, 2013, 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 conformity with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

Auditor's 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. 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 certified investment information described in Note 5, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the entity that certified the investment information meets the requirements of 29 CFR 2520.103-8. The plan administrator has obtained certifications as of and for the year ended December 31, 2013 and 2012 and for the year ended December 31, 2012, stating that the investment information provided to the plan administrator is complete and accurate.

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Disclaimer of Opinion on Financial Statements

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.

Disclaimer of Opinion on Supplemental Schedule

The accompanying supplemental schedule of assets (held at end of year) as of December 31, 2013, is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule referred to above.

Report on Compliance of Form and Content With Department of Labor's Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the certified investment information, have been audited by us in accordance with auditing standards generally accepted in the United States 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.

Ernst & Young LLP

September 22, 2014

A member firm of Ernst & Young Global Limited

Peak6 Investments, LP 401(k) PS Plan

Statements of Net Assets Available for Benefits

	December 31	
	2013	**2012**
Assets		
Investments, at fair value:		
Shares of registered investment companies	**$ 36,947,132**	$ 28,646,717
Contributions receivable:		
Notes receivable from participants	**207,692**	190,368
Partnership matching contribution	**1,085,500**	242,456
	1,293,192	432,824
Net assets available for benefits	**$ 38,240,324**	$ 29,079,541

See accompanying notes.

Peak6 Investments, LP 401(k) PS Plan

Statement of Changes in Net Assets Available for Benefits

Year Ended December 31, 2013

Additions to net assets attributed to:		
Investment income:		
Net appreciation in fair value of registered investment companies	$	5,228,764
Dividends and interest		1,549,315
		6,778,079
Interest income on notes receivable from participants		6,493
Contributions:		
Participants		2,781,291
Partnership		1,086,979
Rollover		812,374
		4,680,644
Total additions		11,465,216
Deductions from net assets attributed to:		
Benefits paid to participants		2,303,115
Administrative expenses		1,318
Total deductions		2,304,433
Net increase		9,160,783
Net assets available for benefits:		
Beginning of year		29,079,541
End of year	$	38,240,324

See accompanying notes.

Peak6 Investments, LP 401(k) PS Plan

Notes to Financial Statements

December 31, 2013

1. Description of Plan

The following description of the Peak6 Investments, LP 401(k) PS Plan (the Plan) provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all employees (as defined) of PEAK6 Investments, LP and Subsidiaries (the Partnership). Such employees are eligible to participate in the Plan as of the first day of the month following the latter of the date of hire or the attainment of 18 years of age. Participants can begin contributing upon meeting the eligibility requirements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Contributions

The Plan is designed as a qualified cash deferral arrangement pursuant to Section 401(k) of the Internal Revenue Code and provides for the following contributions:

Participant Contributions: The Partnership may allow participants to enter into a special salary reduction agreement to make deferral contributions in an amount up to 100% of their compensation for any payroll period(s) or cash bonuses designated by the Partnership provided that the total amount of contribution does not exceed the lesser of 60% of participant's pretax annual compensation or (as adjusted from time to time pursuant to Section 402(g)(5) of the Internal Revenue Code) $17,500 in 2013 ($23,000 for participants over the age of 50). Such contributions are deducted from the participant's direct compensation and excluded from the participant's reportable wages for the year. Participants who do not affirmatively decline to participate in the Plan will be automatically enrolled in the Plan and have 6% of their compensation deferred by the Partnership. Participants may change the amount of their salary deferral as of the beginning of each payroll period.

Participants can designate through an irrevocable election some or all of the participant's contribution as a Roth deferral contribution subject to the same contribution limitations as 401(k) contributions.

1. Description of Plan (continued)

Participant Rollover Contributions: A participant may contribute amounts distributed or transferred from another qualified 401(k) plan.

Discretionary Partnership Contributions: Discretionary Partnership contributions, if any, may be made annually at the discretion of the Partnership on behalf of eligible employees who made participant contributions and earned at least 1,000 hours of service during the plan year and were employed as of the last day of the plan year. For 2013, the Partnership authorized a discretionary contribution of the lesser of 60% of compensation deferred by the employee or 60% of 6% of compensation, which totaled $1,085,500.

Partnership Profit Sharing Contributions: Partnership profit sharing contributions, if any, may be made annually at the discretion of the Partnership to eligible employees who earned at least 1,000 hours of service during the plan year and were employed as of the last day of the plan year. For 2013, the Partnership did not authorize any such contributions.

Notes Receivable From Participants

Participants may borrow from their account a minimum of $1,000 up to a maximum equal to the lesser of 50% of the vested account balance, or $50,000. A participant may have only one loan outstanding at any given time. Loan terms range from one to five years or up to ten years for the purchase of a primary residence, and are due and payable in full upon termination of employment or death. The loans are secured by the balance in the participant's account. The loans outstanding bear interest at the prevailing market rate at the time of loan origination. Loans outstanding at December 31, 2013 and 2012 bear interest from 4.25% to 8.25%, and principal and interest is repaid ratably through payroll deductions.

