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

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 10/01/1984

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

HELLMAN & FRIEDMAN LLC

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

2b Employer Identification Number (EIN)
38-3708132

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

2d Business code (see instructions)
523900

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

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

SIGN HERE	Filed with authorized/valid electronic signature.	10/14/2014	JUDD SHER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Preparer's telephone number (optional)

3a Plan administrator's name and address [X] Same as Plan Sponsor Name [ ] Same as Plan Sponsor Address

3b Administrator's EIN

3c Administrator's telephone number

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

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	134
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**	96
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	31
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	127
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	1
f	Total. Add lines **6d** and **6e**.	**6f**	128
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	115
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	8
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

(1)	[X]		**H** (Financial Information)
(2)	[ ]		**I** (Financial Information – Small Plan)
(3)	[ ]	0	**A** (Insurance Information)
(4)	[X]		**C** (Service Provider Information)
(5)	[X]		**D** (DFE/Participating Plan Information)
(6)	[ ]		**G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Service Provider Information

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

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

OMB No. 1210-0110

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

B Three-digit plan number (PN) ▶ 002

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

D Employer Identification Number (EIN)
38-3708132

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

CHARLES SCHWAB & CO. INC. AND AFFIL

94-1737782

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

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

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

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

MCDONALD CAPITAL INVESTORS INC

94-2832299

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 50	NONE	20819	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

SCHWAB RETIREMENT PLAN SERVICES INC

34-1479833

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 50 64	NONE	14734	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

CHARLES SCHWAB & CO. INC.

94-1737782

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
33 50 59 62 71 72	NONE	2828	Yes [X] No [ ]	Yes [X] No [ ]	114	Yes [X] No [ ]

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

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

CHARLES SCHWAB BANK

42-1558009

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

(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

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

(complete as many entries as needed)

a Name: DELOITTE & TOUCHE LLP	**b** EIN: 13-3891517	
c Position: ACCOUNTANT		
d Address: 555 MISSION ST. SAN FRANCISCO, CA 94105	**e** Telephone: 415-783-4000	

Explanation: COST RELATED ISSUE.

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

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

B Three-digit plan number (PN) ▶ 002

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

D Employer Identification Number (EIN)
38-3708132

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

a Name of MTIA, CCT, PSA, or 103-12 IE: SCHWAB INSTL FIXED INCOME CL 3

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

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
81-0625170-005	C	442803

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

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

B Three-digit plan number (PN) ▶ 002

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

D Employer Identification Number (EIN)
38-3708132

Part I Asset and Liability Statement

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

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	1764604	2150801
(2) Participant contributions	1b(2)	509914	0
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	9022356	268780
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)	204440	228248
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	108992	112916
(9) Value of interest in common/collective trusts	1c(9)	364155	442803
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	22023548	15696511
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	8664036	32871628

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	42662045	51771687
	Liabilities			
g	Benefit claims payable	1g	400459	0
h	Operating payables	1h	3412	2971
i	Acquisition indebtedness	1i		
j	Other liabilities	1j	130796	0
k	Total liabilities (add all amounts in lines 1g through1j)	1k	534667	2971
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	42127378	51768716

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)	2150391	
	(B) Participants	2a(1)(B)	920363	
	(C) Others (including rollovers)	2a(1)(C)	87144	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		3157898
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	0	
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	3892	
	(F) Other	2b(1)(F)	10721	
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		14613
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	278596	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		278596
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(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)		-5094
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		3335362
c Other income	2c		5831809
d Total income. Add all **income** amounts in column (b) and enter total	2d		12613184
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2917575	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		2917575
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	35112	
(4) Other	2i(4)	19159	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		54271
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		2971846
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		9641338
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: MOSS ADAMS **(2)** EIN: 91-0189318

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a	X		16500
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		1000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

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

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

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

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

B Three-digit plan number (PN) ▶ 002

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

D Employer Identification Number (EIN)
38-3708132

Part I Distributions

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

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

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

EIN(s): 42-1558009

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

a Enter the percentage of plan assets held as:
Stock: 00% 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):

Report of Independent Auditors
and Financial Statements with
Supplementary Information

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

December 31, 2013 and 2012

MOSS-ADAMS LLP

Certified Public Accountants | Business Consultants

Acumen. Agility. Answers.

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MOSS-ADAMS LLP
Certified Public Accountants | Business Consultants

REPORT OF INDEPENDENT AUDITORS

To the Plan Administrative Committee
Hellman & Friedman Profit Sharing and 401(k) Savings Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Hellman & Friedman Profit Sharing and 401(k) Savings Plan (the Plan), which comprise the statement of net assets available for benefits as of December 31, 2013, and the related statement of changes in net assets available for benefits for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

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 of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's (DOL's) Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 7, which was certified by Charles Schwab Bank, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2013, and for the year ended December 31, 2013, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

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

Praxity MEMBER GLOBAL ALLIANCE OF INDEPENDENT FIRMS

Other Matter – 2012 Financial Statements

The financial statements of the Plan as of December 31, 2012, were audited by predecessor auditors. As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employer Retirement Income Security Act of 1974 (ERISA), the plan administrator instructed the predecessor auditors not to perform and they did not perform any auditing procedures with respect to the information certified by the trustee. Their report, dated October 10, 2013, indicated that (a) because of the significance of the information that they did not audit, they were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion and accordingly, they did not express an opinion on the financial statements (b) the form and content of the information included in the financial statements other than that derived from the information certified by the custodian, were presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA.

Other Matter – Supplementary Information

The supplemental schedules as listed in the table of contents are required by the DOL's Rules and Regulations for Reporting and Disclosure under ERISA and are presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on this supplementary information.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the 2013 financial statements and supplementary information, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the DOL's Rules and Regulations for Reporting and Disclosure under ERISA.

