

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 2014 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2014 or fiscal plan year beginning <u>01/01/2014</u> and ending <u>12/31/2014</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions); or ☒ 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:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>AMERICAN ELECTRIC POWER SYSTEM RETIREMENT PLAN</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>12/01/1940</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>001</u>	1c Effective date of plan <u>12/01/1940</u>	
1b Three-digit plan number (PN) ▶	<u>001</u>				
1c Effective date of plan <u>12/01/1940</u>					
2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan) <u>AMERICAN ELECTRIC POWER SERVICE CORPORATION</u> <u>1 RIVERSIDE PLAZA</u> <u>COLUMBUS, OH 43215</u>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>13-4922641</u></td> </tr> <tr> <td>2c Plan Sponsor's telephone number <u>614-716-1000</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>221100</u></td> </tr> <tr> <td style="height: 40px;"></td> </tr> </table>	2b Employer Identification Number (EIN) <u>13-4922641</u>	2c Plan Sponsor's telephone number <u>614-716-1000</u>	2d Business code (see instructions) <u>221100</u>	
2b Employer Identification Number (EIN) <u>13-4922641</u>					
2c Plan Sponsor's telephone number <u>614-716-1000</u>					
2d Business code (see instructions) <u>221100</u>					

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.	10/06/2015	JULIA A SLOAT
	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 ☒ Same as Plan Sponsor		3b Administrator's EIN	
		3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:		4b EIN	
a Sponsor's name		4c PN	
5 Total number of participants at the beginning of the plan year		5	37367
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d).			
a(1) Total number of active participants at the beginning of the plan year		6a(1)	17684
a(2) Total number of active participants at the end of the plan year		6a(2)	17737
b Retired or separated participants receiving benefits		6b	12087
c Other retired or separated participants entitled to future benefits.....		6c	3634
d Subtotal. Add lines 6a(2) , 6b , and 6c		6d	33458
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.		6e	3635
f Total. Add lines 6d and 6e		6f	37093
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)		6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....		6h	68
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: 1C 3H 1A 3F 1E			
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)		9b Plan benefit arrangement (check all that apply)	
(1) ☐ Insurance		(1) ☐ Insurance	
(2) ☐ Code section 412(e)(3) insurance contracts		(2) ☐ Code section 412(e)(3) insurance contracts	
(3) ☒ Trust		(3) ☒ Trust	
(4) ☐ General assets of the sponsor		(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		b General Schedules	
(1) ☒ R (Retirement Plan Information)		(1) ☒ H (Financial Information)	
(2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary		(2) ☐ I (Financial Information – Small Plan)	
(3) ☒ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary		(3) ☐ A (Insurance Information)	
		(4) ☒ C (Service Provider Information)	
		(5) ☒ D (DFE/Participating Plan Information)	
		(6) ☐ G (Financial Transaction Schedules)	

Part III**Form M-1 Compliance Information (to be completed by welfare benefit plans)**

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2014 Form M-1 annual report. If the plan was not required to file the 2014 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2014 This Form is Open to Public Inspection
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For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014	
Round off amounts to nearest dollar.	
Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.	
A Name of plan AMERICAN ELECTRIC POWER SYSTEM RETIREMENT PLAN	B Three-digit plan number (PN) 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF AMERICAN ELECTRIC POWER SERVICE CORPORATION	D Employer Identification Number (EIN) 13-4922641
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I Basic Information			
1 Enter the valuation date: Month 01 Day 01 Year 2014			
2 Assets:			
a Market value	2a	4795450916	
b Actuarial value	2b	4722776047	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	16041	2200246985	2200246985
b For terminated vested participants	3642	186738398	186738398
c For active participants	17684	1548746031	1577688524
d Total	37367	3935731414	3964673907
4 If the plan is in at-risk status, check the box and complete lines (a) and (b)			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	6.34%	
6 Target normal cost	6	65180624	

Statement by Enrolled Actuary	
To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.	
SIGN HERE	
JOSEPH A. PERKO	09/18/2015
Type or print name of actuary	Date
TOWERS WATSON DELAWARE, INC.	14-06491
Firm name	Most recent enrollment number
1001 LAKESIDE AVENUE, SUITE 1900 CLEVELAND, OH 44114-1172	216-937-4000
Address of the firm	Telephone number (including area code)

Part II Beginning of Year Carryover and Prefunding Balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year)	189814041	478656586
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	54762687	0
9 Amount remaining (line 7 minus line 8)	135051354	478656586
10 Interest on line 9 using prior year's actual return of <u>7.70</u> %	10398954	36856557
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		65316114
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.24</u> %		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		5029341
c Total available at beginning of current plan year to add to prefunding balance		70345455
d Portion of (c) to be added to prefunding balance		
12 Other reductions in balances due to elections or deemed elections		
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	145450308	515513143

Part III Funding Percentages		
14 Funding target attainment percentage	14	102.45 %
15 Adjusted funding target attainment percentage	15	110.21 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	104.88 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and Liquidity Shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
Totals ▶			18(b)	0	18(c)
					0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	0
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No		
b If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No		
c If line 20a is "Yes," see instructions and complete the following table as applicable:		
Liquidity shortfall as of end of quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:				
a Segment rates:	1st segment: 4.99 %	2nd segment: 6.32 %	3rd segment: 6.99 %	☐ N/A, full yield curve used
b Applicable month (enter code).....				21b 3
22 Weighted average retirement age				22 61
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):												
a Target normal cost (line 6).....	31a	65180624										
b Excess assets, if applicable, but not greater than line 31a	31b	65180624										
32 Amortization installments:	<table border="1"> <thead> <tr> <th></th> <th>Outstanding Balance</th> <th>Installment</th> </tr> </thead> <tbody> <tr> <td>a Net shortfall amortization installment.....</td> <td>0</td> <td>0</td> </tr> <tr> <td>b Waiver amortization installment</td> <td></td> <td></td> </tr> </tbody> </table>				Outstanding Balance	Installment	a Net shortfall amortization installment.....	0	0	b Waiver amortization installment		
	Outstanding Balance	Installment										
a Net shortfall amortization installment.....	0	0										
b Waiver amortization installment												
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	0										
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)...	34	0										
		Carryover balance	Prefunding balance									
35 Balances elected for use to offset funding requirement.....	0	0	0									
36 Additional cash requirement (line 34 minus line 35).....	36	0										
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	0										
38 Present value of excess contributions for current year (see instructions)												
a Total (excess, if any, of line 37 over line 36)	38a	0										
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0										
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0										
40 Unpaid minimum required contributions for all years	40	0										

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☐ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011		
42 Amount of acceleration adjustment	42		
43 Excess installment acceleration amount to be carried over to future plan years	43		

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
		2014
		This Form is Open to Public Inspection.

For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan <u>AMERICAN ELECTRIC POWER SYSTEM RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>AMERICAN ELECTRIC POWER SERVICE CORPORATION</u>	D Employer Identification Number (EIN) <u>13-4922641</u>

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)..... ☒ 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

HAMILTON LANE

23-2962336

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

TOWNSEND GROUP

45-3073569

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

PATRIA BRAZILIAN PRIVATE EQUITY

98-1008647

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

OAK HILL ADVISORS, L.P.

13-4077194

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

JP MORGAN CHASE BANK

13-4994650

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

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

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

HAMILTON LANE

23-2962336

(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 51	NONE	2046060	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

TEMPLETON INVESTMENT COUNCIL LLC

94-3385113

(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 51 68	NONE	1309041	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

VONTOBEL

13-3223264

(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 51 68	NONE	618030	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

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

BNY MELLON

13-5160382

(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?
18 19 21 25 31 34 49 50 62 65	NONE	1254565	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

J.P.MORGAN INVESTMENT MANAGEMENT

13-3200244

(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?
27 28 50 51	NONE	1414012	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

JENNISON ASSOCIATES

52-2069785

(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 51	NONE	1320627	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

KENNEDY CAPITAL MANAGEMENT

43-1225960

(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 51 68	NONE	324745	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

WEDGE CAPITAL

56-1557450

(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 51 68	NONE	321388	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

WELLINGTON

04-2683227

(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 51	NONE	786881	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

SANDS CAPITAL MANAGEMENT

20-2830751

(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 51 68	NONE	1144291	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

DAVIS SELECTED ADVISORS

85-0360310

(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 51	NONE	658479	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

RR DONNELLEY

36-1004130

(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?
38 50	NONE	8984	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

CBRE CLARION SECURITIES LLC

23-2802869

(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 51 68	NONE	197269	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

WASATCH

87-0319391

(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 51 68	NONE	306961	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

COLUMBUS CIRCLE

06-1404803

(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 51 68	NONE	233232	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

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

BARROW HANLEY

75-2403190

(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 51 68	NONE	410576	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

TOWNSEND

45-3073569

(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 51	NONE	972225	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

LAZARD

05-0530199

(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 51 68	NONE	1571528	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

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

TOWERS WATSON ACTUARY SERVICE

53-0181291

(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?
11 17 50	NONE	200664	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

TOWERS WATSON INVESTMENT SERVICES

52-1868818

(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?
16 27 50 70	NONE	292965	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

STANDISH MELLON ASSET MANAGEMENT

13-5673135

(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 51	NONE	169934	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

XEROX HR SOLUTIONS LLP

16-0468020

(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	NONE	212586	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

MELLON CAPITAL MANAGEMENT

25-1442864

(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 51	NONE	128380	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

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

AMERICAN BENEFIT EVALUATORS

03-0398807

(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 16 38 50 70	NONE	55519	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

DELIOTTE & TOUCHE LLP

13-3891517

(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?
10 50 16 70	NONE	77043	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

AUTOMATED MAILING

54-1439693

(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?
38 50	NONE	22152	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

EDINBURGH PARTNERS

11-1234567

(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 51 68	NONE	1667931	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

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

KOHLBERG ASSOCIATES

20-1147041

(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?
16 50	NONE	115453	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

NISA INVESTMENT ADVISORS

48-1140940

(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 51	NONE	941993	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

PORTER, WRIGHT, MORRIS, AND ARTHUR

31-4373657

(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?
29 50	NONE	7059	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

STONE HARBOR INVESTMENT PARTNERS LP

31 WEST 52ND STREET, 16TH FLOOR
NEW YORK, NY 10019

(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 51	NONE	355778	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

MERCER

20-1932099

(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?
13 15 38 50	NONE	1528264	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

BLACKSTONE ENERGY PARTNERS

26-0288589

(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 51	NONE	90547	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
(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.	
(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:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2014 This Form is Open to Public Inspection.
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For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

A Name of plan <u>AMERICAN ELECTRIC POWER SYSTEM RETIREMENT PLAN</u>	B Three-digit plan number (PN) ► <u>001</u>	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>AMERICAN ELECTRIC POWER SERVICE CORPORATION</u>	D Employer Identification Number (EIN) <u>13-4922641</u>	

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)
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a Name of MTIA, CCT, PSA, or 103-12 IE: JPMCB MORTGAGE PRIVATE PLACEMENT

b Name of sponsor of entity listed in (a): J.P. MORGAN ASSET MANAGEMENT

c EIN-PN <u>13-6038769-001</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>30195662</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: EB TEMPORARY INVESTMENT

b Name of sponsor of entity listed in (a): THE BANK OF NEW YORK MELLON

c EIN-PN <u>25-6078093-023</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>3948602</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: VONTOBEL INDIA FUND

b Name of sponsor of entity listed in (a): VONTOBEL ASSET MANAGEMENT INC.

c EIN-PN <u>98-1039469-000</u>	d Entity code <u>E</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>18480726</u>
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a Name of MTIA, CCT, PSA, or 103-12 IE: EB DV ACWI FUND

b Name of sponsor of entity listed in (a): THE BANK OF NEW YORK MELLON

c EIN-PN <u>25-6078093-191</u>	d Entity code <u>C</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>377045831</u>
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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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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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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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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)

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 2014 This Form is Open to Public Inspection
For calendar plan year 2014 or fiscal plan year beginning <u>01/01/2014</u> and ending <u>12/31/2014</u>		
A Name of plan <u>AMERICAN ELECTRIC POWER SYSTEM RETIREMENT PLAN</u>		B Three-digit plan number (PN) ► <u>001</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>AMERICAN ELECTRIC POWER SERVICE CORPORATION</u>		D Employer Identification Number (EIN) <u>13-4922641</u>

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)	71464000
(2) Participant contributions.....	1b(2)	
(3) Other.....	1b(3)	37531276 32978267
c General investments:		
(1) Interest-bearing cash (include money market accounts & certificates of deposit).....	1c(1)	41383495 49320070
(2) U.S. Government securities	1c(2)	375341092 347033829
(3) Corporate debt instruments (other than employer securities):		
(A) Preferred	1c(3)(A)	
(B) All other	1c(3)(B)	1918200439 2120838210
(4) Corporate stocks (other than employer securities):		
(A) Preferred	1c(4)(A)	778359 0
(B) Common.....	1c(4)(B)	1624587617 1099469738
(5) Partnership/joint venture interests	1c(5)	567868535 627149486
(6) Real estate (other than employer real property).....	1c(6)	
(7) Loans (other than to participants)	1c(7)	65927750 216023427
(8) Participant loans.....	1c(8)	
(9) Value of interest in common/collective trusts	1c(9)	33130589 411190095
(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)	9766009 18480726
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)	
(15) Other.....	1c(15)	481829544 665786736

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	618370	0
(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	5228427075	5588270584

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	11327436	16371432
i Acquisition indebtedness	1i		
j Other liabilities	1j	71174704	225575688
k Total liabilities (add all amounts in lines 1g through 1j)	1k	82502140	241947120

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	5145924935	5346323464
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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 Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		0

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	-5062	
(B) U.S. Government securities	2b(1)(B)	14843830	
(C) Corporate debt instruments	2b(1)(C)	86486120	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	1138530	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		102463418

(2) Dividends: (A) Preferred stock	2b(2)(A)	77416	
(B) Common stock	2b(2)(B)	32147138	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	38327	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		32262881

(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	4164847768	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	4039109091	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		125738677

(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	204050007	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		204050007

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts.....	2b(6)		34414976
(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)		3178557
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		-12233
c Other income.....	2c		11579549
d Total income. Add all income amounts in column (b) and enter total.....	2d		513675832

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	289401970	
(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)		289401970
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)	234137	
(2) Contract administrator fees.....	2i(2)		
(3) Investment advisory and management fees.....	2i(3)	17828636	
(4) Other.....	2i(4)	5812560	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		23875333
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		313277303

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d.....	2k		200398529
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) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)?

☒ Yes ☐ No

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

(1) Name: **DELOITTE & TOUCHE LLP**

(2) EIN: **13-3891517**

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

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

Part IV Compliance Questions

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

During the plan year:

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.).....

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.).....

	Yes	No	Amount
4a		X	
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.)		X	
4c			
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.).....		X	
4d			
e Was this plan covered by a fidelity bond?	X		50000000
4e			
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
4f			
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?.....		X	
4g			
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?.....		X	
4h			
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	X		
4i			
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.)	X		
4j			
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?		X	
4k			
l Has the plan failed to provide any benefit when due under the plan?.....		X	
4l			
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
4m			
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 2014 This Form is Open to Public Inspection.	
For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014					
A Name of plan AMERICAN ELECTRIC POWER SYSTEM RETIREMENT PLAN				B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 AMERICAN ELECTRIC POWER SERVICE CORPORATION				D Employer Identification Number (EIN) 13-4922641	
Part I Distributions					
All references to distributions relate only to payments of benefits during the plan year.					
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....				1	
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 13-5160382					
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	567
Part II Funding Information (If the plan is not subject to the minimum funding requirements of section 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					
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.					
Schedule R (Form 5500) 2014 v. 140124					

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: 31% Investment-Grade Debt: 55% High-Yield Debt: 0% Real Estate: 5% Other: 9%

- 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):

American Electric Power System Retirement Plan

2014 Annual Report

Employer ID Number: 13-4922641

Plan Number: 001

Audited Financial Statements



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

INDEPENDENT AUDITORS' REPORT

To the Trustees of the American Electric Power System Retirement Plan:

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of the American Electric Power System Retirement Plan (the Plan") which comprise the statements of net assets available for pension benefits and accumulated plan benefits as of December 31, 2014 and 2013, and the related statements of changes in net assets available for benefits and of changes in accumulated plan benefits for the years 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.