Investments and Investment Options

The assets of the Plan are held by Fidelity Management Trust Company, trustee of the Plan. Upon enrollment, a participant may direct employee and Partnership contributions, if any, into a variety of registered investment companies.

1. Description of Plan (continued)

Participants' Accounts

Participants' accounts are credited with their contributions, rollover contributions, the allocation of the Partnership's matching and profit sharing contributions, if any, and plan earnings or losses and are charged with an allocation of administrative expenses, if any remain unpaid after reduction from forfeitures. Allocations are based on participants' earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their contributions plus actual earnings or losses thereon. Vesting in the Partnership's matching and profit sharing portions of their accounts plus actual earnings thereon are vested 10% after one year of service, 20% after two years of service, 40% after three years of service, 60% after four years of service, and fully vested after five years of credited service, or upon death, disability, or normal retirement.

Payments of Benefits

Upon proven financial hardship, or termination of service due to normal retirement, or disability, a participant or beneficiary will receive a lump sum distribution equal to the vested balance of the participant's accounts. The Plan will automatically distribute the participant's vested account balance not exceeding $1,000.

Forfeited Accounts

Forfeitures of unvested portions of terminated participants' accounts are to be retained by the Plan and will be used first to pay the Plan's administrative expenses. Any remaining forfeited balances will be used to reduce future Partnership contributions payable to the Plan. Forfeited nonvested balances at December 31, 2013 and 2012 totaled $123,761 and $155,231, respectively.

Plan Administration

The Plan is administered by the Partnership pursuant to the terms and conditions of the Plan and trust. The Partnership pays for substantially all administrative expenses of the Plan, except for fees incurred for loan administration and the management of registered investment companies.

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements have been prepared under the accrual basis of accounting.

Accounting Policies

The Plan follows United States Generally Accepted Accounting Principles (U.S. GAAP), as established by the Financial Accounting Standards Board (the FASB).

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 3 for a detailed discussion of fair value measurements.

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 are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent loans are treated as distributions based upon the terms of the plan document.

2. Summary of Significant Accounting Policies (continued)

Payment of Benefits

Benefits are recorded when paid.

Subsequent Events

The Plan Administrator has evaluated subsequent events for potential recognition and/or disclosure through September 22, 2014, the date these financial statements were available to be issued.

3. Fair Value Measurements

The fair value of the Plan's assets and liabilities that qualify as financial instruments under Accounting Standards Codification (ASC) 825, *Financial Instruments*, approximates the carrying amounts presented in the financial statements.

ASC 820, *Fair Value Measurement*, defines fair value as an exit price, representing the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. ASC 820 establishes a fair value hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs are inputs that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the reporting entity; unobservable inputs are inputs that reflect the Plan's assumptions about the assumptions market participants would use in pricing the asset or liability.

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is deemed significant to the fair value measurement. When a valuation utilizes multiple inputs from varying levels of the fair value hierarchy, the hierarchy level is determined based on the lowest level input(s) that is/(are) significant to the fair value measurement in its entirety.

The three levels of the fair value hierarchy that prioritize inputs to valuation methods are as follows:

- Level 1 – Valuations based on quoted prices (unadjusted) in active markets for identical assets or liabilities.

3. Fair Value Measurements (continued)

- Level 2 – Valuations based on quoted prices for similar assets and liabilities in active markets and inputs that are observable for the assets or liability either directly or indirectly, for substantially the full term of the financial instrument. Investments falling under Level 2 predominately consist of OTC products and other unquoted securities valued using broker quotes where these can be corroborated to observable market data.

- Level 3 – Valuations based on inputs that are unobservable and deemed significant to the overall fair value measurement (including the Plan's own assumptions used in determining the fair value of investments). Investments included within Level 3 are predominately OTC products and other unquoted securities valued using broker quotes where there is little, if any, market activity for the asset or liability.

The inputs or methodologies used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

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, 2013.

Shares of registered investment companies: Valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end.

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

3. Fair Value Measurements (continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's assets, measured on a recurring basis, at fair value as of December 31, 2013:

	Assets at Fair Value as of December 31, 2013			
	(Level 1)	**(Level 2)**	**(Level 3)**	**Total**
Shares of registered investment companies:				
Equity Funds	**$ 26,091,565**	**$ –**	**$ –**	**$ 26,091,565**
Fixed Income Funds	**2,267,220**	**–**	**–**	**2,267,220**
Target-Maturity/Asset Allocation Funds	**6,164,554**	**–**	**–**	**6,164,554**
Money Market Funds	**2,423,793**	**–**	**–**	**2,423,793**
	$ 36,947,132	**$ –**	**$ –**	**$ 36,947,132**

The following table sets forth by level, within the fair value hierarchy, the Plan's assets, measured on a recurring basis, at fair value as of December 31, 2012:

	Assets at Fair Value as of December 31, 2012			
	(Level 1)	**(Level 2)**	**(Level 3)**	**Total**
Shares of registered investment companies:				
Equity Funds	$ 19,301,086	$ –	$ –	$ 19,301,086
Fixed Income Funds	2,574,571	–	–	2,574,571
Target-Maturity/Asset Allocation Funds	4,668,238	–	–	4,668,238
Money Market Funds	2,102,822	–	–	2,102,822
	$ 28,646,717	$ –	$ –	$ 28,646,717

There were no Level 3 investments in the Plan as of December 31, 2013 or 2012.