Moss Adams LLP

Santa Clara, California
October 3, 2014

FINANCIAL STATEMENTS

_____

HELLMAN & FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
As of the Years Ended December 31, 2013 and 2012

	2013	2012
ASSETS		
Investments, at fair value:		
Mutual funds	$ 15,696,511	$ 11,677,247
Self-directed brokerage investments	32,871,628	27,553,404
Collective trusts	442,803	364,155
Cash equivalents	268,780	479,289
Other assets	228,248	204,440
Total investments, at fair value	49,507,970	40,278,535
Receivables		
Notes receivable from participants	112,916	108,992
Participant contributions	-	509,914
Employer contribution	2,150,801	1,764,604
	2,263,717	2,383,510
TOTAL ASSETS	51,771,687	42,662,045
LIABILITIES		
Accrued administrative expenses	2,971	3,412
Payables for securities purchased	-	130,796
Distributions payable	-	381,390
Excess contribution payable	-	19,069
TOTAL LIABILITIES	2,971	534,667
NET ASSETS AVAILABLE FOR BENEFITS	$ 51,768,716	$ 42,127,378

See accompanying notes.

ADDITIONS TO NET ASSETS ATTRIBUTED TO:		
Investment income		
Net appreciation in fair value of investments	$	3,330,268
Dividends and capital gains		278,596
Interest		10,721
		3,619,585
Interest income on notes receivable from participants		3,892
Contributions		
Participant		920,363
Rollover		87,144
Employer profit sharing - net		2,150,391
		3,157,898
Other income - PCRA income		5,831,809
Total additions		12,613,184
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:		
Benefits paid to participants		2,936,734
Administrative expenses		35,112
Total deductions		2,971,846
CHANGE IN NET ASSETS		9,641,338
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year		42,127,378
End of year	$	51,768,716

See accompanying notes.

NOTE 1 – DESCRIPTION OF PLAN

The following description of the Hellman & Friedman Profit Sharing and 401(k) Savings Plan (the Plan) provides only general information. Participants should refer to the Plan Agreement, as amended, for a more complete description of Plan provisions.

General – The Plan is a 401(k) salary deferral and profit sharing plan covering substantially all employees of Hellman & Friedman LLC, and is subject to provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Hellman & Friedman LLC (the Company) is the Plan's sponsor and serves as plan administrator.

Eligibility – Employees of the Company are eligible to participate in the Plan upon completing 1 year of service or 21 consecutive weeks of employment. Participants must complete at least 850 hours of service during the allocation period as defined under the Plan, and be employed as of the last day of the Plan year, or terminated because of retirement, death, or disability to be eligible to receive any employer paid profit sharing contributions.

Contributions

Participant contributions – Each year, participants may contribute up to 90% of pretax annual compensation, as defined in the Plan. Participants may also elect to make Roth contributions utilizing after-tax contributions. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans.

Employer profit sharing contributions – The Company may elect to make discretionary profit sharing contributions to the Plan. Profit sharing contributions are allocated to participants on a pro-rata basis for non-Managing Directors and a per-capita basis for Managing Directors. Total profit sharing contributions were $2,150,801 for the year ended December 31, 2013.

Contributions are subject to regulatory limitations.

Participant accounts – Each participant's account is credited with the participant's contributions, allocations of the Company's profit sharing contribution, and Plan earnings. Participant accounts are charged with an allocation of administrative expenses that are paid by the Plan. Allocations are based on participant earnings, account balances, or specific participant transactions, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. Participants direct the investment of their contributions into various investment options offered by the Plan.

Vesting – Participants are vested immediately in their contributions plus actual earnings thereon. Vesting in the profit sharing contribution portion of their accounts is based on years of continuous service.

Participants vest in the Company's contributions based on the following schedule:

Years of service	Vesting Percentage
1	33%
2	66%
3 or more	100%

Notes receivable from participants – Participants may borrow from their accounts a minimum of $1,000 up to a maximum equal to the lesser of $50,000 or 50% of their vested account balance. The loans are issued by the Plan and secured by the balance in the participant's account. All loans must be repaid within a period of five years, unless the loan is used to purchase a principal residence, in which case, the loan must be repaid within a reasonable period of time not to exceed fifteen years. Under the terms of the Plan agreement, plan loans will bear a reasonable rate of interest determined by the Plan administrator. Principal and interest is paid ratably through monthly payroll deductions or as a lump sum for the outstanding loan balance. As of December 31, 2013, the rates of interest on outstanding loans ranged from 3.25% to 7.75% with various maturities through October 2025.

Payment of benefits – On termination of service due to death, disability, or retirement, a participant may elect to receive either a lump-sum amount equal to the value of the participant's vested interest in his or her account, or annual installments over a specified period of time. For termination of service for other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

Forfeitures – Forfeitures are the non-vested portion of a participant's account that is lost upon termination of employment. Forfeitures are retained in the Plan and will be used to either reduce future employer contributions or pay administrative expenses of the Plan. As of December 31, 2013 and 2012, forfeited non-vested accounts totaled $129,985 and $150,638, respectively. For the year ended December 31, 2013, Company matching contributions were reduced by $198,000 from forfeited non-vested accounts.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of accounting – The financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America, using the accrual method of accounting.

Use of estimates – The preparation of financial statements in conformity with generally accepted accounting principles requires the use of estimates and assumptions that may affect certain amounts and disclosures. Accordingly, actual results could differ from those estimates.

Investment valuation – The investments are stated at fair value, as certified by the Plan's trustee, Charles Schwab Bank. Shares of registered investment companies are valued at the net asset value of shares held by the Plan at year-end. Units held in common/collective trusts are valued at the unit value, as reported by the investment manager, using the audited financial statements of the trusts at year-end.

Fair value is the price that would be received to sell an asset or paid to transfer a liability (the "exit price") in an orderly transaction between market participants at the measurement date. See Note 4 for discussion of fair value measurements.