Auditors' Responsibility

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

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 13, which was certified by The Bank of New York Mellon, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of December 31, 2014 and 2013, and for the years then ended, that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a

basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter

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

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

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Deloitte + Touche

October 1, 2015

AMERICAN ELECTRIC POWER SYSTEM RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR PENSION BENEFITS
December 31, 2014 and 2013

	2014	2013
ASSETS		
Investments, at Fair Value:		
Cash and Cash Equivalents	\$ 49,320,070	\$ 41,383,495
U.S. Government Obligations	347,033,829	375,341,092
Corporate and Foreign Debt Securities	2,120,838,210	1,918,200,439
Corporate Stocks – Preferred	-	778,359
Corporate Stocks – Common	1,099,469,738	1,624,587,617
Corporate Stocks – Options	14,088,389	-
Corporate Stocks – AEP Common Stock	-	618,370
Partnership/Joint Venture Interests	627,149,486	567,868,535
Common/Collective Trusts and Commingled Fund	429,670,821	42,896,598
Other Investments	55,726,313	70,475,988
Net Assets Held in 401(h) Account (Note 14)	376,735,543	353,837,581
Total Investments	<u>5,120,032,399</u>	<u>4,995,988,074</u>
Securities on Loan, at Fair Value:		
U.S. Government Obligations	102,808,502	11,435,110
Corporate and Foreign Debt Securities	67,597,917	14,424,226
Corporate Stocks – Common	45,617,008	40,068,414
Total Securities on Loan	<u>216,023,427</u>	<u>65,927,750</u>
Investment of Securities Lending Collateral	<u>219,236,491</u>	<u>57,515,975</u>
Receivables:		
Securities Sold	8,258,753	2,334,124
Accrued Dividend and Interest Income	24,719,514	35,197,152
Total Receivables	<u>32,978,267</u>	<u>37,531,276</u>
TOTAL ASSETS	<u>5,588,270,584</u>	<u>5,156,963,075</u>
LIABILITIES		
Securities Purchased	16,371,432	11,327,436
Investment Advisory and Management Fees Payable	3,693,346	2,798,774
Professional Fees Payable	382,676	148,538
Other Fees Payable	511,248	697,895
Liability to Return Collateral Held Under Securities Lending	220,988,418	67,529,497
Amounts Related to Obligation of 401(h) Account (Note 14)	376,735,543	353,837,581
TOTAL LIABILITIES	<u>618,682,663</u>	<u>436,339,721</u>
NET ASSETS AVAILABLE FOR PENSION BENEFITS	<u>\$ 4,969,587,921</u>	<u>\$ 4,720,623,354</u>

See Notes to Financial Statements beginning on page 8.

AMERICAN ELECTRIC POWER SYSTEM RETIREMENT PLAN
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR PENSION BENEFITS
For the Years Ended December 31, 2014 and 2013

	2014	2013
ADDITIONS		
Net Investment Income:		
Interest Income	\$ 102,337,838	\$ 94,552,026
Dividend Income	26,546,774	34,492,521
Other Income	10,344,191	1,089,676
Unrealized Gain on Securities Lending Collateral	104,518	8,821,454
Net Appreciation on Investments (Note 9)	349,593,342	234,620,809
Net Investment Income	488,926,663	373,576,486
Employer Contributions	71,464,000	-
Total Additions	560,390,663	373,576,486
DEDUCTIONS		
Distributions to Participants and Beneficiaries	289,401,970	324,352,206
Pension Benefit Guaranty Corporation Premium	1,815,681	1,601,922
Administrative Expenses:		
Investment Advisory and Management Fees	16,127,274	14,908,061
Administration Fees	1,528,264	-
Other Fees	2,552,907	2,174,672
Total Deductions	311,426,096	343,036,861
NET INCREASE IN ASSETS AVAILABLE FOR PENSION BENEFITS	248,964,567	30,539,625
NET ASSETS AVAILABLE FOR PENSION BENEFITS - BEGINNING OF YEAR	4,720,623,354	4,690,083,729
NET ASSETS AVAILABLE FOR PENSION BENEFITS - END OF YEAR	\$ 4,969,587,921	\$ 4,720,623,354

See Notes to Financial Statements beginning on page 8.

AMERICAN ELECTRIC POWER SYSTEM RETIREMENT PLAN
STATEMENTS OF ACCUMULATED PLAN BENEFITS
December 31, 2014 and 2013

	<u>2014</u>	<u>2013</u>
Vested Benefits:		
Participants and/or Beneficiaries Currently Receiving Benefits	\$ 2,237,279,003	\$ 2,246,889,732
Other Participants	<u>1,807,181,175</u>	<u>1,817,023,087</u>
Total Vested Benefits	<u>4,044,460,178</u>	<u>4,063,912,819</u>
Nonvested Benefits	<u>18,792,291</u>	<u>41,438,666</u>
Total Actuarial Present Value of Accumulated Plan Benefits	<u><u>\$ 4,063,252,469</u></u>	<u><u>\$ 4,105,351,485</u></u>

See Notes to Financial Statements beginning on page 8.

AMERICAN ELECTRIC POWER SYSTEM RETIREMENT PLAN
STATEMENTS OF CHANGES IN ACCUMULATED PLAN BENEFITS
For the Years Ended December 31, 2014 and 2013

	<u>2014</u>	<u>2013</u>
Actuarial Present Value of Accumulated Plan Benefits at Beginning of Year	\$ 4,105,351,485	\$ 3,953,640,036
Increase (Decrease) During the Year Attributed to:		
Accumulated Benefits	32,121,829	65,078,147
Decrease in the Discount Period	237,765,475	246,611,103
Benefits Paid	(289,402,628)	(324,352,206)
Changes in Actuarial Assumptions	(22,583,692)	164,374,405
Net (Decrease) Increase During the Year	<u>(42,099,016)</u>	<u>151,711,449</u>
Actuarial Present Value of Accumulated Plan Benefits at End of Year	<u><u>\$ 4,063,252,469</u></u>	<u><u>\$ 4,105,351,485</u></u>

See Notes to Financial Statements beginning on page 8.

AMERICAN ELECTRIC POWER SYSTEM RETIREMENT PLAN
NOTES TO FINANCIAL STATEMENTS

1. PLAN DESCRIPTION

The following description of the American Electric Power System Retirement Plan (the Plan) is provided for informational purposes only. Participants should refer to the Plan documents for more complete description of the Plan's information.

General

The Plan is a non-contributory trusteed plan established by American Electric Power Service Corporation and affiliated companies (all of which are collectively referred to as the Company or AEP). The Plan is administered under the direction of American Electric Power Service Corporation (Plan Administrator), which has delegated supervision of the plan investment policy to the Benefits Finance Committee (BFC). The BFC is responsible for monitoring the investment policy for the Plan and its Investment Subcommittee (IC) (which was formed by amendment to the BFC's Bylaws on January 9, 2013) has been delegated responsibility for the engagement of investment managers to direct the Plan's investments. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Plan assets are held in a tax-exempt trust at the Bank of New York Mellon.

The Plan consists of an insured Group Annuity Plan (GAP), contributions to which were suspended on May 1, 1955, and a Trusteed Plan, which was added on May 1, 1955. Benefits under the Plan are determined solely by reference to terms of the Trusteed Plan, but participants who were covered by the suspended GAP also receive payments under the GAP. Any payments made under the GAP offset the payments required under the Trusteed Plan. Insurance contracts purchased for the GAP are excluded from Plan assets. The Bank of New York Mellon is the Plan's Trustee (Trustee).

The Plan's Trust includes a separate account maintained under the terms of the Plan and Internal Revenue Code (IRC) Section 401(h) to provide funding for certain retiree welfare benefits.

Pension Benefits

The Plan, as amended to date, covers substantially all employees of the Company not covered by any other private defined benefit pension plan to which the Company contributes. Employees who have completed one year of service are eligible to participate in the Plan. Plan benefits generally accrue under a cash balance formula, although certain long-time participants were grandfathered into certain benefit formulas. Although there are a number of participants who had been covered by the former Central and South West System Cash Balance Retirement Plan who continue to accrue benefits under certain grandfathered benefit formulas, most were credited benefits only through December 31, 2010 based on their then final average base pay and years of service. The cash balance formula includes an expanded definition of earnings and, for applicable grandfathered participants, an opening balance calculation that provided credit for the then value of the participant's then accrued benefit. All eligible employees become fully vested once credited with at least three years of service. Payment of vested benefits is available as an annuity or lump sum or for rollover to an eligible retirement plan after the participant's employment with the Company ends.

2. ACCOUNTING POLICIES

Basis of Accounting

The financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. Investments are recorded at fair value. Dividend income is recorded based on the ex-dividend date. Interest and other income are recorded on the accrual basis. Investment transactions are recorded on the trade date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Subsequent Events

Management reviewed subsequent events through October 1, 2015, the date that the 2014 financial statements were available to be issued.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments, including lump-sum distributions, that are attributable under the Plan's provisions to service rendered by employees as of the valuation date. Accumulated plan benefits include benefits expected to be paid to (1) retired or terminated employees or their beneficiaries, (2) beneficiaries of employees who have died and (3) present employees or their beneficiaries. The actuarial present value of accumulated plan benefits is determined by an independent actuary and is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements, such as for death, disability, withdrawal or retirement) between the valuation date and the expected date of payment. Assumptions include, but are not limited to, retirement ages, compensation increases, investment rates of return and discount rate.

Changes in Actuarial Assumptions and Methodology

Certain actuarial assumptions were changed to determine the present value of the Plan's accumulated pension benefits as of December 31, 2014. The discount rate was 6.00% as of December 31, 2013 and remained at that rate as of December 31, 2014. The long-term cash balance interest crediting rate was 4.00% as of December 31, 2013 and remained at that rate as of December 31, 2014. As of December 31, 2014, a modified version of the RP-2014 mortality table (factored to 2006, no collar adjustment with long-term mortality improvements of 0.75%/year) was used to value the accumulated benefits. As of December 31, 2013, the Internal Revenue Service (IRS) 2014 mortality table was used to value these benefits which were offset by other changes in demographics. The assumed average retirement age is 64 as of December 31, 2014 and 61 as of December 31, 2013.

Benefit Payments

Benefit payments to participants are recorded upon distribution.

Administrative and Other Expenses

The Plan makes annual premium payments to the Pension Benefit Guaranty Corporation (PBGC) to guarantee payment of certain retirement benefits in the event the Plan cannot meet its obligations.

The Plan pays investment advisory and management fees and other fees in connection with the maintenance and administration of the Plan and its Trust. Personnel and facilities of the Company are provided at no cost to the Plan, although a significant portion of the services that had been performed by Company personnel were assumed by an outside firm, Mercer HR Services, LLC (Mercer), beginning July 1, 2014 and have been presented as administration fees in the Statements of Changes in Net Assets Available for Pension Benefits. Mercer's services relative to the Plan include, but are not limited to, administration of plan eligibility, participation, benefit calculations, participant communications, data maintenance and disbursement processing, and provision of personnel to respond to participant inquiries.

Use of Estimates

The preparation of financial statements in conformity with the Generally Accepted Accounting Principles (GAAP) in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein; disclosure of contingent assets and liabilities and the actuarial present value of accumulated plan benefits at the date of the financial statements. Actual results could differ from those estimates.

Fair Value Measurements of Assets

The accounting guidance for “Fair Value Measurements and Disclosures” establishes a hierarchy that prioritizes the inputs used to measure fair value. The hierarchy gives the highest priority to securities with unadjusted quoted prices in active markets for identical assets (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). Where observable inputs are available for substantially the full term of the asset or liability, the instrument is categorized in Level 2. When quoted market prices are not available, pricing may be completed using comparable securities, dealer values, operating data and general market conditions to determine fair value.

AEP’s internal staff independently monitors the Plan’s valuation policies and procedures and provides members of the BFC various monthly and quarterly reports, regarding compliance with policies and procedures. The BFC consists of the Plan Administrator’s Chief Financial Officer, Treasurer, Chief Administrative Officer, Chief Risk Officer, Executive Vice President General Counsel and Secretary, and President of Energy Supply.

The Plan utilizes its trustee’s external pricing service to estimate the fair value of the underlying investments held in the Plan. The Plan’s investment managers review and validate the prices utilized by the Trustee to determine fair value. The Plan Administrator performs its own valuation testing to verify the fair values of the securities. The Plan Administrator receives audit reports of the Trustee’s operating controls and valuation processes. The Trustee uses multiple pricing vendors for the assets held in the Trust.

Assets in the Plan are classified using the following methods. Equities are classified as Level 1 holdings if they are actively traded on exchanges. Items classified as Level 1 are investments in real estate investment trusts and domestic or international equity securities. Level 1 investments are valued based on observable inputs primarily unadjusted quoted prices in active markets for identical assets. Items classified as Level 2 are primarily investments in individual fixed income securities, preferred equity securities and cash equivalents funds. Fixed income securities do not trade on an exchange and do not have an official closing price but their valuation inputs are based on observable market data. Pricing vendors calculate bond valuations using financial models and matrices. The models use observable inputs including yields on benchmark securities, quotes by securities brokers, rating agency actions, discounts or premiums on securities compared to par prices, changes in yields for U.S. Treasury securities, corporate actions by bond issuers, prepayment schedules and histories, economic events and, for certain securities, adjustments to yields to reflect changes in the rate of inflation. Other securities with model-derived valuation inputs that are observable are also classified as Level 2 investments. Investments with unobservable valuation inputs are classified as Level 3 investments. Plan assets included in Level 3 are primarily real estate and private equity investments that are valued using methods requiring judgment, including appraisals.

Equities and Registered Investment Companies are valued based on observable inputs, primarily unadjusted quoted prices in active markets for identical assets.

Common/Collective Trusts and Commingled Funds are valued at the net asset value per share (NAV). The basis of the reported NAV is the total fair value of all underlying holdings less expenses and liabilities. The value of each unit is determined by dividing the net asset value by the number of applicable units outstanding on the valuation date. These investments are categorized as Level 2. The following investments are valued at NAV:

Cash and Cash Equivalents

The objective of Cash and Cash Equivalents is to provide liquidity and meet short-term cash needs. Cash equivalents are used to provide diversification and preserve principal. The underlying holdings in cash equivalents are investment grade money market instruments including commercial paper, certificates of deposit, treasury bills and other types of investment grade short-term debt securities. The cash funds are valued each business day and provide daily liquidity. The redemption frequency and redemption notice period are both daily. The fund has no unfunded commitments.

JPMorgan Mortgage Private Placement Fund

The JPMorgan Mortgage Private Placement Fund is a common collective trust that is independently audited each year. This fund is used in the fixed income long duration strategy portfolio to provide additional return and to

diversify portfolio holdings. The redemption frequency is monthly and redemption notice period is 5 days. The fund has no unfunded commitments.

Vontobel India Fund

The Vontobel India Fund is an open-end commingled fund that is held as a component of a separately managed global equity portfolio. The objective of the fund is to realize capital growth and generate income through investments in equities domiciled in the country of India as part of an overall portfolio that tracks the Morgan Stanley Capital All-Country World Index. The underlying holdings are equity securities and the fund will invest at least 75% of its assets in companies which have a registered office in India. The redemption frequency is daily and the redemption notice period is 5 days. The fund has no unfunded commitments.

Mellon Capital All Country World Index Fund

The Mellon Capital All Country World Index Fund is a common collective trust that is independently audited each year. The fund's objective is to track the performance of the MSCI All Country World Index. This fund is part of a global equity strategy and is used to provide investment returns and to diversify portfolio holdings. Redemption frequency is weekly and the redemption notice period is 2 days. The fund has no unfunded commitments.

JPMorgan Long Duration Fund

The objective of the JPMorgan Long Duration Fund is to track the performance of the Barclay's Long Government/Credit Index. The majority of the holdings in the fund are corporate or government bonds. The redemption frequency and redemption notice period are both daily. The fund has no unfunded commitments.

Private Equity, Real Estate and Infrastructure investments are valued using unobservable inputs and valuation methodologies by the Plan's investment managers. These investments have been classified as Level 3, since their valuation is based on unobservable inputs. Values for Level 3 investments may be determined by evaluations of cash flows, appraisals by external parties, appraisals by fund managers, private financial transactions, sales growth or growth projections or other similar measures.