4. Investments

The fair values of individual investments that represent 5% or more of the Plan's net assets are as follows:

	December 31	
	2013	**2012**
Shares of registered investment companies:		
Fidelity Contrafund	**$ 4,854,071**	$ 3,532,992
Fidelity International Discovery Fund	**3,059,325**	2,469,498
Spartan U.S. Equity Index Fund – ADV	**2,437,036**	1,792,189
Fidelity Money Market Fund	**2,423,793**	2,102,822
American Beacon Small Cap Value Fund	**2,301,011**	1,513,792
Fidelity Low Priced Stock	**2,268,642**	–
Spartan Total Market Index Fund – ADV	**1,925,441**	1,298,455
Fidelity Strategic Income Fund	**1,547,871**	1,597,645
Fidelity Leveraged Company Stock Fund	**–**	1,749,327

Information Certified or Provided by Fidelity Management Trust Company

The following is a summary of the asset information as of December 31, 2013 and 2012 included throughout the Plan's financial statements and supplemental schedule that was prepared from information certified or provided by Fidelity Management Trust Company, the trustee, and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from the trustee that the information provided to the Plan Administrator by the trustee related to the following assets is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the asset information that appears throughout the financial statements and supplemental schedule related to the following asset information:

	2013	**2012**
Investments:		
Shares of registered investment companies	**$ 36,947,132**	$ 28,646,717
Notes receivable from participants	**207,692**	190,368
	$ 37,154,824	$ 28,837,085

4. Investments (continued)

The trustee also certified to the completeness and accuracy of $5,228,764 of net appreciation in fair value of investments and $1,549,315 of dividends and interest related to the aforementioned investments and $6,493 of interest income related to the notes receivable from participants for the year ended December 31, 2013.

5. Parties-in-Interest

Certain plan investments are shares of registered investment companies managed by Fidelity Investments, an affiliate of Fidelity Management Trust Company. Fidelity Management Trust Company is the trustee and third-party administrator as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions.

Certain employees of the Partnership provide administrative services to the Plan. These employees do not receive any compensation from the Plan for their services.

6. Plan Termination

Although it has not expressed any intent to do so, the Partnership has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of plan termination, participants would become fully vested in their accounts.

7. Tax Status

Effective November 27, 2009, the Plan adopted a volume submitter defined contribution plan sponsored by Fidelity Management Trust Company. The volume submitter plan has received an opinion letter dated March 31, 2008 from the Internal Revenue Service (IRS) as to the volume submitter plan's qualified status. The volume submitter plan opinion letter has been relied upon by this Plan. Subsequent to this opinion letter by the IRS, the Plan was amended. The Plan has indicated that it will take the necessary steps, if any, to bring the Plan's operations into compliance with the Internal Revenue Code.

7. Tax Status (continued)

Management evaluated the Plan's tax positions and concluded that the Plan had maintained its tax-exempt status and had taken no uncertain tax positions that require adjustment to the financial statements. Therefore, no provision or liability for income taxes has been included in the financial statements. The Plan is no longer subject to income examinations by the U.S. federal, state, or local tax authorities for the years before 2010.

8. Risks and Uncertainties

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

9. Reconciliation of Financial Statements to Form 5500

The following table reconciles net assets available for benefits per the financial statements to the Form 5500:

	December 31	
	2013	**2012**
Net assets available for benefits per the financial statements	**$ 38,240,324**	$ 29,079,541
Partnership contribution receivable	**(1,085,500)**	(242,456)
Net assets available for benefits per the Form 5500	**$ 37,154,824**	$ 28,837,085

The following table reconciles total additions per the financial statements to total income per the Form 5500 for the year ended December 31, 2013:

Total additions per the financial statements	$ 11,465,216
Add: Change in partnership contribution receivable	(843,044)
Total income per the Form 5500	$ 10,622,172