Income recognition – Purchases and sales of securities are recorded on a trade-date basis. Dividends are recorded on the ex-dividend date. Interest income is recorded on the accrual basis. The net appreciation in fair value of investments consists of both the realized gains and losses and unrealized appreciation and depreciation of those investments.

Notes receivable from participants – Notes receivable from participants are measured at amortized cost, which represents unpaid principal balance plus accrued but unpaid interest. Delinquent notes receivable from participants are reclassified as distributions upon the occurrence of a distributable event, based on the terms of the Plan Agreement.

Payment of benefits – Benefits are recorded when paid.

Expenses – Certain expenses of maintaining the Plan are paid directly by the Company and are not included in administrative expenses. Investment related expenses are included in net appreciation of fair value of investments and are not separately reflected on the financial statements.

Excess contributions payable – Excess contributions payable represent amounts refunded to participants after year-end to comply with regulatory contribution limitations.

Subsequent events – Subsequent events are events or transactions that occur after the statement of net assets available for benefits date but before the financial statements are available to be issued. The Plan recognizes in the financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at the date of the statement of net assets available for benefits, including the estimates inherent in the process of preparing the financial statements. The Plan's financial statements do not recognize subsequent events that provide evidence about conditions that did not exist at the date of the statement of net assets available for benefits but arose after the statement of net assets available for benefits date and before the financial statements are available to be issued.

The Plan has evaluated subsequent events through October 3, 2014, which is the date the financial statements were available to be issued.

NOTE 3 – INVESTMENTS

Investments representing 5% or more of net assets available for benefits consist of the following as of December 31:

	2013	2012
Schwab S&P 500 Index Fund — Select S	$ 6,470,379	$ 27,757,844
Vanguard Balanced Index Fd Signal	2,638,302	**
Schwab Money Market Fund	3,591,554	8,197,967
Artisan International Fund Inv	2,860,327	3,022,180
The McDonald Fund	*	4,331,452

* does not represent 5% in the current year
** did not represent 5% in the previous year

During 2013, the Plan's investments (including gains and losses on investments purchased, sold, as well as held during the year) appreciated (depreciated) in fair value as follows:

	2013
Net realized and unrealized appreciation (depreciation)	
Self-Directed Brokerage Account	$ 1,417,875
Mutual Funds	1,917,488
Collective Trust	(5,095)
Net appreciation in fair value of investments	$ 3,330,268

NOTE 4 – FAIR VALUE MEASUREMENTS

The framework for measuring fair value provides a hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3).

The three levels of the fair value hierarchy are described as follows:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the plan has the ability to access.

Level 2 Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in inactive markets; inputs other than quoted prices that are observable for the asset or liability; and inputs that are derived principally from or corroborated by observable market data by correlation or other means. If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques maximize the use of relevant observable inputs and minimize the use of unobservable inputs.

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 and 2012.

Cash and cash equivalents: Valued using market quotations or based on pricing models maximizing the use of observable input for similar securities.

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

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

Common stock: Common stock is valued at the closing price reported on the active market on which the individual securities are traded.

Unit investment trusts: Valued at the closing price reported on the active market on which the individual securities are traded.

Limited partnership interests: This fund has a concentrated portfolio of U.S. stocks.

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

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

The Plan has investments in the Schwab Institutional Fixed Income Fund which is a common/collective investment trust fund that invests mainly in high quality, investment grade bonds. Additionally, the fund may contain allocations to higher yielding instruments such as global and emerging market debt and high yield corporate bonds. The fund utilizes multiple sub-advisors whose recommendations are based on complementary investment strategies, providing clients with a more diversified portfolio, although there is no guarantee against loss of principal. The fund has no liquidity issues or redemption restrictions.

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

The following table discloses by level, the fair value hierarchy, of the Plan's assets at fair value as of December 31, 2013 and 2012:

	Fair Value Measurement at December 31, 2013			
	Level 1	Level 2	Level 3	Total
Self-directed brokerage investments:				
Cash and cash equivalents	$ 4,423	$ 3,900,811	$ -	$ 3,905,234
Government & agency obligations	492,155	-	-	492,155
Common and preferred stocks	8,783,009	-	-	8,783,009
Mutual funds	17,077,953	-	-	17,077,953
Unit investment trusts	2,613,277	-	-	2,613,277
Limited partnership	-	228,248	-	228,248
Mutual funds	15,696,511	-	-	15,696,511
Collective trusts	-	442,803	-	442,803
Cash and cash equivalents	268,780	-	-	268,780
Total assets at fair value	$ 44,936,108	$ 4,571,862	$ -	$ 49,507,970

	Fair Value Measurement at December 31, 2012			
	Level 1	Level 2	Level 3	Total
Self-directed brokerage investments:				
Cash and cash equivalents	$ 19,692	$ 8,523,375	$ -	$ 8,543,067
Government & agency obligations	-	-	-	-
Common and preferred stocks	5,696,302	-	-	5,696,302
Mutual funds	10,346,301	-	-	10,346,301
Unit investment trusts	2,967,734	-	-	2,967,734
Limited partnership	-	204,440	-	204,440
Mutual funds	7,345,795	4,331,452	-	11,677,247
Collective trusts	-	364,155	-	364,155
Cash and cash equivalents	221,094	258,195	-	479,289
Total assets at fair value	$ 26,596,918	$ 13,681,617	$ -	$ 40,278,535

NOTE 5 – TAX STATUS

The plan document is a prototype standardized defined contribution plan that received a favorable opinion letter from the Internal Revenue Service on May 23, 2008, which stated that the Plan, as then designed, was in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the opinion letter, the plan administrators believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

In accordance with guidance on accounting for uncertainty in income taxes, the plan administrators have evaluated the Plan's tax positions and do not believe the Plan has any uncertain tax positions that require disclosure or adjustment to the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2010.

NOTE 6 – RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market volatility, and credit risks. It is reasonably possible, given the level of risk associated with investment securities, that changes in the values of the investments in the near term could materially affect a participant's account balance and the amounts reported in the financial statements.