3. NEW ACCOUNTING PRONOUNCEMENT

In July 2015, the FASB issued ASU 2015-12 in an attempt to reduce complexity in employee benefit plan accounting consistent with its simplification initiative. There are three parts under this new standard to take into consideration. They are as follows:

Part I amends the accounting guidance to allow fully benefit-responsive investment contracts to be measured, presented and disclosed only at contract value, which will eliminate the fair value adjustments presented on the face of plan benefit financial statements and modify the reconciliation disclosure in the footnotes.

Part II amends the accounting guidance to remove the requirement to disclose individual investments that are 5% or more of net assets and net depreciation for investments by general type.

Part III provides a practical expedient to permit plans to measure investments and investment-related accounts as of a month-end date that is closest to the plan's fiscal year-end, when the fiscal period does not coincide with a month end.

The new accounting guidance is effective for annual periods beginning after December 15, 2015. Early adoption is permitted. Management has analyzed the impact of this new standard and determined that it will not have a material impact on the financial statements. Management plans to adopt ASU 2015-12 effective January 1, 2016.

4. FUNDING POLICY

Periodic contributions to the Plan are made by the Company in an amount at least equal to any minimum contribution required by the ERISA. An actuarial valuation is performed annually to determine whether the obligations of the Plan

are being properly funded. The actuarial valuation takes into account the actual experience of the Plan and helps to determine if any additional contributions are required.

5. **PLAN TERMINATION**

The Company expects and intends to continue the Plan indefinitely but reserves the right to amend or terminate it. If the Plan is terminated, the net assets of the Plan will be distributed to participants in an order of priority determined in accordance with ERISA and its applicable regulations and in the applicable provisions of the Plan document.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination, subject to a statutory ceiling on the amount of an individual's monthly benefit.

Whether all participants receive benefits should the Plan be terminated at some future time will depend on the adequacy of the Plan's net assets to provide those benefits, the priority of those benefits to be paid and the level and type of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided by the existing assets and the PBGC guaranty, while other benefits may not be provided for at all.

6. **INVESTMENTS**

Commitments

The Plan had commitments to further fund contracts such as those that invest in private equity, real estate and infrastructure investments. Those commitments were \$260,937,563 and \$234,693,626 as of December 31, 2014 and 2013, respectively.

7. **RISKS AND UNCERTAINTIES**

The Plan invests directly in various investment securities that are held in trust by the Trustee. These investment securities, valued at fair value, in general, are exposed to various risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such change could materially affect the amounts reported in the financial statements.

The Plan Administrator, through its designated investment advisors, monitors and controls the risk exposure on a daily basis through financial, credit and legal reporting systems and believes that it has effective procedures for evaluating and limiting the credit and market risks to which the Plan is subject.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

8. **INVESTMENTS EXCEEDING FIVE PERCENT OF THE PLAN'S NET ASSETS**

Investments exceeding five percent of the Plan's net assets were:

	December 31,	
	2014	2013
Mellon Capital All Country World Index Fund	\$ 377,045,831	\$ -

9. NET APPRECIATION OF INVESTMENTS

The following table sets forth the appreciation (depreciation) of investments (including gains and losses on investments bought and sold, as well as held during the year):

	Years Ended December 31,	
	2014	2013
US Government Obligations	\$ 88,170,869	\$ (88,744,862)
Corporate and Foreign Debt Securities	129,598,314	(145,690,728)
Corporate Stocks	80,757,653	439,299,787
Partnership/Joint Venture Interests	30,206,419	42,431,469
Common/Collective Trusts and Commingled Fund	22,082,433	4,355,129
Other Investments	(1,222,346)	(17,029,986)
Net Appreciation of Investments	\$ 349,593,342	\$ 234,620,809

10. PARTY-IN-INTEREST TRANSACTIONS

Certain transactions involving the Plan and its assets involved parties in interest with respect to the Plan, but those transactions were not prohibited transactions under ERISA because of the applicability of one or more exemptions. The exempt party-in-interest transactions involving the Plan included the payment of reasonable fees to persons who were providing services to the Plan.

The Plan had investments in common stock of American Electric Power Company, Inc. (AEP) valued at \$618,370 as of December 31, 2013 representing 0.01% of the Plan's assets. The costs of these investments were \$574,822. The Plan did not have investments in common stock of AEP as of December 31, 2014.

11. FAIR VALUE MEASUREMENTS

For a discussion of fair value accounting and the classification of assets within the fair value hierarchy, see the "Fair Value Measurements of Assets" section of Note 2.

The following tables set forth, by level within the fair value hierarchy, the Plan's financial assets that were accounted for at fair value on a recurring basis as of December 31, 2014 and 2013. As required by the accounting guidance for "Fair Value Measurements and Disclosures," financial assets are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The Plan Administrator's assessment of the significance of a particular input to the fair value measurement requires judgment and may affect the valuation of fair value assets and liabilities and their placement within the fair value hierarchy levels. There have not been any significant changes in the Plan's valuation techniques. It is the Plan's policy to record transfers out of each level at the end of the reporting period. There have been no transfers among Level 1, Level 2, or Level 3 during the year ended December 31, 2014.

Fair Value Measurements of Assets Held at December 31, 2014

	Level 1	Level 2	Level 3	Total
Cash Equivalents	\$ -	\$ 49,320,070	\$ -	\$ 49,320,070
Equities				
Corporate Stocks – Domestic	565,079,813	-	-	565,079,813
Corporate Stocks – International	480,101,694	-	-	480,101,694
Corporate Stocks – Real Estate Investment Trust	54,288,231	-	-	54,288,231
Corporate Stocks – Options	-	14,088,389	-	14,088,389
Subtotal Equities	1,099,469,738	14,088,389	-	1,113,558,127
Fixed Income				
U.S. Government Obligations	-	347,033,829	-	347,033,829
Corporate Obligations – Asset Backed	-	29,125,824	-	29,125,824
Corporate Obligations – Domestic	-	1,762,556,965	-	1,762,556,965
Corporate Obligations – International	-	329,155,421	-	329,155,421
Other Investments – State and Local Government Obligations	-	14,903,756	-	14,903,756
Other Investments – Foreign Obligations	-	40,822,557	-	40,822,557
Subtotal Fixed Income	-	2,523,598,352	-	2,523,598,352
Common/Collective Trusts and Commingled Fund				
Cash and Cash Equivalents	-	3,948,602	-	3,948,602
JPM Mortgage Private Placement Fund	-	30,195,662	-	30,195,662
Vontobel India Fund	-	18,480,726	-	18,480,726
Mellon Capital All Country World Index Fund	-	377,045,831	-	377,045,831
Subtotal Common/Collective Trusts and Commingled Fund	-	429,670,821	-	429,670,821
Partnership/Joint Venture Interests				
Private Equity	-	-	378,855,950	378,855,950
Real Estate	-	-	235,789,238	235,789,238
Infrastructure	-	-	12,504,298	12,504,298
Subtotal Partnership/Joint Venture Interests	-	-	627,149,486	627,149,486
Total Assets	\$1,099,469,738	\$3,016,677,632	\$ 627,149,486	\$ 4,743,296,856

Fair Value Measurements of Assets Held at December 31, 2013

	Level 1	Level 2	Level 3	Total
Cash and Cash Equivalents	\$ -	\$ 41,383,495	\$ -	\$ 41,383,495
Equities				
Corporate Stocks – Domestic	1,065,852,648	-	-	1,065,852,648
Corporate Stocks – International	501,455,250	-	-	501,455,250
Corporate Stocks – Real Estate Investment Trust	57,898,089	-	-	57,898,089
Corporate Stocks – Preferred – Domestic	-	489,433	-	489,433
Corporate Stocks – Preferred – International	-	288,926	-	288,926
Subtotal Equities	1,625,205,987	778,359	-	1,625,984,346
Fixed Income				
U.S. Government Obligations	-	375,341,092	-	375,341,092
Corporate Obligations – Asset Backed	-	31,556,375	-	31,556,375
Corporate Obligations – Domestic	-	1,590,691,986	-	1,590,691,986
Corporate Obligations – International	-	295,952,078	-	295,952,078
Other Investments – State and Local Government Obligations	-	27,984,487	-	27,984,487
Other Investments – Foreign Obligations	-	42,491,501	-	42,491,501
Subtotal Fixed Income	-	2,364,017,519	-	2,364,017,519
Common/Collective Trusts and Commingled Fund				
Cash and Cash Equivalents	-	7,201,223	-	7,201,223
JPM Mortgage Private Placement Fund	-	25,929,366	-	25,929,366
Vontobel India Fund	-	9,766,009	-	9,766,009
Subtotal Common/Collective Trusts and Commingled Fund	-	42,896,598	-	42,896,598
Partnership/Joint Venture Interests				
Private Equity	-	-	329,630,094	329,630,094
Real Estate	-	-	238,238,441	238,238,441
Subtotal Partnership/Joint Venture Interests	-	-	567,868,535	567,868,535
Total Assets	\$ 1,625,205,987	\$ 2,449,075,971	\$ 567,868,535	\$ 4,642,150,493

The following tables set forth a reconciliation of changes in the fair value of investments classified as Level 3 in the fair value hierarchy.

	Infrastructure	Private Equity	Real Estate	Total Level 3
Balance as of January 1, 2014	\$ -	\$ 329,630,094	\$ 238,238,441	\$ 567,868,535
Actual Return on Plan Assets				
Relating to Assets Still Held as of the Reporting Date	(282,894)	31,962,540	5,463,439	37,143,085
Relating to Assets Sold During the Period	64,413	15,759,786	18,981,554	34,805,753
Purchases	15,209,931	62,443,397	37,609,575	115,262,903
Sales	(2,487,152)	(60,939,867)	(64,503,771)	(127,930,790)
Transfers into Level 3	-	-	-	-
Transfers out of Level 3	-	-	-	-
Balance as of December 31, 2014	<u>\$ 12,504,298</u>	<u>\$ 378,855,950</u>	<u>\$ 235,789,238</u>	<u>\$ 627,149,486</u>

	Private Equity	Real Estate	Total Level 3
Balance as of January 1, 2013	\$ 195,594,199	\$ 219,582,214	\$ 415,176,413
Actual Return on Plan Assets			
Relating to Assets Still Held as of the Reporting Date	14,345,657	26,737,886	41,083,543
Relating to Assets Sold During the Period	14,470,050	353,865	14,823,915
Purchases	155,543,294	19,337,264	174,880,558
Sales	(50,323,106)	(27,772,788)	(78,095,894)
Transfers into Level 3	-	-	-
Transfers out of Level 3	-	-	-
Balance as of December 31, 2013	<u>\$ 329,630,094</u>	<u>\$ 238,238,441</u>	<u>\$ 567,868,535</u>

The following tables present the classification of 401(h) Trust Assets within the fair value hierarchy:

401(h) Trust Assets
Fair Value Measurements of Assets Held as of December 31, 2014

	Level 1	Level 2	Level 3	Total
Cash and Cash Equivalents	\$ -	\$ 12,701	\$ -	\$ 12,701
Equities				
Corporate Stocks – Domestic	101,004,337	-	-	101,004,337
Corporate Stocks – International	161,594,003	-	-	161,594,003
Corporate Stocks – Preferred – International	-	267,278	-	267,278
Subtotal Equities	262,598,340	267,278	-	262,865,618
Common/Collective Trusts and Commingled Fund				
Cash and Cash Equivalents	-	9,572,142	-	9,572,142
JP Morgan Long Duration Fund	-	97,547,564	-	97,547,564
Vontobel India Fund	-	6,561,586	-	6,561,586
Subtotal Common/Collective Trusts and Commingled Fund	-	113,681,292	-	113,681,292
Total 401(h) Trust Assets	\$ 262,598,340	\$ 113,961,271	\$ -	\$ 376,559,611

401(h) Trust Assets
Fair Value Measurements of Assets Held as of December 31, 2013

	Level 1	Level 2	Level 3	Total
Cash and Cash Equivalents	\$ -	\$ 14,769	\$ -	\$ 14,769
Equities				
Corporate Stocks – Domestic	99,583,855	-	-	99,583,855
Corporate Stocks – International	162,897,585	-	-	162,897,585
Subtotal Equities	262,481,440	-	-	262,481,440
Common/Collective Trusts				
Cash and Cash Equivalents	-	8,750,151	-	8,750,151
JP Morgan Long Duration Fund	-	82,036,464	-	82,036,464
Subtotal Common/Collective Trusts	-	90,786,615	-	90,786,615
Registered Investment Companies				
International Stock Fund	615,436	-	-	615,436
Total 401(h) Trust Assets	\$ 263,096,876	\$ 90,801,384	\$ -	\$ 353,898,260

The following tables present the classification of Securities on Loan within the fair value hierarchy:

Fair Value Measurements of Securities on Loan as of December 31, 2014

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Equities				
Corporate Stocks – Domestic	\$ 23,542,804	\$ -	\$ -	\$ 23,542,804
Corporate Stocks – International	22,074,204	-	-	22,074,204
Subtotal Equities	<u>45,617,008</u>	<u>-</u>	<u>-</u>	<u>45,617,008</u>
Fixed Income				
U.S. Government Obligations	-	102,808,502	-	102,808,502
Corporate Obligations – Domestic	-	36,908,192	-	36,908,192
Corporate Obligations – International	-	30,689,725	-	30,689,725
Subtotal Fixed Income	<u>-</u>	<u>170,406,419</u>	<u>-</u>	<u>170,406,419</u>
Total Securities on Loan	<u>\$ 45,617,008</u>	<u>\$ 170,406,419</u>	<u>\$ -</u>	<u>\$ 216,023,427</u>

Fair Value Measurements of Securities on Loan as of December 31, 2013

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Equities				
Corporate Stocks – Domestic	\$ 26,029,669	\$ -	\$ -	\$ 26,029,669
Corporate Stocks – International	14,038,745	-	-	14,038,745
Subtotal Equities	<u>40,068,414</u>	<u>-</u>	<u>-</u>	<u>40,068,414</u>
Fixed Income				
U.S. Government Obligations	-	11,435,110	-	11,435,110
Corporate Obligations – Domestic	-	9,932,687	-	9,932,687
Corporate Obligations – International	-	4,491,539	-	4,491,539
Subtotal Fixed Income	<u>-</u>	<u>25,859,336</u>	<u>-</u>	<u>25,859,336</u>
Total Securities on Loan	<u>\$ 40,068,414</u>	<u>\$ 25,859,336</u>	<u>\$ -</u>	<u>\$ 65,927,750</u>

The following tables present the classification of Collateral Held Under Securities Lending Agreements within the fair value hierarchy:

Fair Value Measurements of Collateral Held Under Securities Lending Agreements as of December 31, 2014

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Corporate Obligations	\$ -	\$ 219,236,491	\$ -	\$ 219,236,491

Fair Value Measurements of Collateral Held Under Securities Lending Agreements as of December 31, 2013

	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Total</u>
Corporate Obligations	\$ -	\$ 57,515,975	\$ -	\$ 57,515,975

12. FEDERAL INCOME TAX

The Plan obtained its latest favorable determination letter dated September 17, 2013 in which the IRS stated that the Plan, as then designed, was in compliance with the applicable requirements of the IRC and related guidance under consideration for the cycle for which the application was submitted (the 2010 Cumulative List of Changes in Plan Qualification Requirements). The Plan has been amended since receiving this determination letter, but only to adopt the amendment upon which the determination letter was conditioned and to document the addition of participating employers and to clarify a plan definition to conform to IRS guidance.

The Company believes that the Plan is currently designed and operated in compliance with the applicable requirements of the IRC and that the Plan's Trust continues to be tax-exempt. Therefore, no provision for income taxes has been included in the Plan's financial statements.

GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan Administrator analyzed the tax positions taken by the Plan, and concluded that as of December 31, 2014 and 2013, there were no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions. However, there are currently no audits for any tax periods in progress. The Plan Administrator believes that the Trust is no longer subject to income tax examinations for years prior to 2011.

The Plan may incur Unrelated Business Income Tax depending on a number of factors, including whether the trust (a) realizes non-exempt debt-financed income or (b) realizes or is allocated unrelated business income through its investments. The Plan's Trust incurred Unrelated Business Income Tax liabilities for the years ended December 31, 2014 and 2013. The estimated Unrelated Business Income Tax paid was \$178,000 and \$6,000 for the years ended December 31, 2014 and 2013, respectively.