Supplemental Schedule

Peak6 Investments, LP 401(k) PS Plan

EIN: 34-4166492; Plan No. 001

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

December 31, 2013

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	(d) Cost	(e) Current Value
		Registered investment companies:		
*	Fidelity Investments	Fidelity Contrafund	**	$ 4,854,071
*	Fidelity Investments	Fidelity International Discovery Fund	**	3,059,325
*	Fidelity Investments	Spartan U.S. Equity Index Fund – ADV	**	2,437,036
*	Fidelity Investments	Fidelity Money Market Fund	**	2,423,793
*	American Beacon Funds	American Beacon Small Cap Value Fund	**	2,301,011
*	Fidelity Investments	Fidelity Low Priced Stock	**	2,268,642
*	Fidelity Investments	Spartan Total Market Index Fund – ADV	**	1,925,441
*	The Oakmark Funds	Oakmark Equity & Income Fund	**	1,691,620
*	Invesco	Invesco Diversified Dividend Investor Fund	**	1,570,929
*	Fidelity Investments	Fidelity Strategic Income Fund	**	1,547,871
*	Fidelity Investments	Fidelity Blue Chip Growth	**	1,358,704
*	Fidelity Investments	Spartan International Index Fund – ADV	**	1,073,654
*	Janus Investment Funds	Janus Triton Fund Class T	**	1,039,012
*	Fidelity Investments	Fidelity Freedom K 2035 Fund	**	976,360
*	Fidelity Investments	Fidelity Freedom K 2030 Fund	**	923,603
*	Fidelity Investments	Fidelity Freedom K 2020 Fund	**	834,357
*	Fidelity Investments	Fidelity Freedom K 2050 Fund	**	818,510
*	Fidelity Investments	Fidelity Freedom K 2040 Fund	**	807,672
*	Victory	Victory Established Value Fund Class A	**	761,344
*	Fidelity Investments	Spartan U.S. Bond Index – ADV	**	719,349
*	Fidelity Investments	Fidelity Freedom K 2045 Fund	**	688,943
*	Wells Fargo	Wells Fargo Advantage Emerging Markets Equity – ADV	**	475,080
*	Morgan Stanley	Morgan Stanley Institutional Mid Cap Growth Fund	**	469,212
*	PIMCO	Pimco Total Return	**	424,912
*	Fidelity Investments	Fidelity Freedom K 2015 Fund	**	393,005
*	Aston Funds	Aston/Fairpointe Mid Cap Fund	**	339,782
*	Fidelity Investments	Fidelity Freedom K 2025 Fund	**	266,986
*	Fidelity Investments	Fidelity Freedom K 2055 Fund	**	160,669
*	Fidelity Investments	Fidelity Freedom K 2010 Fund	**	147,000
*	Fidelity Investments	Fidelity Freedom K 2005 Fund	**	60,087
*	Fidelity Investments	Fidelity Freedom K 2000 Fund	**	54,006
*	Fidelity Investments	Spartan Small Cap Index – ADV	**	41,790
*	Fidelity Investments	Fidelity Freedom K Income Fund	**	33,356
				36,947,132
*	Participants	Notes receivable from participants (interest rates ranging from 4.25% to 8.25%, maturing through 2022)		207,692
				$ 37,154,824

*Represents a party-in-interest.

**Cost information is not required for participant-directed investments.

EY | Assurance | Tax | Transactions | Advisory

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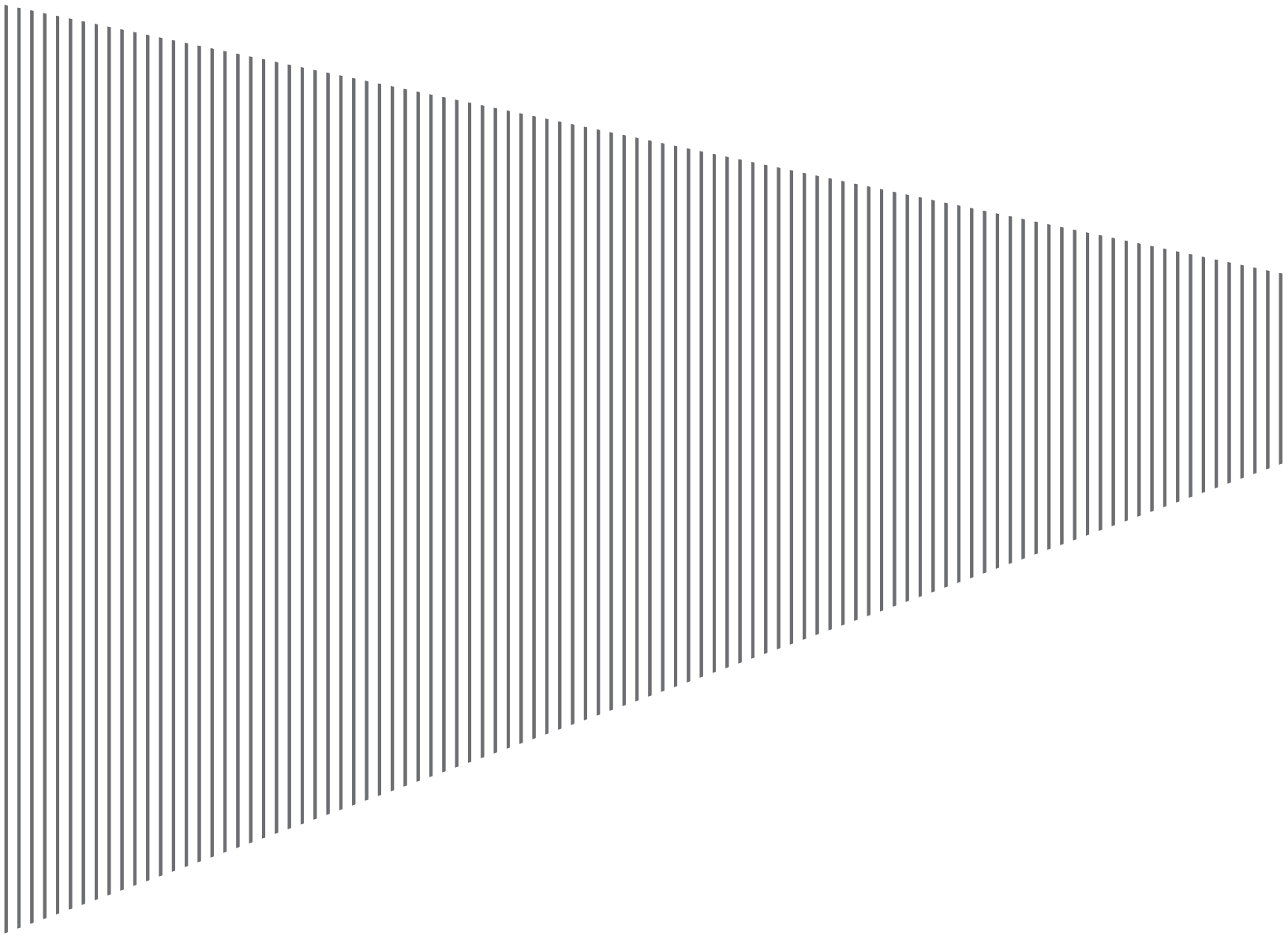