NOTE 7 – INFORMATION CERTIFIED BY THE TRUSTEE

The plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the trustee of the Plan, has certified to the completeness and accuracy of:

- Investments and notes receivable from participants reflected on the accompanying statements of net assets available for benefits as of December 31, 2013 and 2012.

- Net appreciation in fair value of investments, dividends, capital gains, and interest, and interest income from notes receivable from participants reflected on the accompanying statement of changes in net assets available for benefits for the year ended December 31, 2013.

- Investments reflected on the schedule of assets (held at end of year).

NOTE 8 – EXEMPT PARTY-IN-INTEREST TRANSACTIONS

Plan investments include shares of registered investment company funds managed by the trustee of the Plan and such transactions qualify as exempt party-in-interest transactions. Fees paid by the Plan for investment management services to the trustee were $14,734 for the year ended December 31, 2013.

NOTE 9 – NON-EXEMPT PARTY-IN-INTEREST TRANSACTIONS

Department of Labor Regulation 2510.3-2012 specifies that the elective deferrals withheld from employee wages as part of Section 401(k) cash or deferred plan become "plan assets" as of the earliest date on which they can be reasonably segregated from the employer's general assets, but in no event any later than the 15th business day of the month following the month in which they are withheld. The Plan remitted 2011 participant contributions of $16,500 to the trustee on July 3, 2013, which was later than required. The Company filed Form 5330 with the IRS and paid the required excise tax on the transaction. In addition, the participant accounts were credited with the amount of investment income that would have been earned had the participant contribution been remitted on a timely basis.

NOTE 10 – PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right to terminate the Plan and discontinue its contributions at any time. If the Plan is terminated, amounts allocated to a participant's account become fully vested.

SUPPLEMENTARY INFORMATION

REQUIRED BY THE DEPARTMENT OF LABOR

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HELLMAN & FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2013

Plan sponsor: Hellman & Friedman LLC
Employee identification number: 38-3708132
Plan number: 002
Schedule h, line 4 (i)

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
*	SCHWAB RETIREMENT MONEY FUND	Money market	$ 268,780	$ 268,780
	MUTUAL FUNDS/ COLLECTIVE TRUSTS:			
	Artisan International Fund Inv	Mutual funds	207,215	343,858
	Artisan Midcap Value Fund	Mutual funds	241,385	325,074
	Dfa Emerging Markets Value	Mutual funds	118,843	108,346
	Dodge & Cox Intl Stock Fd	Mutual funds	508,835	655,837
	Royce Pennsylvania Mutual Fd Invesmt	Mutual funds	132,755	174,591
*	Schwab S&P 500 Index Fund — Select S	Mutual funds	6,051,311	6,470,379
	Vanguard Balanced Index Fd Signal	Mutual funds	2,262,097	2,638,302
	Vanguard Growth Index Fd Signal	Mutual funds	435,060	557,023
	Vanguard High-Yield Corporate Fd Inv	Mutual funds	233,990	234,132
	Vanguard Mid Cap Growth Index Inv	Mutual funds	113,891	147,393
	Vanguard Mid Cap Index Signal	Mutual funds	72,135	87,664
	Vanguard Small-Cap Value Index Fd I	Mutual funds	149,071	173,090
	Vanguard Target Retirement 2020 Fd I	Mutual funds	96,631	114,592
	Vanguard Target Retirement 2030 Fd I	Mutual funds	995,655	1,219,537
	Vanguard Target Retirement 2040 Fd I	Mutual funds	1,143,037	1,422,949
	Vanguard Target Retirement 2050 Fd I	Mutual funds	135,928	150,785
	Vanguard Target Retirement Income In	Mutual funds	335,557	357,386
	Vanguard Value Index Fd Signal	Mutual funds	412,265	515,571
*	Schw Instl Fix Inc Tr Cl 3	Collective trusts	417,577	442,803
	Total mutual funds and others		14,063,238	16,139,312
	SELF-DIRECTED BROKERAGE INVESTMENTS:			
*	Schwab Cash Reserves Sweep Shares	Cash equivalents	**	4
*	Schwab Money Market Fund	Cash equivalents	**	3,591,554
*	Schwab US Treasury Money Fund	Cash equivalents	**	246,257
*	Schwab Value Advantage Money Fund	Cash equivalents	**	62,996
	Cash	Cash equivalents	**	4,423
	Ust Infl Indx	Government and agency obligations	**	492,157
	Affymetrix Inc	Common stock	**	8,570
	Alcoa Inc	Common stock	**	10,630
	Altria Group Inc	Common stock	**	1,920
	Apple Inc	Common stock	**	5,610
	Applied Micro Circuits New	Common stock	**	401
	Auto Data Processing	Common stock	**	807,990
	Baker Hughes Inc	Common stock	**	33,156
	Bank of America Corp	Common stock	**	6,119
	Berkshire Hathaway B New	Common stock	**	5,928
	Biogen Idec Inc	Common stock	**	12,860
	Blackstone Group LP	Common stock	**	253,733
	Boeing Co	Common stock	**	48,454
	Bristol-Myers Squibb Co	Common stock	**	58,465
	Caterpillar Inc.	Common stock	**	51,308