13. INFORMATION CERTIFIED BY TRUSTEE

The following is a summary of the unaudited information regarding the Plan as of December 31, 2014 and 2013, and for the years ended December 31, 2014 and 2013, included in the Plan's financial statements and supplemental schedules, that was prepared by or derived from information prepared by the Trustee of the Plan, and furnished to the Plan Administrator. The Plan Administrator has obtained certifications from the Trustee that such information is complete and accurate. In addition, the investment information included in Notes 8, 9, 10, 11 (excluding the classification and leveling of investments in Note 11), 14 and 15, as well as the information included in the Schedule of Assets (Held at End of Year), the Schedule of Assets (Acquired and Disposed of Within Year) and the Schedule of Reportable Transactions is certified as complete and accurate by the Trustee.

Statements of Net Assets	December 31,	
	2014	2013
Investments, at Fair Value:		
Pension Assets	\$ 4,959,320,283	\$ 4,708,078,243
Net Assets Held in 401(h) Account	376,735,543	353,837,581
Total Investments	<u>\$ 5,336,055,826</u>	<u>\$ 5,061,915,824</u>
Receivables:		
Securities Sold	\$ 8,258,753	\$ 2,334,124
Accrued Dividend and Interest Income	24,719,514	35,197,152
Total Receivables	<u>\$ 32,978,267</u>	<u>\$ 37,531,276</u>
Securities Lending Securities on Loan	<u>\$ 216,023,427</u>	<u>\$ 65,927,750</u>
Securities Lending Collateral	<u>\$ 219,236,491</u>	<u>\$ 57,515,975</u>
Liabilities:		
Securities Purchased	\$ 16,371,432	\$ 11,327,436
Liability to Return Collateral Held Under Securities Lending	220,988,418	67,529,497
Amounts Related to Obligation of 401(h) Account	376,735,543	353,837,581
Total Liabilities	<u>\$ 614,095,393</u>	<u>\$ 432,694,514</u>
Statements of Changes in Net Assets	Years Ended December 31,	
	2014	2013
Net Investment Income:		
Interest Income	\$ 102,337,838	\$ 94,552,026
Dividend Income	26,546,774	34,492,521
Other Income	10,344,191	1,089,676
Unrealized Gain on Securities Lending Collateral	104,518	8,821,454
Net Appreciation on Investments	349,593,342	234,620,809
Total Net Investment Income	<u>\$ 488,926,663</u>	<u>\$ 373,576,486</u>
Investment Advisory and Management Fees	<u>\$ 16,127,274</u>	<u>\$ 14,908,061</u>
Total Net Investment Income from 401(h)	<u>\$ 24,749,169</u>	<u>\$ 53,793,497</u>
Investment Advisory and Management Fees from 401(h)	<u>\$ 1,701,362</u>	<u>\$ 1,302,033</u>

14. 401(h) ACCOUNT

The Plan includes a medical benefit (health and welfare) component in addition to the normal retirement benefits to fund a portion of the postretirement obligations for retirees and their beneficiaries in accordance with Section 401(h) of the IRC. A separate account has been established and maintained in the Plan for the net assets related to the health and welfare component (401(h) account). In accordance with IRC Section 401(h), the Plan's investments in the 401(h) account may not be used for, or diverted to, any purpose other than providing health and welfare benefits for retired participants, their spouses and dependents. The Trustee holds the assets of the 401(h) account.

Any assets transferred to the 401(h) account from the defined benefit pension plan in a qualified transfer of excess pension plan assets (and any respective income) that are not used during the plan year must be transferred out of the account to the pension plan. There were no qualified transfers to the 401(h) account for the years ended December 31, 2014 and 2013.

The related obligations for health and welfare benefits are not included in the Plan's obligations in the Statements of Accumulated Plan Benefits but are reflected as liabilities in the financial statements of the American Electric Power System Comprehensive Medical Plan, the health and welfare plan which covers Plan participants. Plan participants do not contribute to the 401(h) account. Employer contributions or qualified transfers to the 401(h) account are determined annually and are at the discretion of the Company.

The 401(h) account is designed to pay 50% of the retiree medical benefits for eligible Plan participants (other than those who are defined as key employees) and their dependents under the AEP System Comprehensive Medical Plan (the Medical Plan) after December 31, 2015. No account has been established under the Plan for the purpose of paying the remaining 50% of the health and welfare benefits to those participants and their dependents, although the Company maintains certain trusts in connection with the Medical Plan that may be used for that purpose.

The Net Assets Available for Postretirement Health and Welfare Benefits in the 401(h) account at December 31, 2014 and 2013 and the changes in net assets for the years then ended are as follows:

Net Assets Available for Postretirement Health and Welfare Benefits in the 401(h) Account

	December 31,	
	2014	2013
Assets		
Cash and Cash Equivalents	\$ 12,701	\$ 14,769
Corporate Stocks – Preferred	267,278	-
Corporate Stocks – Common	262,598,340	262,481,440
Common/Collective Trusts	113,681,292	90,786,615
Registered Investment Companies	-	615,436
Total 401(h) Trust Assets	376,559,611	353,898,260
Future Foreign Exchange Contract Receivable and Accrued Income	593,231	437,386
TOTAL ASSETS	377,152,842	354,335,646
Liabilities		
Fees Payable by 401(h) and Other	417,299	498,065
TOTAL LIABILITIES	417,299	498,065
NET ASSETS AVAILABLE FOR BENEFITS	\$ 376,735,543	\$ 353,837,581

Change in Net Assets Available for Postretirement Health and Welfare Benefits in the 401(h) Account

	Years Ended December 31,	
	2014	2013
ADDITIONS		
Investment Income:		
Net Appreciation in Fair Value of Investments	\$ 19,033,747	\$ 48,712,774
Interest and Dividend Income	5,715,422	5,080,723
Total Additions	<u>24,749,169</u>	<u>53,793,497</u>
DEDUCTIONS		
Administrative Expenses:		
Investment Advisory and Management Fees	1,701,362	1,302,033
Other Administrative Fees	149,845	79,214
Total Deductions	<u>1,851,207</u>	<u>1,381,247</u>
Net Increase in 401(h) Account	22,897,962	52,412,250
Net Assets Available for Benefits - Beginning of Year	353,837,581	301,425,331
Net Assets Available for Benefits - End of Year	<u>\$ 376,735,543</u>	<u>\$ 353,837,581</u>

15. SECURITIES LENDING AGREEMENT

The Plan has an agreement with the Trustee whereby securities held by the Plan are loaned to brokers in exchange for collateral in the form of cash or securities. The collateral approximates at least 102% of the market value of the loaned securities at the date loaned and is adjusted daily for market value changes. The Trustee has agreed to indemnify the Plan in the event a borrower fails to return the loaned securities. The Trustee invests the cash collateral in U.S. government obligations and other fixed income securities and shares a portion of the income earned on the collateral with the Plan. The Plan retains all rights of ownership on the loaned securities.

The total market value of securities on loan to brokers and the associated collateral held by the Trustee were as follows:

	December 31,	
	2014	2013
Securities on Loan	\$ 216,023,427	\$ 65,927,750
Collateral Held Under Securities Lending	220,988,418	67,529,497

The Plan invests the collateral received as part of the securities lending agreement in various investment securities valued at fair value. As of December 31, 2014 and 2013, these investment securities had changes in unrealized gains of \$104,518 and \$8,821,454, respectively.

16. RECONCILIATION OF FINANCIAL STATEMENTS TO THE FORM 5500

The following is a reconciliation of the Statements of Net Assets Available for Pension Benefits to the Form 5500:

	December 31,	
	2014	2013
Net Assets Available for Pension Benefits per the Financial Statements	\$ 4,969,587,921	\$ 4,720,623,354
Net Assets Held in 401(h) Account Included as Assets in Form 5500	376,735,543	353,837,581
2014 Contribution Attributable to 2013 for Funding Purposes	-	71,464,000
Net Assets Available for Benefits per the Form 5500	\$ 5,346,323,464	\$ 5,145,924,935

The net assets of the 401(h) account included in the Form 5500 are not available to pay pension benefits but can be used only to pay retiree health benefits.

The following is a reconciliation of the Statements of Changes in Net Assets Available for Pension Benefits to the Form 5500:

	Year Ended December 31, 2014
Net Investment Income for Pension Benefits per the Financial Statements	\$ 488,926,663
Net Investment Income from 401(h) Account (see Note 14)	24,749,169
Net Investment Income per Form 5500	\$ 513,675,832

	Year Ended December 31, 2014
Contributions for Pension Benefits per the Financial Statements	\$ 71,464,000
2014 Contribution for Pension Benefits Attributable to 2013 for Funding Purposes	(71,464,000)
Total Contributions per Form 5500	\$ -

	Year Ended December 31, 2014
Administrative Expenses for Pension Benefits per the Financial Statements	\$ 20,208,445
Administrative Expenses related to 401(h) Account (see Note 14)	1,851,207
Pension Benefit Guaranty Corporation Premium	1,815,681
Total Administrative Expenses per Form 5500	\$ 23,875,333

AMERICAN ELECTRIC POWER SYSTEM RETIREMENT PLAN
FORM 5500 SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2014

ASSETS	SHARES/ PAR VALUE	SECURITY DESCRIPTION	FAIR VALUE	COST
Cash & Cash Equivalents				
	900,000	ATLANTIC ASSET DISC	898,650	898,650
	2,000,000	AUSTRALIA & NZ BK DISC	1,998,000	1,998,000
	2,038,672	BNY MELLON CASH RESERVE	2,038,672	2,038,672
	602,096	BRL (BRAZILIAN REAL)	226,505	250,019
	3,206	CAD (CANADIAN DOLLARS)	2,768	2,800
	1,195,000	CHARIOT FDG LLC DISC	1,192,598	1,192,598
	950,000	CHARTA LLC DISC	948,813	948,813
	22	CHF (SWISS FRANC)	22	23
	450,000	COCA COLA CO DISC	449,339	449,339
	1,000,000	COLLATERALIZED CP DISC	998,650	998,650
	1,000,000	CRC FDG LLC DISC	999,566	999,566
	1,400,000	DNB NOR BANK DISC	1,398,416	1,398,416
	10	EUR (EURO)	12	12
	2,400,000	EXXON CORP DISC	2,399,776	2,399,776
	2,100,000	FAIRWAY FIN CORP DISC	2,098,146	2,098,146
	1,000,000	FAIRWAY FIN CORP DISC	999,438	999,438
	6	GBP (GREAT BRITISH POUNDS)	9	9
	1,300,000	GOTHAM FDG CORP DISC	1,299,480	1,299,480
	3,000,000	GOVCO LLC DISC	2,998,620	2,998,620
	1,000,000	ING (US) FUNDING DISC	999,306	999,306
	4	JPY (JAPANESE YEN)	0	0
	117	KRW (SOUTH KOREAN WON)	0	0
	1,300,000	LANDESBANK HSN-TH DISC	1,299,233	1,299,233
	3,000,000	LANDESBANK HSN-TH DISC	2,992,492	2,992,492
	2,500,000	LLOYDS BK PLC DISC	2,498,843	2,498,843
	1,000,000	METLIFE SHORT DISC	999,908	999,908
	1,200,000	NATIONAL AUST BK DISC	1,198,514	1,198,514
	3,000,000	NATIXIS US DISC	2,990,550	2,990,550
	900,000	NORDEA BANK AB DISC	898,988	898,988
	900,000	NORDEA BANK AB DISC	899,054	899,054
	2,400,000	NRW BANK DISC	2,399,846	2,399,846
	1,850,000	OLD LINE FDG CORP DISC	1,848,022	1,848,022
	1,600,000	ROYAL BANK CANADA DISC	1,599,467	1,599,467
	1,200,000	SOCIETE GEN N A DISC	1,196,580	1,196,580
	1,500,000	SVENSKA HDLSBK DISC	1,498,408	1,498,408
	3,000,000	SWEDBANK (FOR AB) DISC	3,101,298	3,101,298
	700,000	SWEDBANK (FOR AB) DISC	699,062	699,062
	1,715,404	TWD (TAIWAN DOLLAR)	54,282	56,990
	1,200,000	WELLS FARGO & CO DISC	1,198,740	1,198,740
		Cash & Cash Equivalents Total	49,320,070	49,346,326
Common/Collective Trust and Commingled Funds				
	3,948,602	COMMINGLED FUNDS CASH EQUIVALENTS	3,948,602	3,948,602
	766,193	JPMCB MORTGAGE PRIVATE PLACEMENT	30,195,662	21,342,213
	2,476,857	MELLON CAPITAL ALL COUNTRY WORLD INDEX FUND	377,045,831	364,968,569
	128,063	VONTOBEL INDIA FUND	18,480,726	15,302,169
		Common/Collective Trust and Commingled Funds Total	429,670,821	405,561,553
Corp Stock - Options				
	166,800	ASIAN PAINTS LTD	1,974,912	1,214,304
	218,000	JPM -CW18 MOTHERSON SUM	1,569,600	1,325,539
	576,300	JPM STRUCT PROD BV	3,348,303	3,406,452
	285,800	JPM STRUCT PROD BV	5,110,104	4,953,171
	347,000	TITAN INDUSTRIES LTD	2,085,470	1,283,900
		Corp Stock - Options	14,088,389	12,183,366
Corporate and Foreign Debt Securities				
	680,000	ABBVIE INC	681,476	684,221
	745,000	ABBVIE INC	733,475	696,322
	5,515,000	ABBVIE INC	5,689,660	5,176,899
	675,000	ACTAVIS FUNDING SCS	678,449	664,204
	2,540,000	ACTAVIS FUNDING SCS	2,577,440	2,508,819
	780,000	ACTAVIS INC	759,424	753,482
	1,825,000	AETNA INC	1,770,305	1,721,083
	1,750,000	AETNA INC	1,758,365	1,596,203
	130,000	AETNA INC	129,141	129,870
	1,725,000	AETNA INC	1,902,002	1,720,860
	1,200,000	AIR LEASE CORP	1,293,000	1,302,906
	625,000	AIR LEASE CORP	642,188	661,719
	1,755,000	AIR LEASE CORP	1,724,288	1,748,858
	485,000	AIRGAS INC	479,195	440,201
	270,000	ALEXANDRIA REAL ESTATE EQUITIE	267,419	269,441
	1,680,000	ALLSTATE CORP/THE	1,770,300	1,747,340
	596,840	ALLY AUTO RECEIVABLES SN1 A2A	596,339	596,339
	709,000	ALTRIA GROUP INC	1,212,851	1,099,135
	645,000	ALTRIA GROUP INC	618,110	550,456
	1,075,000	ALTRIA GROUP INC	1,044,578	1,018,919