Financial Statements and Supplemental Schedule

Peak6 Investments, LP 401(k) PS Plan
December 31, 2013 and 2012 and for the
Year Ended December 31, 2013
With Report of Independent Auditors

Ernst & Young LLP



Building a better working world

Peak6 Investments, LP 401(k) PS Plan

Financial Statements and Supplemental Schedule

December 31, 2013 and 2012 and for the
Year Ended December 31, 2013

Contents

Report of Independent Auditors.....1

Financial Statements

Statements of Net Assets Available for Benefits.....3
Statement of Changes in Net Assets Available for Benefits.....4
Notes to Financial Statements.....5

Supplemental Schedule

Schedule H, Line 4i – Schedule of Assets (Held at End of Year) 15

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Building a better working world

Report of Independent Auditors

To the Plan Administrator
Peak6 Investments, LP 401(k) PS Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Peak6 Investments, LP 401(k) PS Plan, which comprise the statements of net assets available for benefits as of December 31, 2013 and 2012, and the related statement of changes in net assets available for benefits for the year ended December 31, 2013, 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 conformity with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

Auditor's 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. 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 certified investment information described in Note 5, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the entity that certified the investment information meets the requirements of 29 CFR 2520.103-8. The plan administrator has obtained certifications as of and for the year ended December 31, 2013 and 2012 and for the year ended December 31, 2012, stating that the investment information provided to the plan administrator is complete and accurate.

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Disclaimer of Opinion on Financial Statements

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.

Disclaimer of Opinion on Supplemental Schedule

The accompanying supplemental schedule of assets (held at end of year) as of December 31, 2013, is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedule referred to above.

Report on Compliance of Form and Content With Department of Labor's Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the certified investment information, have been audited by us in accordance with auditing standards generally accepted in the United States 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.

Ernst & Young LLP

September 22, 2014

A member firm of Ernst & Young Global Limited

Peak6 Investments, LP 401(k) PS Plan

Statements of Net Assets Available for Benefits

	December 31	
	2013	**2012**
Assets		
Investments, at fair value:		
Shares of registered investment companies	**$ 36,947,132**	$ 28,646,717
Contributions receivable:		
Notes receivable from participants	**207,692**	190,368
Partnership matching contribution	**1,085,500**	242,456
	1,293,192	432,824
Net assets available for benefits	**$ 38,240,324**	$ 29,079,541

See accompanying notes.

Peak6 Investments, LP 401(k) PS Plan

Statement of Changes in Net Assets Available for Benefits

Year Ended December 31, 2013

Additions to net assets attributed to:		
Investment income:		
Net appreciation in fair value of registered investment companies	$	5,228,764
Dividends and interest		1,549,315
		6,778,079
Interest income on notes receivable from participants		6,493
Contributions:		
Participants		2,781,291
Partnership		1,086,979
Rollover		812,374
		4,680,644
Total additions		11,465,216
Deductions from net assets attributed to:		
Benefits paid to participants		2,303,115
Administrative expenses		1,318
Total deductions		2,304,433
Net increase		9,160,783
Net assets available for benefits:		
Beginning of year		29,079,541
End of year	$	38,240,324

See accompanying notes.

Peak6 Investments, LP 401(k) PS Plan

Notes to Financial Statements

December 31, 2013

1. Description of Plan

The following description of the Peak6 Investments, LP 401(k) PS Plan (the Plan) provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all employees (as defined) of PEAK6 Investments, LP and Subsidiaries (the Partnership). Such employees are eligible to participate in the Plan as of the first day of the month following the latter of the date of hire or the attainment of 18 years of age. Participants can begin contributing upon meeting the eligibility requirements. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA), as amended.