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
	Chevron Corporation	Common stock	**	437,185
	Chubb Corp	Common stock	**	38,652
	Cisco System Inc	Common stock	**	30,489
	Citigroup Inc New	Common stock	**	10,454
	Crown Castle Intl Corp	Common stock	**	11,015
	Ebay Inc	Common stock	**	5,487
	ETFS Gold Tr	Common stock	**	18,701
	ETFS Silver Tr	Common stock	**	12,979
	Evolving Sys Inc	Common stock	**	15,584
	Exelixis Inc	Common stock	**	6,130
	Express Scripts Holding Company	Common stock	**	211
	Exxon Mobil Corporation	Common stock	**	506,000
	Ford Motor Company New	Common stock	**	33,946
	Garmin Ltd New	Common stock	**	20,415
	Huron Consulting Group	Common stock	**	6,267
	Interplay Entertainment	Common stock	**	15
	Intuit	Common stock	**	190,800
	iShares Tr Dow Jones US Real Estate	Common stock	**	2,434
	iShares Tr Russell 2000 Index Fd	Common stock	**	24,564
	J P Morgan Chase & Co	Common stock	**	292,400
	JDS Uniphase Corp New	Common stock	**	2,428
	Johnson & Johnson	Common stock	**	1,282,260
	K L A Tencor Corp	Common stock	**	16,115
	Kraft Foods Group Inc	Common stock	**	593
	Mastercard Inc	Common stock	**	793,687
	Merck & Co Inc New	Common stock	**	1,001
	Microsoft Corp	Common stock	**	1,206,267
	Mondelez Intl Inc	Common stock	**	1,200
	Oracle Corporation	Common stock	**	24,601
	Philip Morris Intl Inc	Common stock	**	4,357
	Pimco Exch Traded Fund	Common stock	**	10,922
	Safeway	Common stock	**	1,336
	Soligenix Inc New	Common stock	**	1,800
	Telik Inc New	Common stock	**	79
	The Charles Schwab Corp	Common stock	**	40,028
	Vanguard Specialized Fds	Common stock	**	27,086
	Vertex Pharmaceuticals	Common stock	**	22,290
	Visa Inc Cl A	Common stock	**	445,360
	Wal-Mart Stores Inc	Common stock	**	236,070
	Wells Fargo & Co New	Common stock	**	27,240
	Wesco International Inc.	Common stock	**	11,839
	Whole Foods Mkt Inc	Common stock	**	43,373
	Yahoo! Inc	Common stock	**	23,455
	1/100 Berkshire Htwy Cl A	Common stock	**	889,500
	3M Company	Common stock	**	701,250
	Allianz Nfj Dividend Value Fund Cl D	Mutual funds	**	20,721
	Allianz Rcm Global Small Cap Cl D	Mutual funds	**	14,787
	Alpine Intl Real Estate Equity Fd	Mutual funds	**	7,654
	American Beacon Largecap Val Inv	Mutual funds	**	17,401
	American Century Equity Income Fd In	Mutual funds	**	25,683

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
	Artisan Global Oppty Inv Cl	Mutual funds	**	532,008
	Artisan Global Value Fund	Mutual funds	**	195,788
	Artisan International Fund Inv	Mutual funds	**	2,860,327
	Artisan International Value Fund	Mutual funds	**	717,310
	Artisan Midcap Fd	Mutual funds	**	998,282
	Artisan Midcap Value Fund	Mutual funds	**	324,857
	Artisan Small Cap Investor Fund	Mutual funds	**	861,641
	Artisan Small Cap Value Investor	Mutual funds	**	1,050,945
	Artisan Value Fund Inv	Mutual funds	**	10,547
	Baron Growth Fund	Mutual funds	**	37,191
	Baron Small Cap Fund	Mutual funds	**	11,288
	Blackrock Equity Dividend Cl A	Mutual funds	**	15,682
	Blackrock Lifepath 2040 Port Inst	Mutual funds	**	22,817
	Cgm Realty Fund	Mutual funds	**	50,735
	Clipper Fund	Mutual funds	**	25,718
	Cohen & Steers Realty Shares	Mutual funds	**	14,999
	DFA Emerging Markets Portfolio I	Mutual funds	**	113,386
	DFA Emerging Mkts Value Port Instl	Mutual funds	**	27,289
	DFS Inter Term Exten Qual Port Instl	Mutual funds	**	6,056
	DFA US Large Co Instl Index Port	Mutual funds	**	29,911
	DFA Intl Small Co Portfolio Fund	Mutual funds	**	98,606
	DFS Intl Value Port Instl	Mutual funds	**	19,763
	DFA Realestate Secrties Portfolio I	Mutual funds	**	11,247
	DSF Us Large Cap Value Port Instl	Mutual funds	**	25,256
	DFA US Large Co Instl Index Port	Mutual funds	**	20,489
	DFA US Micro Cap Port Instl	Mutual funds	**	30,040
	DFA US Small Cap Value Port Instl	Mutual funds	**	24,488
	Dodge & Cox Global Stock Fd	Mutual funds	**	1,222,689
	Dodge & Cox Intl Stock Fd	Mutual funds	**	172,429
	Doubleline Core Fixed	Mutual funds	**	28,290
	Driehaus Emerging Mkts Growth Fd	Mutual funds	**	9,817
	Eaton Vance Fl Rt In Tr	Mutual funds	**	351,210
	Eaton Vance Floating Rate Adv Fd A	Mutual funds	**	3,396
	Fairholme Fund	Mutual funds	**	39,959
	Fidelity High Income Fund	Mutual funds	**	19,532
	First Eagle Overseas Fund A	Mutual funds	**	194,514
	Goldman Sachs Tech Tollkeeper A	Mutual funds	**	15,545
	Harding Loevner Emerging Markets	Mutual funds	**	50,236
	India Fund Inc	Mutual funds	**	4,528
	ING Corporate Leaders Trust Fund	Mutual funds	**	11,821
	Ing Global Real Estate Cl A	Mutual funds	**	5,499
	Intech Risk-Managed Core Fd Class T	Mutual funds	**	17,206
	Invesco Balanced Risk Alloc Fd Cl A	Mutual funds	**	19,085
	Janus Contrarian Fund Class T	Mutual funds	**	35,913
	Janus Flexible Bond Fund Class T	Mutual funds	**	14,874
	Janus Global Life Sciences T	Mutual funds	**	11,287
	Janus Global Select Fund Class T Sha	Mutual funds	**	13,794
	Janus Growth & Income Fund Class T	Mutual funds	**	18,052
	Janus Overseas Fd Cl T	Mutual funds	**	41,805
	JPMorgan Strategic Income Opps A	Mutual funds	**	29,198