2,760,000	ALTRIA GROUP INC	2,668,837	2,635,248
500,000	ALTRIA GROUP INC	569,160	502,070
1,145,000	ALTRIA GROUP INC	1,148,321	1,144,073
2,585,000	AMAZON.COM INC	2,446,754	2,330,197
700,000	AMAZON.COM INC	709,583	697,396
2,785,000	AMAZON.COM INC	2,923,526	2,762,024
1,035,000	AMAZON.COM INC	1,069,165	1,016,743
1,150,000	AMERICA MOVIL SAB DE CV	1,165,778	1,179,854
1,150,000	AMERICAN EXPRESS CENTURION BAN	1,152,024	1,152,024
1,800,000	AMERICAN EXPRESS CO	1,816,344	1,608,012
350,000	AMERICAN HONDA FINANCE CORP	351,526	351,526
4,160,000	AMERICAN INTERNATIONAL GROUP I	4,960,675	4,916,538
1,925,000	AMERICAN INTERNATIONAL GROUP I	2,162,430	2,103,038
1,775,000	AMERICAN TOWER CORP	2,004,046	2,035,998
2,075,000	AMERICAN TOWER CORP	2,203,629	2,226,230
62,397	AMERICREDIT AUTOMOBILE RE 2 A2	62,396	62,396
332,464	AMERICREDIT AUTOMOBILE RE 4 A2	332,547	332,547
850,000	AMERISOURCEBERGEN CORP	939,947	950,256
685,000	AMGEN INC	869,703	835,371
4,410,000	AMGEN INC	5,276,212	4,724,918
850,000	AMGEN INC	912,237	898,446
1,515,000	AMGEN INC	1,802,547	1,604,446
1,275,000	AMGEN INC	1,291,728	1,301,173
1,260,000	AMGEN INC	1,280,714	1,257,908
500,000	ANADARKO FINANCE CO	657,540	607,905
1,850,000	ANADARKO PETROLEUM CORP	1,978,353	2,062,334
735,000	ANADARKO PETROLEUM CORP	883,242	851,195
850,000	ANADARKO PETROLEUM CORP	945,030	964,937
1,965,000	ANHEUSER-BUSCH INBEV WORLDWIDE	2,555,345	2,397,064
1,500,000	AON CORP	1,674,930	1,647,630
450,000	AON CORP	461,759	465,246
4,055,000	AON PLC	4,063,313	4,033,433
1,180,000	AON PLC	1,225,395	1,176,920
895,000	APPLE INC	891,868	891,868
1,330,000	AT&T INC	1,329,987	1,329,987
2,000,000	AUTOZONE INC	2,056,880	2,051,380
435,000	AUTOZONE INC	427,827	393,901
1,375,000	AVALONBAY COMMUNITIES INC	1,460,236	1,444,255
1,400,000	AVNET INC	1,485,778	1,405,894
2,254,000	BAE SYSTEMS HOLDINGS INC 144A	2,310,530	2,261,362
735,000	BAE SYSTEMS PLC 144A	891,158	761,342
1,000,000	BALTIMORE GAS & ELECTRIC CO	1,365,170	1,232,000
10,325,000	BANK OF AMERICA CORP	11,755,942	11,778,960
3,525,000	BANK OF AMERICA CORP	4,411,044	4,050,717
1,275,000	BANK OF AMERICA CORP	1,275,102	1,206,494
770,000	BANK OF AMERICA CORP	775,991	773,396
4,450,000	BANK OF AMERICA CORP	4,437,362	4,465,976
4,300,000	BANK OF AMERICA CORP	4,515,688	4,421,346
710,000	BANK OF AMERICA CORP	795,072	708,466
575,000	BANK OF AMERICA CORP	598,702	581,130
440,000	BANK OF AMERICA CORP	448,237	439,679
2,350,000	BANK OF AMERICA CORP	2,474,903	2,413,258
3,420,000	BANK OF AMERICA CORP	3,928,144	4,043,705
1,000,000	BANK OF AMERICA CORP	1,058,930	1,100,220
2,550,000	BANK OF AMERICA CORP	3,010,913	2,818,974
1,310,000	BANK OF AMERICA CORP	1,850,113	1,747,789
350,000	BANK OF AMERICA NA	438,396	401,681
1,120,000	BANK OF AMERICA NA	1,118,947	1,118,947
1,250,000	BANK OF MONTREAL	1,255,713	1,255,713
1,100,000	BANK OF NOVA SCOTIA	1,102,508	1,102,508
525,000	BARCLAYS BANK PLC	525,431	525,431
4,550,000	BARCLAYS BANK PLC 144A	5,004,591	5,094,493
1,055,000	BARCLAYS PLC	1,016,704	1,048,351
2,095,000	BARRICK GOLD CORP	2,016,102	1,886,820
500,000	BARRICK GOLD CORP	486,600	490,705
1,165,000	BARRICK NORTH AMERICA FINANCE	1,376,774	1,172,654
1,225,000	BARRICK NORTH AMERICA FINANCE	1,236,944	1,273,034
350,000	BEAM INC	350,389	345,328
915,000	BEAM INC	899,454	900,621
1,865,000	BECTON DICKINSON AND CO	1,889,525	1,865,000
1,875,000	BECTON DICKINSON AND CO	1,930,463	1,875,000
95,000	BECTON DICKINSON AND CO	102,311	95,000
2,330,000	BED BATH & BEYOND INC	2,437,856	2,329,930
570,000	BELLSOUTH CORP	713,976	634,330
3,390,000	BELLSOUTH CORP	3,919,416	3,411,866
1,890,000	BERKSHIRE HATHAWAY ENERGY CO	2,374,464	2,160,423
3,515,000	BERKSHIRE HATHAWAY ENERGY CO	4,600,397	4,132,191
325,000	BERKSHIRE HATHAWAY ENERGY CO	364,211	370,984
1,300,000	BERKSHIRE HATHAWAY ENERGY CO	1,355,367	1,358,136
425,000	BERKSHIRE HATHAWAY FINANCE COR	426,398	426,398
665,000	BK TOKYO-MITSUBISHI UFJ 144A	661,682	661,682
2,270,000	BOSTON PROPERTIES LP	2,600,103	2,606,732
2,225,000	BOSTON PROPERTIES LP	2,346,107	2,365,767
720,000	BOSTON PROPERTIES LP	703,030	657,641
225,000	BOSTON PROPERTIES LP	231,226	230,369
670,000	BP CAPITAL MARKETS PLC	670,603	670,603

2,355,000	BPCE SA 144A	2,528,728	2,453,282
1,170,000	BRANCH BANKING & TRUST CO	1,171,065	1,171,065
500,000	BRANDYWINE OPERATING PARTNERSH	538,790	552,190
550,000	BRANDYWINE OPERATING PARTNERSH	591,223	591,498
1,435,000	BRANDYWINE OPERATING PARTNERSH	1,447,198	1,413,317
475,000	BRANDYWINE OPERATING PARTNERSH	475,955	479,684
2,630,000	BRITISH TELECOMMUNICATIONS PLC	4,129,232	3,924,591
2,645,000	BRITISH TELECOMMUNICATIONS PLC	2,631,828	2,649,044
2,385,000	BUCKEYE PARTNERS LP	2,337,515	2,380,826
565,000	BURLINGTON NORTHERN SANTA FE L	580,385	504,794
350,000	CAMERON INTERNATIONAL CORP	345,027	342,930
785,000	CANADIAN NATL RAILWAY	785,133	785,133
1,275,000	CANADIAN NATURAL RESOURCES LTD	1,382,151	1,412,563
300,000	CANADIAN NATURAL RESOURCES LTD	333,657	355,653
2,000,000	CANADIAN NATURAL RESOURCES LTD	2,332,620	2,366,960
1,090,000	CANADIAN NATURAL RESOURCES LTD	1,071,219	1,104,892
900,000	CANADIAN NATURAL RESOURCES LTD	887,193	898,839
325,000	CANADIAN NATURAL RESOURCES LTD	393,868	389,402
350,000	CANADIAN OIL SANDS LTD 144A	316,019	357,917
750,000	CANADIAN PACIFIC RAILWAY CO	859,260	874,155
828,000	CAPITAL AUTO RECEIVABLES 1 A2	828,960	828,960
845,000	CAPITAL AUTO RECEIVABLES 2 A1	845,220	845,220
3,730,000	CAPITAL ONE BANK USA NA	3,709,261	3,467,706
2,025,000	CAPITAL ONE FINANCIAL CORP	2,031,035	2,056,195
2,525,000	CAPITAL ONE FINANCIAL CORP	2,519,218	2,532,397
245,000	CARDINAL HEALTH INC	257,936	228,776
1,600,000	CARDINAL HEALTH INC	1,590,384	1,542,851
300,000	CARDINAL HEALTH INC	299,025	299,439
1,135,000	CARDINAL HEALTH INC	1,131,799	1,129,132
671,385	CARMAX AUTO OWNER TRUST 1 A2	671,251	671,251
550,000	CATERPILLAR FINANCIAL SERVICES	554,560	554,560
1,550,000	CBS CORP	1,767,419	1,739,906
945,000	CBS CORP	942,411	946,691
575,000	CBS CORP	620,097	628,734
715,000	CBS CORP	812,969	702,838
2,930,000	CELGENE CORP	2,948,869	2,825,319
340,000	CELGENE CORP	337,600	339,153
3,010,000	CENOVUS ENERGY INC	3,429,022	3,556,436
800,000	CENOVUS ENERGY INC	748,752	750,192
705,000	CENOVUS ENERGY INC	609,684	634,817
170,000	CENTERPOINT ENERGY HOUSTON ELE	237,317	218,394
400,000	CENTRAIS ELETRICAS BRASILEIRAS	410,200	438,000
300,000	CF INDUSTRIES INC	293,265	284,667
980,000	CF INDUSTRIES INC	1,025,080	974,904
1,720,000	CHASE ISSUANCE TRUST A2 A2	1,719,880	1,719,880
174,396	CHRYSLER C A R T 13-AA A2 144A	174,422	174,422
480,344	CHRYSLER CAPITAL 14-AA A2 144A	480,522	480,522
1,105,000	CIGNA CORP	1,375,725	1,252,518
1,140,000	CIGNA CORP	1,201,241	1,175,520
372,915	CIT EQUIPMENT COLL VT1 A2 144A	372,997	372,997
1,270,000	CIT EQUIPMENT COLL VT1 A2 144A	1,268,720	1,268,720
189,000	CITIGROUP INC	229,501	204,683
3,300,000	CITIGROUP INC	3,933,831	3,607,412
5,375,000	CITIGROUP INC	5,993,555	6,117,075
3,253,000	CITIGROUP INC	4,432,050	4,037,953
144,000	CITIGROUP INC	163,665	163,557
4,295,000	CITIGROUP INC	5,402,423	4,833,132
475,000	CITIGROUP INC	462,408	442,600
5,175,000	CITIGROUP INC	5,726,138	5,605,001
900,000	CITIGROUP INC	935,460	884,754
390,000	CITIGROUP INC	389,520	388,639
315,000	CITIGROUP INC	317,073	314,515
1,825,000	CITIGROUP INC	1,819,854	1,822,445
775,000	CNA FINANCIAL CORP	884,694	887,914
1,425,000	CNA FINANCIAL CORP	1,624,016	1,633,385
842,770	CNH EQUIPMENT TRUST A A2	842,357	842,357
475,000	COMCAST CORP	588,625	537,007
425,000	COMCAST CORP	487,934	497,760
710,000	COMMONWEALTH BANK OF AUST 144A	709,595	709,595
535,000	COMPASS BANK	583,567	588,259
1,375,000	COMPASS BANK	1,369,143	1,379,357
492,000	CONAGRA FOODS INC	481,924	456,788
977,000	CONAGRA FOODS INC	1,019,666	911,307
4,880,000	CONOCOPHILLIPS CO	5,104,919	4,853,062
415,000	CONSTELLATION ENERGY GROUP INC	459,488	441,602
1,235,000	CONTINENTAL RESOURCES INC/OK	1,194,863	1,309,856
3,250,000	CONTINENTAL RESOURCES INC/OK	2,907,255	3,238,430
2,225,000	CONTINENTAL RUBBER OF AMERICA	2,304,931	2,349,250
1,150,000	COOPERATIEVE CENTRALE RAIFFEIS	1,153,439	1,153,439
755,000	COVENTRY HEALTH CARE INC	867,427	877,552
1,030,000	COVIDIEN INTERNATIONAL FINANCE	1,109,866	1,092,933
2,490,000	COVIDIEN INTERNATIONAL FINANCE	2,443,537	2,303,399
1,050,000	COX COMMUNICATIONS INC 144A	1,185,587	1,202,782
1,000,000	COX COMMUNICATIONS INC 144A	1,009,420	998,270
2,450,000	CREDIT SUISSE/NEW YORK NY	2,725,356	2,825,056
250,000	CREDIT SUISSE/NEW YORK NY	279,573	277,833

135,000	CSX CORP	172,187	161,853
225,000	CSX CORP	255,517	260,026
250,000	CSX CORP	299,378	303,303
2,000,000	CSX CORP	2,110,640	2,060,100
3,145,000	CSX CORP	3,454,091	3,023,836
290,000	CVS HEALTH CORPORATION	312,869	326,163
340,000	CVS HEALTH CORPORATION	439,314	412,831
1,630,000	CVS HEALTH CORPORATION	1,587,587	1,535,308
4,085,000	CVS HEALTH CORPORATION	4,323,033	4,146,813
2,200,000	CVS HEALTH CORPORATION	2,190,804	2,198,768
517,949	CVS PASS-THROUGH TRUST 144A	595,895	543,872
815,000	DAIMLER FINANCE NA LLC 144A	813,378	813,378
895,000	DAIMLER FINANCE NORTH AME 144A	895,045	895,045
81,000	DARDEN RESTAURANTS INC	74,995	80,126
750,000	DCP MIDSTREAM LLC 144A	784,980	793,738
425,000	DCP MIDSTREAM OPERATING LP	406,700	408,375
450,000	DDR CORP	554,972	555,921
858,000	DELHAIZE GROUP SA	900,179	912,663
350,000	DELL EQUIPMENT 14-1 A2 144A	349,944	349,944
235,000	DELPHI CORP	250,858	249,981
825,000	DELPHI CORP	852,794	834,376
1,405,000	DEUTSCHE BANK AG	1,357,132	1,313,284
3,145,000	DEUTSCHE TELEKOM INTERNATIONAL	4,645,668	4,475,190
700,000	DEVON ENERGY CORP	798,973	816,452
250,000	DEVON ENERGY CORP	277,725	260,525
740,000	DEVON ENERGY CORP	744,943	686,209
3,300,000	DEVON ENERGY CORP	3,241,788	3,235,782
800,000	DEVON ENERGY CORP	1,102,760	1,062,935
645,000	DIRECTV HOLDINGS LLC / DIRECTV	703,373	715,736
1,500,000	DIRECTV HOLDINGS LLC / DIRECTV	1,528,305	1,537,381
1,640,000	DIRECTV HOLDINGS LLC / DIRECTV	1,668,487	1,693,872
1,780,000	DIRECTV HOLDINGS LLC / DIRECTV	1,839,381	1,649,788
325,000	DIRECTV HOLDINGS LLC / DIRECTV	322,858	321,180
2,100,000	DIRECTV HOLDINGS LLC / DIRECTV	2,197,230	2,092,230
2,175,000	DISCOVER BANK/GREENWOOD DE	2,282,293	2,188,306
2,515,000	DISCOVER BANK/GREENWOOD DE	2,525,815	2,519,479
545,000	DISCOVER FINANCIAL SERVICES	554,483	516,753
900,000	DISCOVERY COMMUNICATIONS LLC	952,029	929,997
335,000	DISCOVERY COMMUNICATIONS LLC	347,509	342,598
850,000	DOMINION RESOURCES INC/VA	1,105,374	974,449
720,000	DOMINION RESOURCES INC/VA	915,530	794,750
4,350,000	DOMINION RESOURCES INC/VA	4,965,830	5,085,297
1,600,000	DOMINION RESOURCES INC/VA	1,746,944	1,629,776
3,240,000	DOMINION RESOURCES INC/VA	3,160,426	2,745,090
1,200,000	DOMINION RESOURCES INC/VA	1,203,504	1,198,200
700,000	DOMINION RESOURCES INC/VA	709,072	698,831
1,650,000	DOMINION RESOURCES INC/VA	1,755,897	1,643,928
440,000	DOMTAR CORP	451,607	421,287
1,095,000	DOW CHEMICAL CO/THE	1,457,686	1,407,195
970,000	DOW CHEMICAL CO/THE	1,024,912	1,039,753
3,510,000	DOW CHEMICAL CO/THE	3,447,347	3,427,024
1,950,000	DR PEPPER SNAPPLE GROUP INC	1,904,741	1,775,163
1,475,000	DUKE ENERGY CORP	1,502,243	1,517,175
1,794,000	DUKE ENERGY CORP	1,795,202	1,812,586
290,000	DUKE ENERGY CORP	307,452	290,084
275,000	DUKE REALTY LP	298,196	306,015
1,075,000	DUKE REALTY LP	1,326,228	1,333,763
425,000	DUKE REALTY LP	500,297	490,960
715,000	DUKE REALTY LP	723,444	706,384
1,055,000	DUKE REALTY LP	1,095,755	1,065,817
2,330,000	EASTMAN CHEMICAL CO	2,371,893	2,318,514
100,000	EATON CORP	111,036	112,027
350,000	EATON CORP	350,312	351,309
1,580,000	ECOLAB INC	1,721,552	1,638,349
1,200,000	EDWARDS LIFESCIENCES CORP	1,216,488	1,210,668
1,920,000	ENABLE MIDSTREAM PARTNER 144A	1,850,669	1,917,830
840,000	ENBRIDGE INC	789,054	837,110
705,000	ENBRIDGE INC	608,669	701,426
1,555,000	ENCANA CORP	1,662,388	1,707,032
2,150,000	ENCANA CORP	2,118,890	2,210,137
535,000	ENCANA CORP	490,253	539,938
546,000	ENERGY TRANSFER PARTNERS LP	677,657	668,206
600,000	ENERGY TRANSFER PARTNERS LP	753,072	776,856
320,000	ENERGY TRANSFER PARTNERS LP	349,277	328,010
500,000	ENERGY TRANSFER PARTNERS LP	494,815	465,401
345,000	ENERGY TRANSFER PARTNERS LP	353,687	359,636
403,460	ENTERPRISE FLEET FIN 1 A2 144A	403,311	403,311
700,000	ENTERPRISE PRODUCTS OPERATING	773,710	780,451
1,085,000	ENTERPRISE PRODUCTS OPERATING	1,482,327	1,371,549
375,000	ENTERPRISE PRODUCTS OPERATING	383,880	391,174
500,000	ENTERPRISE PRODUCTS OPERATING	587,845	544,525
260,000	ENTERPRISE PRODUCTS OPERATING	256,883	241,142
2,975,000	ENTERPRISE PRODUCTS OPERATING	2,942,543	2,837,720
1,160,000	ENTERPRISE PRODUCTS OPERATING	1,247,220	1,158,202
335,000	ENTERPRISE PRODUCTS OPERATING	331,627	334,936
3,425,000	ENTERPRISE PRODUCTS OPERATING	3,438,049	3,414,074