Contributions

The Plan is designed as a qualified cash deferral arrangement pursuant to Section 401(k) of the Internal Revenue Code and provides for the following contributions:

Participant Contributions: The Partnership may allow participants to enter into a special salary reduction agreement to make deferral contributions in an amount up to 100% of their compensation for any payroll period(s) or cash bonuses designated by the Partnership provided that the total amount of contribution does not exceed the lesser of 60% of participant's pretax annual compensation or (as adjusted from time to time pursuant to Section 402(g)(5) of the Internal Revenue Code) $17,500 in 2013 ($23,000 for participants over the age of 50). Such contributions are deducted from the participant's direct compensation and excluded from the participant's reportable wages for the year. Participants who do not affirmatively decline to participate in the Plan will be automatically enrolled in the Plan and have 6% of their compensation deferred by the Partnership. Participants may change the amount of their salary deferral as of the beginning of each payroll period.

Participants can designate through an irrevocable election some or all of the participant's contribution as a Roth deferral contribution subject to the same contribution limitations as 401(k) contributions.

1. Description of Plan (continued)

Participant Rollover Contributions: A participant may contribute amounts distributed or transferred from another qualified 401(k) plan.

Discretionary Partnership Contributions: Discretionary Partnership contributions, if any, may be made annually at the discretion of the Partnership on behalf of eligible employees who made participant contributions and earned at least 1,000 hours of service during the plan year and were employed as of the last day of the plan year. For 2013, the Partnership authorized a discretionary contribution of the lesser of 60% of compensation deferred by the employee or 60% of 6% of compensation, which totaled $1,085,500.

Partnership Profit Sharing Contributions: Partnership profit sharing contributions, if any, may be made annually at the discretion of the Partnership to eligible employees who earned at least 1,000 hours of service during the plan year and were employed as of the last day of the plan year. For 2013, the Partnership did not authorize any such contributions.

Notes Receivable From Participants

Participants may borrow from their account a minimum of $1,000 up to a maximum equal to the lesser of 50% of the vested account balance, or $50,000. A participant may have only one loan outstanding at any given time. Loan terms range from one to five years or up to ten years for the purchase of a primary residence, and are due and payable in full upon termination of employment or death. The loans are secured by the balance in the participant's account. The loans outstanding bear interest at the prevailing market rate at the time of loan origination. Loans outstanding at December 31, 2013 and 2012 bear interest from 4.25% to 8.25%, and principal and interest is repaid ratably through payroll deductions.

Investments and Investment Options

The assets of the Plan are held by Fidelity Management Trust Company, trustee of the Plan. Upon enrollment, a participant may direct employee and Partnership contributions, if any, into a variety of registered investment companies.

1. Description of Plan (continued)

Participants' Accounts

Participants' accounts are credited with their contributions, rollover contributions, the allocation of the Partnership's matching and profit sharing contributions, if any, and plan earnings or losses and are charged with an allocation of administrative expenses, if any remain unpaid after reduction from forfeitures. Allocations are based on participants' earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting

Participants are immediately vested in their contributions plus actual earnings or losses thereon. Vesting in the Partnership's matching and profit sharing portions of their accounts plus actual earnings thereon are vested 10% after one year of service, 20% after two years of service, 40% after three years of service, 60% after four years of service, and fully vested after five years of credited service, or upon death, disability, or normal retirement.

Payments of Benefits

Upon proven financial hardship, or termination of service due to normal retirement, or disability, a participant or beneficiary will receive a lump sum distribution equal to the vested balance of the participant's accounts. The Plan will automatically distribute the participant's vested account balance not exceeding $1,000.

Forfeited Accounts

Forfeitures of unvested portions of terminated participants' accounts are to be retained by the Plan and will be used first to pay the Plan's administrative expenses. Any remaining forfeited balances will be used to reduce future Partnership contributions payable to the Plan. Forfeited nonvested balances at December 31, 2013 and 2012 totaled $123,761 and $155,231, respectively.

Plan Administration

The Plan is administered by the Partnership pursuant to the terms and conditions of the Plan and trust. The Partnership pays for substantially all administrative expenses of the Plan, except for fees incurred for loan administration and the management of registered investment companies.

2. Summary of Significant Accounting Policies

Basis of Accounting

The financial statements have been prepared under the accrual basis of accounting.

Accounting Policies

The Plan follows United States Generally Accepted Accounting Principles (U.S. GAAP), as established by the Financial Accounting Standards Board (the FASB).

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Investment Valuation and Income Recognition

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 3 for a detailed discussion of fair value measurements.

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 are measured at their unpaid principal balance plus any accrued but unpaid interest. Delinquent loans are treated as distributions based upon the terms of the plan document.

2. Summary of Significant Accounting Policies (continued)

Payment of Benefits

Benefits are recorded when paid.

Subsequent Events

The Plan Administrator has evaluated subsequent events for potential recognition and/or disclosure through September 22, 2014, the date these financial statements were available to be issued.

3. Fair Value Measurements

The fair value of the Plan's assets and liabilities that qualify as financial instruments under Accounting Standards Codification (ASC) 825, *Financial Instruments*, approximates the carrying amounts presented in the financial statements.