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
	Kinetics Paradigm Fund	Mutual funds	**	57,141
	Laudus Mondrian Intl	Mutual funds	**	621,856
	Laudus U.S. Large Cap Growth Fund	Mutual funds	**	17,527
	Litman Gregory Mastersintl Fd Inst	Mutual funds	**	6,969
	Lwas/DFA Intl High Book To Market	Mutual funds	**	193,024
	Lwas/DFA US High Book To Market Port	Mutual funds	**	44,640
	Mainstay Fds Tr Marketfield A	Mutual funds	**	21,057
	Matthews China Investor	Mutual funds	**	7,456
	Meridian Growth Fund	Mutual funds	**	61,825
	Mfa Mortgage Investments	Mutual funds	**	10,857
	Mfs International Value Fd Cl A	Mutual funds	**	14,082
	Neuberger Berman Large Cap Value In	Mutual funds	**	51,974
	Oakmark Fund I	Mutual funds	**	25,778
	Oakmark Intl Small Cap Fd I	Mutual funds	**	57,402
	Osterweis Fund	Mutual funds	**	1,020,597
	Pacific Financial Core Eqty Fd Inv C	Mutual funds	**	30,601
	Pacific Financial Explorer Fd Inv Cl	Mutual funds	**	31,190
	Pacific Financial Intl	Mutual funds	**	18,383
	Pacific Financial Strat Cons Inv Cl	Mutual funds	**	1,977
	Pacific Financial Tactical Fd Inv Cl	Mutual funds	**	16,739
	Parnassus Equity Income Fd Inv	Mutual funds	**	32,947
	Pax World Balanced Fd Individual Inv	Mutual funds	**	16,193
	Perkins Mid Cap Value Fund Class T	Mutual funds	**	31,813
	Perritt Micro Cap Opportunities Fund	Mutual funds	**	38,253
	Pimco All Asset All Authority I	Mutual funds	**	1,058,470
	Pimco All Assets All Authority Cl D	Mutual funds	**	23,723
	Pimco Emer Mkts Currency Cl D	Mutual funds	**	7,768
	Pimco High Yield Fund Class D	Mutual funds	**	3,463
	Pimco Income D	Mutual funds	**	47,792
	Pimco Real Return Fd Cl D	Mutual funds	**	11,143
	Pimco Total Return Fd Cl D	Mutual funds	**	5,373
	Royce Unconstrained Bond D	Mutual funds	**	27,891
	Powershares Exch Trad Fd Tr	Mutual funds	**	9,809
	Royce Micro Cap Fund Investment Cl	Mutual funds	**	11,268
*	Schwab Dividend Equity Fund	Mutual funds	**	118,153
*	Schwab Fundamental US Lrge Co Index	Mutual funds	**	17,205
*	Schwab Health Care Fund	Mutual funds	**	71,396
*	Schwab Intl Index Fd	Mutual funds	**	11,160
*	Schwab Large-Cap Growth	Mutual funds	**	7,869
*	Schwab S&P 500 Index Fund — Select S	Mutual funds	**	151,626
*	Schwab SM Cap Equity Fd	Mutual funds	**	12,527
*	Schwab Small Cap Index Select	Mutual funds	**	40,846
*	Schwab Target 2030 Fund	Mutual funds	**	16,537
*	Schwab Target 2040 Fund	Mutual funds	**	83,565
*	Schwab Total Stk Mkt Index	Mutual funds	**	12,402
	Ssga Emerging Markets Fund Instl	Mutual funds	**	16,669
	T Rowe Price Equity Income Fund	Mutual funds	**	32,640
	T Rowe Price Health Sciences Fd	Mutual funds	**	58,295
	T Rowe Price Mid-Cap Growth Fund	Mutual funds	**	44,817
	Third Avenue Value Fund Instl	Mutual funds	**	38,981