4	EQUITABLE LIFE ASSURANCE CONTR	4	4
350,000	ERAC USA FINANCE LLC 144A	357,504	356,857
915,000	ERAC USA FINANCE LLC 144A	908,183	914,903
1,545,000	ERP OPERATING LP	1,690,245	1,628,832
1,485,000	ERP OPERATING LP	1,478,659	1,483,515
250,000	EXELIS INC	269,810	251,448
2,245,000	EXELON GENERATION CO LLC	2,696,402	2,275,061
2,875,000	EXPRESS SCRIPTS HOLDING CO	3,172,706	3,142,439
1,150,000	EXPRESS SCRIPTS HOLDING CO	1,448,885	1,327,339
2,230,000	FEDEX CORP	2,171,819	2,004,413
1,540,000	FEDEX CORP	1,639,161	1,537,351
704,964	FIFTH THIRD AUTO TRUST 1 A2	704,886	704,886
1,600,000	FIFTH THIRD BANCORP	1,716,992	1,771,180
1,250,000	FIFTH THIRD BANCORP	1,877,725	1,700,901
200,000	FIFTH THIRD BANCORP	204,932	210,118
375,000	FIFTH THIRD BANCORP	393,060	367,290
1,255,000	FIFTH THIRD BANK/CINCINNATI OH	1,257,661	1,257,661
1,350,000	FIRSTENERGY TRANSMISSION 144A	1,384,884	1,349,879
850,000	FLOWSERVE CORP	850,323	800,700
200,296	FORD CREDIT AUTO OWNER TR A A2	200,275	200,275
335,000	FORD MOTOR CO	411,440	403,091
670,000	FORD MOTOR CO	909,592	820,529
1,925,000	FORD MOTOR CREDIT CO LLC	1,958,129	2,059,044
3,600,000	FORD MOTOR CREDIT CO LLC	4,125,348	4,110,804
1,175,000	FORD MOTOR CREDIT CO LLC	1,360,403	1,356,175
1,040,000	FORD MOTOR CREDIT CO LLC	1,103,513	1,064,367
2,925,000	FORD MOTOR CREDIT CO LLC	2,901,717	2,927,982
525,000	FORD MOTOR CREDIT CO LLC	526,050	525,000
3,805,000	FORD MOTOR CREDIT CO LLC	3,784,529	3,805,000
1,420,000	FOREST LABORATORIES INC 144A	1,522,552	1,550,654
930,000	FREEPORT-MCMORAN INC	878,952	910,265
310,000	FREEPORT-MCMORAN INC	293,127	296,682
2,000,000	FREEPORT-MCMORAN INC	1,945,460	1,959,300
895,000	FREEPORT-MCMORAN INC	886,766	891,590
1,490,000	FREEPORT-MCMORAN INC	1,452,601	1,482,788
260,000	FREEPORT-MCMORAN INC	279,500	285,103
228,000	FREEPORT-MCMORAN INC	246,803	251,799
2,957,000	FREEPORT-MCMORAN INC	3,289,663	3,320,917
2,462,000	GATX CORP	2,540,095	2,597,041
310,000	GATX CORP	307,660	309,044
1,415,000	GE EQUIPMENT SMALL 1A A2 144A	1,414,576	1,414,576
1,110,000	GENERAL ELECTRIC CAPITAL CORP	1,114,129	1,114,129
650,000	GENERAL MILLS INC	767,163	688,402
1,875,000	GENERAL MOTORS FINANCIAL CO IN	1,905,469	1,905,000
480,000	GLAXOSMITHKLINE CAPITAL PLC	482,083	482,083
100,000	GLITNIR BANKI HF	125,000	125,000
895,000	GM FINANCIAL AUTOM 2A A2 144A	895,385	895,385
2,040,000	GOLDCORP INC	2,043,284	2,037,368
850,000	GOLDMAN SACHS GROUP INC/THE	871,760	849,720
2,005,000	GOLDMAN SACHS GROUP INC/THE	2,147,515	1,995,216
6,785,000	GOLDMAN SACHS GROUP INC/THE	7,043,848	6,949,401
6,075,000	GOLDMAN SACHS GROUP INC/THE	6,052,826	6,062,546
650,000	GREAT PLAINS ENERGY INC	711,672	700,076
250,000	GRUPO TELEVISIA SAB	254,310	241,335
385,000	GTE CORP	481,504	437,029
400,000	HARLEY-DAVIDSON FINANCIAL 144A	409,860	414,996
640,000	HARTFORD FINANCIAL SERVICES GR	723,258	719,334
600,000	HARTFORD FINANCIAL SERVICES GR	807,738	725,064
5,435,000	HARTFORD FINANCIAL SERVICES GR	6,109,429	6,019,994
475,000	HCP INC	540,944	552,102
1,475,000	HCP INC	1,647,147	1,656,516
500,000	HCP INC	678,700	637,885
1,070,000	HCP INC	1,058,883	1,019,913
485,000	HCP INC	509,851	474,427
1,200,000	HCP INC	1,249,416	1,231,704
220,000	HCP INC	223,480	219,186
1,780,000	HEALTH CARE REIT INC	1,977,900	1,939,585
1,760,000	HEALTH CARE REIT INC	1,775,189	1,712,184
620,000	HEALTH CARE REIT INC	656,574	612,157
1,925,000	HESS CORP	2,290,346	2,401,024
1,450,000	HESS CORP	1,554,879	1,520,867
900,000	HESS CORP	859,554	898,520
765,000	HEWLETT-PACKARD CO	805,469	787,828
2,100,000	HEWLETT-PACKARD CO	2,106,531	2,134,100
1,585,000	HEWLETT-PACKARD CO	1,610,202	1,610,598
2,080,000	HEWLETT-PACKARD CO	2,082,662	2,106,849
1,290,000	HIGHWOODS REALTY LP	1,282,041	1,276,881
455,000	HISTORIC TW INC	618,850	603,366
246,081	HONDA AUTO RECEIVABLES OW 3 A2	246,093	246,093
180,000	HOSPITALITY PROPERTIES TRUST	183,199	173,866
1,120,000	HOSPITALITY PROPERTIES TRUST	1,127,470	1,106,336
2,675,000	HSBC FINANCE CORP	2,728,982	2,816,713
760,000	HUMANA INC	759,939	766,066
5,850,000	HUMANA INC	5,927,103	5,851,168
800,000	HUMANA INC	850,640	796,144
2,000,000	HUNTINGTON BANCSHARES INC/OH	2,407,060	2,422,760

697,183	HYUNDAI AUTO LEAS 14-A A2 144A	697,295	697,295
685,000	HYUNDAI AUTO LEAS 14-A A3 144A	684,048	684,048
829,935	HYUNDAI AUTO RECEIVABLES A A2	829,744	829,744
143,378	HYUNDAI AUTO RECEIVABLES B A2	143,391	143,391
1,230,000	INGERSOLL-RAND LUX FINAN	1,222,497	1,220,590
1,805,000	INTERNATIONAL LEASE FINAN 144A	2,021,600	2,086,164
500,000	INTERNATIONAL PAPER CO	753,660	707,711
2,570,000	INTERNATIONAL PAPER CO	2,568,150	2,562,132
795,000	INTERPUBLIC GROUP COS	813,134	793,505
2,475,000	INTESA SANPAOLO SPA	2,496,656	2,482,921
455,000	ITC HOLDINGS CORP	530,516	447,342
800,000	JERSEY CENTRAL POWER & LI 144A	854,064	791,840
400,000	JOHN DEERE CAPITAL CORP	401,084	401,084
1	JOHN HANCOCK MUT LIFE CONT #11	1	1
1,300,000	JOHNSON CONTROLS INC	1,343,212	1,290,666
1,000,000	JOHNSON CONTROLS INC	990,920	999,844
400,000	JONES LANG LASALLE INC	415,128	384,184
1,700,000	JPMORGAN CHASE & CO	1,703,366	1,703,366
300,000	KANSAS CITY SOUTHERN DE MEXICO	300,320	298,875
1,770,000	KANSAS CITY SOUTHERN DE MEXICO	1,698,439	1,648,967
235,000	KANSAS CITY SOUTHERN DE MEXICO	235,251	235,063
600,000	KANSAS GAS & ELECTRIC CO 144A	711,888	718,974
360,000	KAUPTHING BANK HF	4,500	4,500
632,000	KELLOGG CO	676,436	655,852
1,495,000	KEYCORP	1,500,158	1,492,170
300,000	KILROY REALTY LP	349,713	352,299
1,320,000	KIMBERLY-CLARK CORP	1,320,211	1,320,211
1,100,000	KIMCO REALTY CORP	1,158,454	1,202,068
1,010,000	KIMCO REALTY CORP	1,023,716	1,007,980
170,000	KINDER MORGAN ENERGY PARTNERS	209,443	206,620
280,000	KINDER MORGAN ENERGY PARTNERS	336,549	329,717
680,000	KINDER MORGAN ENERGY PARTNERS	764,340	781,415
330,000	KINDER MORGAN ENERGY PARTNERS	380,863	379,104
200,000	KINDER MORGAN ENERGY PARTNERS	229,724	237,736
1,900,000	KINDER MORGAN ENERGY PARTNERS	2,104,022	2,110,292
4,055,000	KINDER MORGAN ENERGY PARTNERS	4,020,776	4,014,823
575,000	KINDER MORGAN ENERGY PARTNERS	546,210	530,696
245,000	KINDER MORGAN ENERGY PARTNERS	249,052	243,074
380,000	KINDER MORGAN ENERGY PARTNERS	380,779	378,495
1,210,000	KINDER MORGAN INC/DE 144A	1,295,220	1,298,451
545,000	KINDER MORGAN INC/DELAWA	541,626	544,379
385,000	KINDER MORGAN INC/DELAWA	381,939	384,218
2,330,000	KINDER MORGAN INC/DELAWA	2,386,456	2,322,148
430,000	KOHL'S CORP	543,047	524,996
3,970,000	KRAFT FOODS GROUP INC	4,370,176	3,979,519
1,125,000	KRAFT FOODS GROUP INC	1,486,980	1,446,480
3,335,000	KRAFT FOODS GROUP INC	3,784,925	3,762,547
665,000	KRAFT FOODS GROUP INC	681,432	668,613
365,000	KROGER CO/THE	492,929	443,077
175,000	KROGER CO/THE	200,631	181,949
75,000	KROGER CO/THE	76,193	75,912
270,000	KROGER CO/THE	279,958	267,543
580,000	KROGER CO/THE	660,359	565,790
245,000	KROGER CO/THE	244,941	243,773
1,295,000	KROGER CO/THE	1,284,381	1,286,692
1,080,000	LABORATORY CORP OF AMERICA HOL	1,107,691	1,037,783
1,080,000	LBH HF 144A	11	11
640,000	LEXINGTON REALTY TRUST	647,066	639,251
310,000	LIBERTY MUTUAL GROUP INC 144A	319,449	309,944
315,000	LIBERTY PROPERTY LP	307,097	298,003
925,000	LIBERTY PROPERTY LP	970,464	928,293
700,000	LINCOLN NATIONAL CORP	874,671	901,012
640,000	LINCOLN NATIONAL CORP	742,592	737,811
2,355,000	LINCOLN NATIONAL CORP	2,443,265	2,406,400
625,000	LOCKHEED MARTIN CORP	636,419	641,369
3,295,000	LOCKHEED MARTIN CORP	3,678,868	3,238,128
200,000	LYB INTERNATIONAL FINANCE BV	217,330	201,048
600,000	LYB INTERNATIONAL FINANCE BV	617,256	592,986
2,055,000	LYONDELLBASELL INDUSTRIES NV	2,365,223	2,396,421
60,000	MACY'S RETAIL HOLDINGS INC	76,373	68,087
530,000	MACY'S RETAIL HOLDINGS INC	670,662	591,448
1,255,000	MACY'S RETAIL HOLDINGS INC	1,263,722	1,241,697
155,000	MACY'S RETAIL HOLDINGS INC	198,152	176,368
1,040,000	MAGNA INTERNATIONAL INC	1,042,122	1,038,700
1,275,000	MARATHON OIL CORP	1,501,695	1,588,637
950,000	MARATHON OIL CORP	947,226	951,777
1,020,000	MARATHON OIL CORP	955,230	955,582
800,000	MARATHON PETROLEUM CORP	952,144	911,768
1,990,000	MARATHON PETROLEUM CORP	1,950,200	1,982,856
595,000	MARKEL CORP	799,650	717,231
1,040,000	MARKEL CORP	1,045,938	978,848
1,600,000	MARRIOTT INTERNATIONAL	1,609,120	1,589,024
550,000	MARSH & MCLENNAN COS INC	611,281	586,317
245,000	MARSH & MCLENNAN COS INC	248,036	250,875
160,000	MARSH & MCLENNAN COS INC	162,706	160,235
1,550,000	MARSH & MCLENNAN COS INC	1,637,668	1,527,014