ASC 820, *Fair Value Measurement*, defines fair value as an exit price, representing the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. ASC 820 establishes a fair value hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs are inputs that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the reporting entity; unobservable inputs are inputs that reflect the Plan's assumptions about the assumptions market participants would use in pricing the asset or liability.

A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is deemed significant to the fair value measurement. When a valuation utilizes multiple inputs from varying levels of the fair value hierarchy, the hierarchy level is determined based on the lowest level input(s) that is/(are) significant to the fair value measurement in its entirety.

The three levels of the fair value hierarchy that prioritize inputs to valuation methods are as follows:

- Level 1 – Valuations based on quoted prices (unadjusted) in active markets for identical assets or liabilities.

3. Fair Value Measurements (continued)

- Level 2 – Valuations based on quoted prices for similar assets and liabilities in active markets and inputs that are observable for the assets or liability either directly or indirectly, for substantially the full term of the financial instrument. Investments falling under Level 2 predominately consist of OTC products and other unquoted securities valued using broker quotes where these can be corroborated to observable market data.

- Level 3 – Valuations based on inputs that are unobservable and deemed significant to the overall fair value measurement (including the Plan's own assumptions used in determining the fair value of investments). Investments included within Level 3 are predominately OTC products and other unquoted securities valued using broker quotes where there is little, if any, market activity for the asset or liability.

The inputs or methodologies used for valuing securities are not necessarily an indication of the risk associated with investing in those securities.

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, 2013.

Shares of registered investment companies: Valued at quoted market prices, which represent the net asset value of shares held by the Plan at year-end.

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

3. Fair Value Measurements (continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's assets, measured on a recurring basis, at fair value as of December 31, 2013:

	Assets at Fair Value as of December 31, 2013			
	(Level 1)	**(Level 2)**	**(Level 3)**	**Total**
Shares of registered investment companies:				
Equity Funds	**$ 26,091,565**	**$ –**	**$ –**	**$ 26,091,565**
Fixed Income Funds	**2,267,220**	**–**	**–**	**2,267,220**
Target-Maturity/Asset Allocation Funds	**6,164,554**	**–**	**–**	**6,164,554**
Money Market Funds	**2,423,793**	**–**	**–**	**2,423,793**
	$ 36,947,132	**$ –**	**$ –**	**$ 36,947,132**

The following table sets forth by level, within the fair value hierarchy, the Plan's assets, measured on a recurring basis, at fair value as of December 31, 2012:

	Assets at Fair Value as of December 31, 2012			
	(Level 1)	**(Level 2)**	**(Level 3)**	**Total**
Shares of registered investment companies:				
Equity Funds	$ 19,301,086	$ –	$ –	$ 19,301,086
Fixed Income Funds	2,574,571	–	–	2,574,571
Target-Maturity/Asset Allocation Funds	4,668,238	–	–	4,668,238
Money Market Funds	2,102,822	–	–	2,102,822
	$ 28,646,717	$ –	$ –	$ 28,646,717

There were no Level 3 investments in the Plan as of December 31, 2013 or 2012.

4. Investments

The fair values of individual investments that represent 5% or more of the Plan's net assets are as follows:

	December 31	
	2013	**2012**
Shares of registered investment companies:		
Fidelity Contrafund	**$ 4,854,071**	$ 3,532,992
Fidelity International Discovery Fund	**3,059,325**	2,469,498
Spartan U.S. Equity Index Fund – ADV	**2,437,036**	1,792,189
Fidelity Money Market Fund	**2,423,793**	2,102,822
American Beacon Small Cap Value Fund	**2,301,011**	1,513,792
Fidelity Low Priced Stock	**2,268,642**	–
Spartan Total Market Index Fund – ADV	**1,925,441**	1,298,455
Fidelity Strategic Income Fund	**1,547,871**	1,597,645
Fidelity Leveraged Company Stock Fund	**–**	1,749,327

Information Certified or Provided by Fidelity Management Trust Company

The following is a summary of the asset information as of December 31, 2013 and 2012 included throughout the Plan's financial statements and supplemental schedule that was prepared from information certified or provided by Fidelity Management Trust Company, the trustee, and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from the trustee that the information provided to the Plan Administrator by the trustee related to the following assets is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the United States Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the asset information that appears throughout the financial statements and supplemental schedule related to the following asset information:

	2013	**2012**
Investments:		
Shares of registered investment companies	**$ 36,947,132**	$ 28,646,717
Notes receivable from participants	**207,692**	190,368
	$ 37,154,824	$ 28,837,085

4. Investments (continued)

The trustee also certified to the completeness and accuracy of $5,228,764 of net appreciation in fair value of investments and $1,549,315 of dividends and interest related to the aforementioned investments and $6,493 of interest income related to the notes receivable from participants for the year ended December 31, 2013.

5. Parties-in-Interest

Certain plan investments are shares of registered investment companies managed by Fidelity Investments, an affiliate of Fidelity Management Trust Company. Fidelity Management Trust Company is the trustee and third-party administrator as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions.

Certain employees of the Partnership provide administrative services to the Plan. These employees do not receive any compensation from the Plan for their services.