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
	Tocqueville Fund	Mutual funds	**	52,441
	Tocqueville Gold Fund	Mutual funds	**	4,146
	Ubs Global Allocation Cl Y	Mutual funds	**	88,526
	Us Global Investors Eastern European	Mutual funds	**	7,535
	Van Eck Global Hard Assets I	Mutual funds	**	803,029
	Vanguard Dividend Growth Fund	Mutual funds	**	37,051
	Vanguard Emerging Mkts Stock Index	Mutual funds	**	7,955
	Vanguard Energy Fund Inv	Mutual funds	**	90,721
	Vanguard Extended Mkt Index Fd Inv	Mutual funds	**	22,032
	Vanguard Inflation Protected Sec Fd	Mutual funds	**	13,150
	Vanguard Interm Term Inv Grd Fund	Mutual funds	**	9,907
	Vanguard Intl Growth Portfolio Inv	Mutual funds	**	29,198
	Vanguard Reit Index Fund Inv	Mutual funds	**	8,830
	Vanguard Small-Cap Value Index Fd I	Mutual funds	**	16,741
	Vanguard Target Retirement 2025 Fd I	Mutual funds	**	15,918
	Vanguard Target Retirement 2035 Fd I	Mutual funds	**	37,504
	Vanguard Total Intl Stk Index Fd Inv	Mutual funds	**	9,015
	Vanguard Total Stock Markt Indx Fd I	Mutual funds	**	806,385
	Vanguard Wellington Fund Inv	Mutual funds	**	13,588
	Vanguard 500 Index Fd Investor Shs	Mutual funds	**	47,273
	Virtus Premium	Mutual funds	**	15,835
	Wells Fargo Advtg Spc Midcap Val Inv	Mutual funds	**	15,913
	BLDRS Emerging Mkts	Unit investment trusts	**	8,812
	CurrencyShares Euro Tr	Unit investment trusts	**	3,672
	First Tr Bick Index	Unit investment trusts	**	6,645
	iShares FTSE NAREIT Indx Index Fd	Unit investment trusts	**	21,918
	iShares GSCI Commodity Index	Unit investment trusts	**	70,979
	iShares MSCI Hk Idx Fd F	Unit investment trusts	**	26,265
	iShares MSCI Jpn Idx Fdf	Unit investment trusts	**	121,375
	iShares S&P Euro 350	Unit investment trusts	**	13,890
	iShares S&P Gbl Consumer	Unit investment trusts	**	490,900
	iShares Tr	Unit investment trusts	**	36,113
	iShares Tr Comex Gold	Unit investment trusts	**	261,893
	iShares Tr DJ US Consumer Goods Sect	Unit investment trusts	**	8,998
	iShares Tr DJ US Utils	Unit investment trusts	**	8,051
	iShares Tr Dow Jones Select Dividend	Unit investment trusts	**	7,652
	iShares Tr Goldman Sachs	Unit investment trusts	**	40,089
	iShares Tr Goldman Sachs Tech Index	Unit investment trusts	**	13,079
	iShares Tr GS Investop	Unit investment trusts	**	79,038
	iShares Tr Lehman Aggregate Bd Fd	Unit investment trusts	**	5,777
	iShares Tr Lehman Bd Fd	Unit investment trusts	**	10,537
	iShares Tr Lehman Bd Fd	Unit investment trusts	**	51,413
	iShares Tr Lehman Tips Bond Fund	Unit investment trusts	**	12,142
	iShares Tr Msci Eafe Fd	Unit investment trusts	**	89,352
	iShares Trust Ftse Epra	Unit investment trusts	**	27,646
	iShares Trust Index Fund	Unit investment trusts	**	15,183
	iShares Trust S&P 500 Index	Unit investment trusts	**	35,586
	Powershares DB US Dlr Index Tr	Unit investment trusts	**	9,254
	Powershares Qqq Trust Ser 1	Unit investment trusts	**	45,827
	Powershares S&P Etf	Unit investment trusts	**	92

(a)	(b) Identity of issue, borrower, lessor or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
	Powershs DB Commdty	Unit investment trusts	**	58,069
	Rydex ETF Trust	Unit investment trusts	**	56,777
*	Sch US Reit ETF	Unit investment trusts	**	23,638
*	Schwab Etfs-Us Broad Market Etf	Unit investment trusts	**	206,394
*	Schwab Etfs-Us Large-Cap Etf	Unit investment trusts	**	38,129
	SPDR Gold Trust SPDR Gold Shares	Unit investment trusts	**	79,774
	SPDR Index SHS FDS S & P EMKTSC ETF	Unit investment trusts	**	23,505
	Spdr Msci Acwi Ex-Us	Unit investment trusts	**	32,601
	SPDR S&P Dividend ETF	Unit investment trusts	**	31,594
	Vanguard Div Appr Vipers	Unit investment trusts	**	38,078
	Vanguard Index Funds	Unit investment trusts	**	44,937
	Vanguard Index Funds	Unit investment trusts	**	49,431
	Vanguard Intl Equity Index	Unit investment trusts	**	54,736
	Vanguard Intl Equity Index Fd	Unit investment trusts	**	84,265
	Vanguard Total Stock Mkt	Unit investment trusts	**	189,996
	Vanguard World Funds	Unit investment trusts	**	6,137
	Wisdomtree Emerging	Unit investment trusts	**	5,893
	Wisdomtree India Earning	Unit investment trusts	**	5,933
	Wisdomtree Jap Smcap Div	Unit investment trusts	**	61,212
	T2 Qualified Fund PP LP	Limited partnership	**	228,248
	Total self-directed brokerage investments			33,099,878
*	Participant Loans	Interest rates ranging from 3.25% to 7.75%, maturing through October 2025	**	112,916
				$ 49,620,886

* Indicates party-in-interest.
** Information is not required as investments are participant directed.

HELLMAN & FRIEDMAN PROFIT SHARING AND 401(k) SAVINGS PLAN
SCHEDULE H, LINE 4(a) – SCHEDULE OF DELINQUENT CONTRIBUTIONS
December 31, 2013

Plan sponsor: Hellman & Friedman LLC
Employee identification number: 38-3708132
Plan number: 002
Schedule h, line 4 (a)

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

Hellman & Friedman Profit Sharing & 401K Savings Plan
Schedule C, Part I, Line 3 - Service Provider Indirect Compensation Information
December 31, 2013

EIN: 38-3708132
Plan Number: 002

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

Fund Family/Provider	EIN	Formula
Artisan	39-1811840	Rate of 0.40% of average daily balance of asset(s)
Dodge & Cox	Not Available	Rate of 0.10% of average daily balance of asset(s)
Royce	52-2343049	Rate of 0.20% of average daily balance of asset(s)
Schwab Funds	94-3106735	Range of 0.02 - 0.25% of average daily balance of assets