785,000	MARSH & MCLENNAN COS INC	782,253	788,116
2,255,000	MARSH & MCLENNAN COS INC	2,258,292	2,260,070
1,065,000	MARSH & MCLENNAN COS INC	1,071,773	1,060,921
990,000	MATTEL INC	986,495	989,258
870,000	MCKESSON CORP	961,942	952,746
485,000	MCKESSON CORP	534,261	485,000
1,015,000	MCKESSON CORP	1,012,879	1,015,822
715,000	MERCEDES-BENZ AUTO LEASE B A3	715,300	715,300
1,510,000	MERCK & CO INC	1,511,903	1,511,903
1	METROPOLITAN GAC #294	1	1
1	METROPOLITAN LIFE INS GAC #304	1	1
1,785,000	MIZUHO FIN GRP CAYMAN 3 144A	1,849,563	1,788,561
700,000	MOLSON COORS BREWING CO	707,021	712,467
541,000	MONDELEZ INTERNATIONAL INC	702,618	615,582
1,190,000	MONDELEZ INTERNATIONAL INC	1,245,061	1,206,377
4,615,000	MONSANTO CO	4,600,232	4,587,990
645,000	MONSANTO CO	655,365	644,613
1,400,000	MORGAN STANLEY	1,916,628	1,763,655
200,000	MORGAN STANLEY	222,172	230,804
105,000	MORGAN STANLEY	112,048	112,006
715,000	MORGAN STANLEY	719,276	713,742
265,000	MORGAN STANLEY	319,484	306,287
1,955,000	MORGAN STANLEY	2,005,478	1,936,166
2,625,000	MORGAN STANLEY	2,627,389	2,637,810
6,665,000	MORGAN STANLEY	6,838,557	6,763,262
1,900,000	MORGAN STANLEY	1,892,989	1,899,297
6,650,000	MORGAN STANLEY	7,633,868	7,614,752
2,450,000	MORGAN STANLEY	2,489,641	2,609,324
2,650,000	MORGAN STANLEY	2,822,754	2,858,688
3,115,000	MORGAN STANLEY	4,136,813	3,716,062
2,520,000	MORGAN STANLEY	2,676,442	2,638,007
1,770,000	MORGAN STANLEY	1,794,107	1,766,920
800,000	MURPHY OIL CORP	718,008	739,200
305,000	MYLAN INC/PA	338,495	331,474
1,315,000	MYLAN INC/PA	1,362,905	1,293,421
1,250,000	MYLAN INC/PA	1,245,200	1,248,851
2,485,000	MYLAN INC/PA 144A	2,647,022	2,817,015
2,200,000	MYLAN INC/PA 144A	2,127,136	2,097,634
1,660,000	NABORS INDUSTRIES INC	1,576,087	1,646,620
750,000	NATIONAL AUSTRALIA BANK L 144A	749,678	749,678
495,000	NATIONAL AUSTRALIA BANK L 144A	494,757	494,757
1,100,000	NATIONAL AUSTRALIA BANK LTD/NE	1,103,102	1,103,102
1,600,000	NETAPP INC	1,604,160	1,594,928
1,275,000	NEWELL RUBBERMAID INC	1,301,227	1,273,623
1,250,000	NEWMARKET CORP	1,277,000	1,190,788
500,000	NEWMONT MINING CORP	469,875	425,590
565,000	NEXTERA ENERGY CAPITAL HOLDING	573,260	529,942
700,000	NISOURCE FINANCE CORP	787,717	793,118
500,000	NISOURCE FINANCE CORP	569,465	575,410
705,000	NISSAN AUTO RECEIVABLES B A2	704,640	704,640
620,000	NOBLE ENERGY INC	632,214	637,515
670,000	NOBLE ENERGY INC	680,419	724,471
1,240,000	NOBLE ENERGY INC	1,225,653	1,230,886
1,200,000	NOBLE HOLDING INTERNATIONAL LT	1,124,400	1,266,444
1,110,000	NOMURA HOLDINGS INC	1,122,155	1,103,373
1,145,000	NORFOLK SOUTHERN CORP	1,131,844	1,114,437
2,170,000	NORFOLK SOUTHERN CORP	2,281,647	2,131,504
1,250,000	NORTHEAST UTILITIES	1,209,800	1,142,775
3,575,000	NORTHROP GRUMMAN CORP	3,991,309	3,387,956
205,000	NUCOR CORP	225,976	216,507
135,000	OGLETHORPE POWER CORP	155,127	131,879
675,000	OGLETHORPE POWER CORP	794,421	692,442
975,000	ONCOR ELECTRIC DELIVERY CO LLC	976,404	1,020,575
1,275,000	ONCOR ELECTRIC DELIVERY CO LLC	1,614,979	1,521,062
255,000	ONCOR ELECTRIC DELIVERY CO LLC	358,015	326,915
1,250,000	ONCOR ELECTRIC DELIVERY CO LLC	1,342,463	1,336,613
500,000	ORANGE SA	568,385	502,165
780,000	ORANGE SA	914,893	777,044
620,000	O'REILLY AUTOMOTIVE INC	646,009	594,977
785,000	OWENS CORNING	774,693	769,897
5,195,000	PACIFIC GAS & ELECTRIC CO	6,613,755	5,950,821
2,240,000	PENSKE TRUCK LEASING CO L 144A	2,412,973	2,401,289
1,375,000	PENSKE TRUCK LEASING CO L 144A	1,398,100	1,412,881
890,000	PENSKE TRUCK LEASING CO L 144A	923,802	899,976
590,000	PENSKE TRUCK LEASING CO L 144A	589,540	590,234
700,000	PERNOD-RICARD SA 144A	804,076	795,417
1,975,000	PERRIGO CO PLC	2,036,897	1,937,653
395,000	PERRIGO CO PLC	394,688	389,877
510,000	PERRIGO CO PLC	563,178	549,685
2,080,000	PERRIGO FINANCE PLC	2,104,253	2,078,690
1,210,000	PERRIGO FINANCE PLC	1,232,131	1,204,906
145,000	PETRO-CANADA	161,434	147,736
715,000	PETROLEOS MEXICANOS	825,825	879,997
1,450,000	PETROLEOS MEXICANOS	1,518,745	1,542,438
1,550,000	PG&E CORP	1,552,341	1,568,724
232,000	PHILLIPS 66	267,171	251,616

850,000	PLAINS ALL AMERICAN PIPELINE L	1,056,253	993,446
550,000	PLAINS ALL AMERICAN PIPELINE L	520,080	500,060
800,000	PLAINS ALL AMERICAN PIPELINE L	811,400	794,728
760,000	PLAINS ALL AMERICAN PIPELINE L	746,107	759,559
2,050,000	PLAINS ALL AMERICAN PIPELINE L	2,035,753	2,046,167
745,000	PNC FINANCIAL SERVICES GROUP I	757,196	743,041
125,000	PPL CAPITAL FUNDING INC	124,788	122,059
1,945,000	PPL CAPITAL FUNDING INC	2,025,037	1,978,512
310,000	PRINCIPAL FINANCIAL GROUP INC	325,398	304,318
1,500,000	PRIVATE EXPORT FUNDING CORP	1,589,400	1,494,870
395,000	PROGRESS ENERGY INC	572,019	508,665
4,420,000	PROGRESS ENERGY INC	5,237,921	5,339,663
200,000	PROLOGIS LP	234,724	236,894
1,790,000	PROLOGIS LP	1,815,561	1,798,854
750,000	PROLOGIS LP	760,073	750,955
500,000	PRUDENTIAL FINANCIAL INC	608,490	549,590
1,805,000	PRUDENTIAL FINANCIAL INC	2,382,185	2,199,587
750,000	PRUDENTIAL FINANCIAL INC	901,613	920,768
2,569,000	PRUDENTIAL FINANCIAL INC	2,899,425	2,925,367
925,000	PRUDENTIAL FINANCIAL INC	940,226	920,440
625,000	PRUDENTIAL FINANCIAL INC	625,369	630,200
1,845,000	PRUDENTIAL FINANCIAL INC	1,886,144	1,808,100
390,000	PSEG POWER LLC	433,267	425,315
195,000	PUGET SOUND ENERGY INC	263,470	232,032
600,000	QUEST DIAGNOSTICS INC	649,644	617,040
800,000	REALTY INCOME CORP	942,368	946,680
1,540,000	REALTY INCOME CORP	1,518,178	1,479,076
1,000,000	REALTY INCOME CORP	1,076,870	1,007,100
1,000,000	REGENCY CENTERS LP	1,024,750	1,061,740
375,000	REGENCY CENTERS LP	381,615	373,058
2,400,000	REPUBLIC SERVICES INC	2,653,440	2,631,888
900,000	REPUBLIC SERVICES INC	1,163,601	1,084,653
2,980,000	REPUBLIC SERVICES INC	3,059,328	2,953,805
750,000	REYNOLDS AMERICAN INC	730,530	707,207
345,000	ROWAN COS INC	318,173	344,903
400,000	ROYAL BANK OF CANADA	399,496	399,496
920,000	ROYAL BANK OF CANADA	921,490	921,490
475,000	ROYAL BANK OF SCOTLAND PLC/THE	559,731	560,780
385,000	RYDER SYSTEM INC	385,531	386,453
785,000	RYDER SYSTEM INC	779,474	783,226
2,000,000	SABMILLER HOLDINGS INC 144A	2,087,420	2,045,225
1,550,000	SABMILLER HOLDINGS INC 144A	1,746,075	1,564,465
650,000	SAFEWAY INC	657,124	649,760
1,425,000	SANOFI	1,411,406	1,399,085
149,289	SANTANDER DRIVE AUTO REC 5 A2A	149,292	149,292
905,000	SANTANDER DRIVE AUTO REC 5 A2A	904,548	904,548
225,000	SANTANDER HOLDINGS USA INC/PA	227,698	232,346
550,000	SANTANDER HOLDINGS USA INC/PA	655,050	657,300
850,000	SANTANDER UK PLC 144A	897,770	910,656
650,000	SCANA CORP	700,590	665,971
490,000	SEMPRA ENERGY	605,351	538,245
485,000	SEMPRA ENERGY	513,086	478,904
540,000	SIGNET UK FINANCE PLC	521,062	537,835
1,690,000	SKY PLC	1,690,625	1,700,612
427,485	SLM STUDENT LOAN TR A A1 144A	427,228	427,228
775,116	SLM STUDENT LOAN TR B A1 144A	776,395	776,395
198,462	SLM STUDENT LOAN TRU C A1 144A	199,550	199,550
505,865	SMART TRUST/AUSTRALIA 1US A2A	505,537	505,537
355,000	SOUTHERN POWER CO	412,222	347,541
380,000	SOUTHERN POWER CO	437,935	377,458
1,235,000	SPECTRA ENERGY CAPITAL LLC	1,494,486	1,471,083
1,175,000	SPRINGLEAF MORTGAGE 1A M1 144A	1,151,430	1,166,188
1,705,000	STAPLES INC	1,709,655	1,651,702
970,000	STATOIL ASA	968,060	968,060
1,850,000	SUMITOMO MITSUI FINANCIA 144A	1,915,472	1,896,571
375,000	SUNCOR ENERGY INC	491,674	478,305
455,000	SUNCOR ENERGY INC	559,764	529,684
500,000	SUNOCO LOGISTICS PARTNERS OPER	524,685	506,870
350,000	SUNOCO LOGISTICS PARTNERS OPER	353,938	352,005
680,000	SUNOCO LOGISTICS PARTNERS OPER	685,406	678,885
980,000	SUNOCO LOGISTICS PARTNERS OPER	990,849	973,444
910,000	SUNTORY HOLDINGS LTD 144A	911,756	908,135
2,675,000	SUNTRUST BANKS INC	2,691,425	2,698,878
2,055,000	SUNTRUST BANKS INC	2,068,501	2,053,171
540,000	SYMANTEC CORP	543,413	536,382
1,825,000	SYNCHRONY FINANCIAL	1,828,541	1,823,412
1,280,000	SYNCHRONY FINANCIAL	1,294,003	1,294,200
1,580,000	TALISMAN ENERGY INC	1,527,907	1,600,145
1,990,000	TALISMAN ENERGY INC	2,020,268	2,023,532
500,000	TECK RESOURCES LTD	460,930	513,710
2,200,000	TECK RESOURCES LTD	1,971,838	2,059,650
450,000	TECK RESOURCES LTD	461,804	482,398
675,000	TELEFONICA EMISIONES SAU	887,949	791,604
500,000	TELEFONICA EMISIONES SAU	500,470	519,780
455,000	TELEFONICA EMISIONES SAU	503,690	483,374
1,750,000	TEXAS EASTERN TRANSMISSIO 144A	1,658,720	1,564,850

1,105,000	THERMO FISHER SCIENTIFIC INC	1,193,654	1,163,267
1,650,000	THERMO FISHER SCIENTIFIC INC	1,703,906	1,674,897
1,315,000	THERMO FISHER SCIENTIFIC INC	1,307,636	1,313,397
105,000	THERMO FISHER SCIENTIFIC INC	120,593	106,173
205,000	THOMSON REUTERS CORP	205,135	173,530
755,000	THOMSON REUTERS CORP	803,177	758,247
460,000	TIAA ASSET MGMT FIN LLC 144A	460,888	459,172
350,000	TIFFANY & CO 144A	360,724	348,579
1,775,000	TIME WARNER CABLE INC	1,937,501	1,965,993
1,700,000	TIME WARNER CABLE INC	1,949,696	2,004,913
350,000	TIME WARNER CABLE INC	482,598	439,047
2,530,000	TIME WARNER CABLE INC	3,307,418	2,382,501
1,625,000	TIME WARNER CABLE INC	1,790,734	1,663,556
2,250,000	TIME WARNER CABLE INC	2,407,928	2,132,460
735,000	TIME WARNER CABLE INC	876,385	760,642
3,030,000	TIME WARNER CABLE INC	3,224,799	3,228,944
2,665,000	TIME WARNER COS INC	3,459,650	3,259,828
165,000	TIME WARNER COS INC	211,241	205,904
450,000	TIME WARNER ENTERTAINMENT CO L	605,651	587,736
1,095,000	TIME WARNER ENTERTAINMENT CO L	1,643,310	1,192,981
3,405,000	TIME WARNER INC	4,810,720	4,371,918
325,000	TIME WARNER INC	395,658	358,040
1,300,000	TIME WARNER INC	1,430,429	1,445,942
800,000	TIME WARNER INC	875,656	849,352
500,000	TIME WARNER INC	608,910	569,780
1,400,000	TIME WARNER INC	1,419,572	1,426,432
990,000	TIME WARNER INC	1,080,466	1,055,706
830,000	TIME WARNER INC	817,716	829,568
875,000	TORONTO-DOMINION BANK	872,760	872,760
1,750,000	TORONTO-DOMINION BANK/THE	1,751,050	1,751,050
1,800,000	TRANSALTA CORP	1,808,928	1,782,276
750,000	TRANSCANADA PIPELINES LTD	753,548	753,548
575,000	TRANSOCEAN INC	542,208	605,975
1,265,000	TRANSOCEAN INC	1,166,899	1,412,679
2,005,000	TRANSOCEAN INC	1,624,712	1,910,443
250,000	TRANSOCEAN INC	221,010	221,719
820,000	TRINITY INDUSTRIES INC	796,450	819,082
530,000	TRW AUTOMOTIVE INC 144A	585,650	610,323
1,850,000	TWENTY FIRST CENTURY FOX INC	2,414,546	2,191,399
1,465,000	TWENTY FIRST CENTURY FOX INC	1,956,156	1,710,036
1,595,000	TWENTY FIRST CENTURY FOX INC	2,365,879	2,131,017
1,100,000	TWENTY FIRST CENTURY FOX INC	1,204,049	1,196,113
4,400,000	TWENTY FIRST CENTURY FOX INC	4,370,300	4,200,361
400,000	UNION BANK NA	402,052	402,052
500,000	UNITEDHEALTH GROUP INC	669,990	626,900
2,885,000	UNITEDHEALTH GROUP INC	3,940,131	3,586,568
1,200,000	US BANK NA/CINCINNATI OH	1,200,456	1,200,456
600,000	VALE OVERSEAS LTD	575,106	571,404
1,100,000	VALE OVERSEAS LTD	1,159,609	1,136,025
965,000	VALE OVERSEAS LTD	1,027,783	998,215
1,930,000	VALE OVERSEAS LTD	1,849,924	1,966,052
410,000	VALERO ENERGY CORP	515,206	498,650
850,000	VALERO ENERGY CORP	963,994	989,467
2,100,000	VENTAS REALTY LP	2,108,421	2,122,489
185,000	VENTAS REALTY LP	221,933	189,381
450,000	VENTAS REALTY LP	445,811	451,238
1,150,000	VENTAS REALTY LP / VENTAS CAPI	1,249,935	1,212,192
225,000	VENTAS REALTY LP / VENTAS CAPI	236,412	232,668
2,755,000	VENTAS REALTY LP / VENTAS CAPI	2,726,183	2,681,611
241,000	VERIZON COMMUNICATIONS IN 144A	238,245	242,272
945,000	VERIZON COMMUNICATIONS IN 144A	945,095	945,095
570,000	VERIZON COMMUNICATIONS INC	699,533	631,651
2,500,000	VERIZON COMMUNICATIONS INC	3,084,650	2,873,076
905,000	VERIZON COMMUNICATIONS INC	1,185,541	1,119,503
905,000	VERIZON COMMUNICATIONS INC	982,260	955,961
3,065,000	VERIZON COMMUNICATIONS INC	3,142,146	2,865,285
5,270,000	VERIZON COMMUNICATIONS INC	4,698,100	4,304,536
250,000	VERIZON COMMUNICATIONS INC	255,543	257,355
660,000	VERIZON COMMUNICATIONS INC	716,602	706,576
20,230,000	VERIZON COMMUNICATIONS INC	22,338,573	22,012,839
1,625,000	VERIZON COMMUNICATIONS INC	2,081,869	1,901,185
500,000	VERIZON COMMUNICATIONS INC	517,615	505,600
2,380,000	VERIZON COMMUNICATIONS INC	2,347,227	2,372,836
925,000	VERIZON COMMUNICATIONS INC	908,813	918,895
1,765,000	VERIZON COMMUNICATIONS INC	2,074,157	1,873,848
1,435,000	VIACOM INC	1,389,568	1,325,639
1,100,000	VIACOM INC	1,084,336	1,099,679
700,000	VODAFONE GROUP PLC	854,756	765,982
1,675,000	VODAFONE GROUP PLC	1,674,230	1,686,204
3,150,000	VODAFONE GROUP PLC	2,937,596	2,812,194
5,185,000	VODAFONE GROUP PLC	5,053,249	4,502,611
331,245	VOLKSWAGEN AUTO LEASE TR A A2A	331,328	331,328
519,292	VOLKSWAGEN AUTO LEASE TR A A2A	519,370	519,370
685,000	WALGREENS BOOTS ALLIANCE	713,359	680,445
5,945,000	WALGREENS BOOTS ALLIANCE	6,063,306	6,011,174
815,000	WASTE MANAGEMENT INC	1,064,594	986,117