6. Plan Termination

Although it has not expressed any intent to do so, the Partnership has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of plan termination, participants would become fully vested in their accounts.

7. Tax Status

Effective November 27, 2009, the Plan adopted a volume submitter defined contribution plan sponsored by Fidelity Management Trust Company. The volume submitter plan has received an opinion letter dated March 31, 2008 from the Internal Revenue Service (IRS) as to the volume submitter plan's qualified status. The volume submitter plan opinion letter has been relied upon by this Plan. Subsequent to this opinion letter by the IRS, the Plan was amended. The Plan has indicated that it will take the necessary steps, if any, to bring the Plan's operations into compliance with the Internal Revenue Code.

7. Tax Status (continued)

Management evaluated the Plan's tax positions and concluded that the Plan had maintained its tax-exempt status and had taken no uncertain tax positions that require adjustment to the financial statements. Therefore, no provision or liability for income taxes has been included in the financial statements. The Plan is no longer subject to income examinations by the U.S. federal, state, or local tax authorities for the years before 2010.

8. Risks and Uncertainties

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

9. Reconciliation of Financial Statements to Form 5500

The following table reconciles net assets available for benefits per the financial statements to the Form 5500:

	December 31	
	2013	**2012**
Net assets available for benefits per the financial statements	**$ 38,240,324**	$ 29,079,541
Partnership contribution receivable	**(1,085,500)**	(242,456)
Net assets available for benefits per the Form 5500	**$ 37,154,824**	$ 28,837,085

The following table reconciles total additions per the financial statements to total income per the Form 5500 for the year ended December 31, 2013:

Total additions per the financial statements	$ 11,465,216
Add: Change in partnership contribution receivable	(843,044)
Total income per the Form 5500	$ 10,622,172

Supplemental Schedule

Peak6 Investments, LP 401(k) PS Plan

EIN: 34-4166492; Plan No. 001

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

December 31, 2013

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, Par, or Maturity Value	(d) Cost	(e) Current Value
		Registered investment companies:		
*	Fidelity Investments	Fidelity Contrafund	**	$ 4,854,071
*	Fidelity Investments	Fidelity International Discovery Fund	**	3,059,325
*	Fidelity Investments	Spartan U.S. Equity Index Fund – ADV	**	2,437,036
*	Fidelity Investments	Fidelity Money Market Fund	**	2,423,793
*	American Beacon Funds	American Beacon Small Cap Value Fund	**	2,301,011
*	Fidelity Investments	Fidelity Low Priced Stock	**	2,268,642
*	Fidelity Investments	Spartan Total Market Index Fund – ADV	**	1,925,441
*	The Oakmark Funds	Oakmark Equity & Income Fund	**	1,691,620
*	Invesco	Invesco Diversified Dividend Investor Fund	**	1,570,929
*	Fidelity Investments	Fidelity Strategic Income Fund	**	1,547,871
*	Fidelity Investments	Fidelity Blue Chip Growth	**	1,358,704
*	Fidelity Investments	Spartan International Index Fund – ADV	**	1,073,654
*	Janus Investment Funds	Janus Triton Fund Class T	**	1,039,012
*	Fidelity Investments	Fidelity Freedom K 2035 Fund	**	976,360
*	Fidelity Investments	Fidelity Freedom K 2030 Fund	**	923,603
*	Fidelity Investments	Fidelity Freedom K 2020 Fund	**	834,357
*	Fidelity Investments	Fidelity Freedom K 2050 Fund	**	818,510
*	Fidelity Investments	Fidelity Freedom K 2040 Fund	**	807,672
*	Victory	Victory Established Value Fund Class A	**	761,344
*	Fidelity Investments	Spartan U.S. Bond Index – ADV	**	719,349
*	Fidelity Investments	Fidelity Freedom K 2045 Fund	**	688,943
*	Wells Fargo	Wells Fargo Advantage Emerging Markets Equity – ADV	**	475,080
*	Morgan Stanley	Morgan Stanley Institutional Mid Cap Growth Fund	**	469,212
*	PIMCO	Pimco Total Return	**	424,912
*	Fidelity Investments	Fidelity Freedom K 2015 Fund	**	393,005
*	Aston Funds	Aston/Fairpointe Mid Cap Fund	**	339,782
*	Fidelity Investments	Fidelity Freedom K 2025 Fund	**	266,986
*	Fidelity Investments	Fidelity Freedom K 2055 Fund	**	160,669
*	Fidelity Investments	Fidelity Freedom K 2010 Fund	**	147,000
*	Fidelity Investments	Fidelity Freedom K 2005 Fund	**	60,087
*	Fidelity Investments	Fidelity Freedom K 2000 Fund	**	54,006
*	Fidelity Investments	Spartan Small Cap Index – ADV	**	41,790
*	Fidelity Investments	Fidelity Freedom K Income Fund	**	33,356
				36,947,132
*	Participants	Notes receivable from participants (interest rates ranging from 4.25% to 8.25%, maturing through 2022)		207,692
				$ 37,154,824

*Represents a party-in-interest.

**Cost information is not required for participant-directed investments.

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