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

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

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

Fund Family/Provider	EIN	Formula
Allianz Funds	33-0457728	Range of 0.02 - 0.40% of average daily balance of assets
Alpine	13-3982412	Rate of 0.10% of average daily balance of asset(s)
American Beacon	75-2401150	Rate of 0.40% of average daily balance of asset(s)
American Century Investments	43-0821857	Rate of 0.35% of average daily balance of asset(s)
Artisan	39-1811840	Rate of 0.40% of average daily balance of asset(s)
Baron Capital Group	13-3122938	Rate of 0.40% of average daily balance of asset(s)
BlackRock	04-6171663	Rate of 0.50% of average daily balance of asset(s)
Clipper Fund	65-3893011	Rate of 0.46% of average daily balance of asset(s)
Cohen & Steers	14-1904657	Rate of 0.40% of average daily balance of asset(s)
Columbia	93-0577450	Rate of 0.40% of average daily balance of asset(s)
DoubleLine	Not Available	Rate of 0.36% of average daily balance of asset(s)
Dreyfus	Not Available	Rate of 0.35% of average daily balance of asset(s)
Driehaus	20-3634295	Rate of 0.40% of average daily balance of asset(s)
Eaton Vance	20-1227352	Rate of 0.40% of average daily balance of asset(s)
Fidelity Investments	06-1194217	Rate of 0.10% of average daily balance of asset(s)
First Eagle	13-3392291	Rate of 0.40% of average daily balance of asset(s)
Goldman Sachs	Not Available	Rate of 0.50% of average daily balance of asset(s)
Harding Loevner	Not Available	Rate of 0.40% of average daily balance of asset(s)
ING Funds	95-4516049	Range of 0.30 - 0.45% of average daily balance of assets
Invesco	58-2287224	Rate of 0.40% of average daily balance of asset(s)
Janus	43-1804048	Rate of 0.35% of average daily balance of asset(s)
JPMorgan	13-2624428	Rate of 0.50% of average daily balance of asset(s)
Kinetics	13-3878346	Rate of 0.40% of average daily balance of asset(s)
Laudus Funds	94-3106735	Range of 0.10 - 0.30% of average daily balance of assets
MainStay	52-2206685	Rate of 0.40% of average daily balance of asset(s)
Matthews Asia Funds	94-3250972	Rate of 0.40% of average daily balance of asset(s)
MFS	04-3253929	Rate of 0.45% of average daily balance of asset(s)
Neuberger Berman	13-3216325	Rate of 0.29% of average daily balance of asset(s)
Oakmark	04-3276558	Rate of 0.35% of average daily balance of asset(s)
Osterweis	94-2871718	Rate of 0.06% of average daily balance of asset(s)
Pacific Financial	91-1257006	Rate of 0.25% of average daily balance of asset(s)
Parnassus	94-6579180	Rate of 0.40% of average daily balance of asset(s)
Pax World	02-0280580	Rate of 0.40% of average daily balance of asset(s)
Perritt	04-3788672	Rate of 0.40% of average daily balance of asset(s)
Royce	52-2343049	Rate of 0.28% of average daily balance of asset(s)
Schwab Funds	94-3106735	Range of 0.02 - 0.25% of average daily balance of assets
State Street Global Advisors	42-1704580	Rate of 0.30% of average daily balance of asset(s)

T. Rowe Price	52-2264646	Rate of 0.04% of average daily balance of asset(s)
Third Avenue	01-0690900	Rate of 0.47% of average daily balance of asset(s)
Tocqueville	13-3549887	Rate of 0.40% of average daily balance of asset(s)
U.S. Global Investors	74-1619375	Rate of 0.40% of average daily balance of asset(s)
UBS	36-7056204	Rate of 0.55% of average daily balance of asset(s)
Van Eck	13-3210061	Rate of 0.10% of average daily balance of asset(s)
Virtus	95-4191764	Rate of 0.40% of average daily balance of asset(s)
Wells Fargo Advantage	41-0449260	Rate of 0.55% of average daily balance of asset(s)

Schedule H/I, Line 4a
Schedule of Delinquent Participant Contributions

Name of Plan:

►Hellman & Friedman Profit Sharing and 401k Savings Plan

Employer Identification No.: ► 38-3708132

Plan year (beginning/ending):► 1/1/2013 - 12/31/2013 Plan number:► 2

Participant Contributions Transferred Late to Plan	Total that Constitute Nonexempt Prohibited Transactions			Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included: ☐	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	
$ 16,500.00		$16,500.00		$16,500.00

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

NAME OF PLAN SPONSOR: Hellman & Friedman LLC
NAME OF PLAN: Hellman & Friedman Profit Sharing & 401K Savings Plan
EIN: 38-3708132
PLAN NUMBER: 002

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current Value
*	PARTICIPANT LOANS	Loans (3.25% - 7.75%)		112,916
*	SCHWAB RETIREMENT MONEY FUND	Money Market / Cash Equivalent		268,780
*	SCHWAB INSTL FIXED INCOME CL 3	Common Collective Trust Fund		442,803
	PCRA	Self-Directed Brokerage Account		32,871,628
	ARTISAN INTERNATIONAL FUND	Registered Investment Company		343,858
	ARTISAN MIDCAP VALUE FUND	Registered Investment Company		325,074
	DFA EMERGING MARKETS VALUE	Registered Investment Company		108,346
	DODGE & COX INTL STOCK	Registered Investment Company		655,837
	ROYCE PENNSYLVANIA MUTUAL INV	Registered Investment Company		174,591
*	SCHWAB S&P 500 INDEX FUND	Registered Investment Company		6,470,380
	VANGUARD BALANCED INDX SIGNAL	Registered Investment Company		2,638,303
	VANGUARD GROWTH INDEX SIGNAL	Registered Investment Company		557,023
	VANGUARD HIGH YIELD CORP FND	Registered Investment Company		234,132
	VANGUARD MID CAP GRTH IDX INV	Registered Investment Company		147,393
	VANGUARD MID CAP INDEX SIGNAL	Registered Investment Company		87,664
	VANGUARD SMALL CAP VALUE INDEX	Registered Investment Company		173,090
	VANGUARD TARGET RETIREMNT 2020	Registered Investment Company		114,592
	VANGUARD TARGET RETIREMNT 2030	Registered Investment Company		1,219,537
	VANGUARD TARGET RETIREMNT 2040	Registered Investment Company		1,422,949
	VANGUARD TARGET RETIREMNT 2050	Registered Investment Company		150,785
	VANGUARD TARGET RETMT INCOME	Registered Investment Company		357,386
	VANGUARD VALUE INDEX SIGNAL	Registered Investment Company		515,571
	LIMITED PARTNERSHIP	Limited Partnership		228,248

* Party in interest