1,430,000	WASTE MANAGEMENT INC	1,618,145	1,651,409
1,830,000	WASTE MANAGEMENT INC	2,368,825	2,191,025
1,135,000	WASTE MANAGEMENT INC	1,149,267	1,140,113
2,075,000	WEATHERFORD INTERNATIONAL LTD/	2,038,605	2,229,090
1,460,000	WELLPOINT INC	1,803,728	1,664,640
1,385,000	WELLPOINT INC	1,703,010	1,544,855
1,750,000	WELLPOINT INC	1,895,933	1,849,593
1,610,000	WELLPOINT INC	1,608,422	1,527,124
2,270,000	WELLPOINT INC	2,362,525	2,130,877
2,300,000	WELLPOINT INC	2,312,719	2,312,653
1,100,000	WELLPOINT INC	1,088,967	1,101,375
700,000	WESTERN GAS PARTNERS LP	709,520	668,094
305,000	WESTERN GAS PARTNERS LP	321,192	330,001
1,500,000	WESTPAC BANKING CORP	1,507,875	1,507,875
950,000	WESTPAC BANKING CORP	946,419	946,419
325,000	WEYERHAEUSER CO	365,258	373,760
4,500,000	WEYERHAEUSER CO	5,368,590	5,512,623
3,345,000	WHIRLPOOL CORP	3,333,895	3,344,799
1,419,000	WILLIAMS COS INC/THE	1,274,390	1,238,517
565,000	WILLIAMS COS INC/THE	491,471	575,520
1,875,000	WILLIAMS COS INC/THE	1,743,713	1,870,088
1,645,000	WILLIAMS PARTNERS LP	1,785,697	1,827,516
2,200,000	WILLIAMS PARTNERS LP	2,253,900	2,288,792
170,000	WILLIAMS PARTNERS LP	169,687	169,645
415,000	WILLIAMS PARTNERS LP	406,285	413,655
365,000	WILLIAMS PARTNERS LP	341,844	362,186
680,000	WILLIAMS PARTNERS LP	653,534	677,892
580,000	WILLIS GROUP HOLDINGS PLC	647,814	623,912
39,068	WORLD OMNI AUTO RECEIVABL A A2	39,066	39,066
1,835,000	WPP FINANCE 2010	1,841,771	1,811,073
1,120,000	WR BERKLEY CORP	1,357,821	1,237,690
1,020,000	WYNDHAM WORLDWIDE CORP	1,041,797	1,046,421
1,300,000	XCEL ENERGY INC	1,761,981	1,548,781
400,000	XCEL ENERGY INC	446,160	410,320
1,100,000	XEROX CORP	1,104,345	1,136,389
750,000	XEROX CORP	801,488	771,968
1,275,000	XSTRATA FINANCE CANADA LT 144A	1,452,021	1,374,369
115,000	XSTRATA FINANCE CANADA LT 144A	123,933	111,292
575,000	XSTRATA FINANCE CANADA LT 144A	578,743	582,320
475,000	XSTRATA FINANCE CANADA LT 144A	472,673	470,469
870,000	YUM! BRANDS INC	885,965	841,542
1,195,000	ZOETIS INC	1,178,784	1,118,126

Corporate and Foreign Debt Securities Total

1,040,147,036

1,014,560,467

Corporate and Foreign Debt Securities - Preferred

215,000	ABB TREASURY CENTER USA I 144A	231,338	225,223
1,820,000	ABBAY NATL TREASURY SERV	1,813,867	1,812,665
700,000	ABBAY NATL TREASURY SERV	697,935	703,892
1,175,000	ACE CAPITAL TRUST II	1,751,338	1,697,875
700,000	ACE INA HOLDINGS INC	710,899	714,931
420,000	ACE INA HOLDINGS INC	407,812	384,854
1,515,000	ACE INA HOLDINGS INC	1,530,908	1,529,468
1,300,000	AIG GLOBAL FUNDING 144A	1,299,779	1,298,791
1,025,000	ALABAMA POWER CO	1,350,940	1,256,958
1,000,000	ALABAMA POWER CO	1,033,970	893,460
85,000	ALABAMA POWER CO	89,239	84,323
1,925,000	ALIBABA GROUP HOLDING 144A	1,901,862	1,897,818
1,155,000	ALLSTATE CORP/THE	1,274,369	1,092,826
850,000	AMERICA MOVIL SAB DE CV	1,005,729	947,990
1,090,000	AMERICA MOVIL SAB DE CV	1,340,373	1,178,988
1,150,000	AMERICA MOVIL SAB DE CV	1,360,692	1,216,838
1,350,000	AMERICAN EXPRESS CENTURION BAN	1,504,548	1,548,815
2,900,000	AMERICAN EXPRESS CO	2,872,421	2,878,259
3,855,000	AMERICAN EXPRESS CREDIT CORP	3,855,617	3,852,648
3,525,000	AMERICAN EXPRESS CREDIT CORP	3,531,909	3,539,847
340,000	AMERICAN INTERNATIONAL GROUP I	350,316	364,154
1,380,000	AMERICAN INTERNATIONAL GROUP I	1,788,342	1,599,116
930,000	AMERICAN INTERNATIONAL GROUP I	1,272,956	1,119,404
160,000	AMERICREDIT AUTOMOBILE REC 3 B	160,754	161,400
610,000	AMERIPRISE FINANCIAL INC	690,276	687,928
1,830,000	AMERIPRISE FINANCIAL INC	1,938,446	1,864,141
340,000	AMGEN INC	427,941	410,975
1,250,000	ANHEUSER-BUSCH COS LLC	1,715,988	1,531,888
1,050,000	ANHEUSER-BUSCH COS LLC	1,319,651	1,196,013
510,000	ANHEUSER-BUSCH COS LLC	625,755	568,665
2,275,000	ANHEUSER-BUSCH INBEV FINANCE I	2,257,687	2,075,786
4,000,000	ANHEUSER-BUSCH INBEV FINANCE I	4,016,120	4,030,720
335,000	ANHEUSER-BUSCH INBEV WORLDWIDE	517,180	489,958
3,705,000	ANHEUSER-BUSCH INBEV WORLDWIDE	3,600,815	3,427,014
1,135,000	APACHE CORP	1,111,767	1,152,400
680,000	APACHE CORP	687,426	700,087
1,000,000	APACHE CORP	1,000,600	1,038,250
225,000	APACHE CORP	221,069	225,288
2,500,000	APACHE CORP	2,344,475	2,424,875
1,715,000	APACHE CORP	1,498,807	1,541,905
3,335,000	APPLE INC	3,241,620	3,224,045
2,980,000	APPLE INC	2,982,146	2,570,465

6,825,000	APPLE INC	6,981,702	6,840,183
1,270,000	APPLE INC	1,330,020	1,274,242
1,150,000	APPLE INC	1,267,266	1,143,779
605,000	ARCHER-DANIELS-MIDLAND CO	668,549	636,103
1,580,000	ARCHER-DANIELS-MIDLAND CO	2,024,896	1,810,854
5,665,000	ASTRAZENECA PLC	7,633,588	6,827,553
513,000	AT&T INC	633,786	577,089
1,685,000	AT&T INC	2,038,732	1,862,346
800,000	AT&T INC	883,112	906,448
1,310,000	AT&T INC	1,487,950	1,501,732
9,035,000	AT&T INC	10,067,701	9,169,260
800,000	AT&T INC	784,944	753,720
4,629,000	AT&T INC	4,400,837	4,030,231
4,098,000	AT&T INC	3,863,390	3,546,536
675,000	AT&T INC	642,890	609,026
2,500,000	AT&T INC	2,519,375	2,547,225
545,000	AT&T INC	555,333	540,863
2,234,000	AT&T INC	2,419,020	2,210,387
1,035,000	ATMOS ENERGY CORP	1,072,860	1,033,054
1,100,000	BALTIMORE GAS & ELECTRIC CO	1,155,187	1,092,058
1,055,000	BAMLL COMMERCIAL M PARK A 144A	1,056,224	988,102
3,000,000	BANK OF AMERICA CORP	3,216,450	3,266,750
4,925,000	BANK OF AMERICA CORP	4,961,150	4,990,401
575,000	BANK OF AMERICA CORP	635,254	574,460
4,195,000	BANK OF AMERICA NA	4,185,352	4,203,485
3,025,000	BANK OF NEW YORK MELLON CORP/T	3,036,011	3,031,845
455,000	BAPTIST HEALTH SOUTH FLORIDA I	500,241	469,132
910,000	BARCLAYS BANK PLC	937,983	909,700
1,275,000	BARCLAYS BANK PLC	1,429,568	1,425,471
2,305,000	BARCLAYS PLC	2,290,916	2,296,886
1,900,000	BAXTER INTERNATIONAL INC	1,811,213	1,802,910
900,000	BAXTER INTERNATIONAL INC	966,492	870,750
450,000	BAXTER INTERNATIONAL INC	453,438	429,908
555,000	BAYER US FINANCE LLC 144A	555,355	554,628
1,105,000	BAYER US FINANCE LLC 144A	1,109,387	1,108,839
4,895,000	BAYER US FINANCE LLC 144A	4,934,796	4,924,926
890,000	BAYER US FINANCE LLC 144A	905,637	881,198
125,000	BB&T CORP	139,250	140,100
2,775,000	BB&T CORP	2,780,689	2,784,817
479,033	BEAR STEARNS COMMERCIA PW12 A4	502,798	523,194
540,000	BECTON DICKINSON AND CO	665,933	626,125
4,040,000	BERKSHIRE HATHAWAY ENERG 144A	4,022,426	4,039,111
1,925,000	BERKSHIRE HATHAWAY ENERG 144A	1,937,243	1,924,557
1,240,000	BERKSHIRE HATHAWAY FINANCE COR	1,586,791	1,371,676
1,010,000	BERKSHIRE HATHAWAY FINANCE COR	1,086,346	923,625
4,170,000	BERKSHIRE HATHAWAY INC	4,341,887	4,303,477
1,500,000	BERKSHIRE HATHAWAY INC	1,499,265	1,483,110
575,000	BHP BILLITON FINANCE USA LTD	577,133	584,430
1,510,000	BHP BILLITON FINANCE USA LTD	1,589,653	1,532,737
1,965,000	BHP BILLITON FINANCE USA LTD	2,227,367	2,000,936
1,120,000	BK TOKYO-MITSUBISHI UFJ 144A	1,112,552	1,119,630
805,000	BLACKROCK INC	830,084	796,217
550,000	BNP PARIBAS SA	622,061	603,345
2,575,000	BNP PARIBAS SA	2,619,033	2,633,633
2,075,000	BNP PARIBAS SA	2,073,651	2,078,277
1,300,000	BOEING CO	1,291,407	1,283,425
1,265,000	BOSTON GAS CO 144A	1,362,924	1,195,817
6,730,000	BOTTLING GROUP LLC	7,523,871	7,602,927
1,200,000	BP AMI LEASING INC 144A	1,346,496	1,340,568
4,090,000	BP CAPITAL MARKETS PLC	4,425,257	4,418,918
750,000	BP CAPITAL MARKETS PLC	766,268	755,858
3,200,000	BP CAPITAL MARKETS PLC	3,143,200	3,135,947
1,400,000	BP CAPITAL MARKETS PLC	1,403,962	1,411,340
800,000	BP CAPITAL MARKETS PLC	823,144	820,488
565,000	BP CAPITAL MARKETS PLC	568,667	565,000
1,155,000	BP CAPITAL MARKETS PLC	1,156,351	1,155,000
1,840,000	BPCE SA	1,865,079	1,861,726
1,425,000	BPCE SA	1,489,367	1,422,435
1,650,000	BPCE SA	1,649,918	1,650,000
1,200,000	BRANCH BANKING & TRUST	1,206,984	1,216,104
155,000	BRISTOL-MYERS SQUIBB CO	198,256	177,385
1,330,000	BRISTOL-MYERS SQUIBB CO	1,165,186	1,032,812
820,000	BRISTOL-MYERS SQUIBB CO	896,088	785,429
1,380,000	BROADCOM CORP	1,324,800	1,272,884
600,000	BROWN-FORMAN CORP	570,228	531,330
1,375,000	BURLINGTON NORTHERN SANTA FE L	1,548,621	1,363,876
841,000	BURLINGTON NORTHERN SANTA FE L	1,003,246	914,016
3,630,000	BURLINGTON NORTHERN SANTA FE L	3,667,679	3,501,616
1,650,000	BURLINGTON NORTHERN SANTA FE L	1,730,999	1,470,266
1,045,000	BURLINGTON NORTHERN SANTA FE L	1,205,010	1,097,292
1,465,000	BURLINGTON NORTHERN SANTA FE L	1,545,297	1,479,555
700,000	BURLINGTON NORTHERN SANTA FE L	727,972	697,711
90,000	BURLINGTON NORTHERN SANTA FE L	114,016	103,816
45,000	BURLINGTON NORTHERN SANTA FE L	64,789	58,684
150,000	BURLINGTON RESOURCES FINANCE C	206,369	190,493
2,335,000	CAPITAL ONE NA	2,320,383	2,328,415
565,000	CARGILL INC 144A	621,364	586,329
880,000	CATERPILLAR FINANCIAL SERVICES	880,343	837,030
1,000,000	CATERPILLAR INC	988,340	980,830
4,325,000	CATERPILLAR INC	4,250,351	3,801,925

530,000	CATERPILLAR INC	576,704	528,283
410,000	CATHOLIC HEALTH INITIATIVES	401,726	372,628
125,000	CATHOLIC HEALTH INITIATIVES	126,634	125,410
1,000,000	CDP FINANCIAL INC 144A	1,304,240	1,118,630
431,000	CENTERPOINT ENERGY RESOURCES C	472,643	475,535
1,795,000	CHEVRON CORP	1,740,647	1,654,735
3,670,000	CHEVRON CORP	3,738,519	3,740,173
435,000	CHUBB CORP/THE	568,423	508,150
1,950,000	CINTAS CORP NO 2	1,984,476	1,859,033
525,000	CISCO SYSTEMS INC	660,802	583,685
3,695,000	CISCO SYSTEMS INC	4,502,653	4,071,987
1,350,000	CISCO SYSTEMS INC	1,486,242	1,488,677
240,000	CITIGROUP INC	302,803	278,573
3,445,000	CITIGROUP INC	3,518,206	3,441,583
490,000	CNOOC FINANCE 2013 LTD	463,741	437,658
2,200,000	COCA-COLA CO/THE	2,159,058	2,107,094
1,390,000	COCA-COLA CO/THE	1,429,976	1,404,260
3,250,000	COCA-COLA FEMSA SAB DE CV	3,412,013	3,204,988
1,400,000	COLGATE-PALMOLIVE CO	1,448,706	1,390,900
2,550,000	COMCAST CABLE COMMUNICATIONS H	3,665,982	3,611,304
1,015,000	COMCAST CORP	1,412,230	1,227,988
1,325,000	COMCAST CORP	1,404,765	1,457,553
4,010,000	COMCAST CORP	5,334,984	4,653,765
2,425,000	COMCAST CORP	3,416,583	3,069,206
3,675,000	COMCAST CORP	4,138,234	4,212,416
810,000	COMCAST CORP	1,106,233	1,011,569
1,255,000	COMCAST CORP	1,697,877	1,448,107
3,830,000	COMCAST CORP	4,080,137	3,459,716
960,000	COMCAST CORP	980,736	959,155
800,000	COMMERCIAL MORTGAGE PA CR20 A4	832,072	823,939
3,700,000	CONOCO FUNDING CO	5,155,839	4,778,402
735,000	CONOCOPHILLIPS	906,542	827,872
1,825,000	CONOCOPHILLIPS	2,269,497	2,214,670
455,000	CONOCOPHILLIPS	604,536	570,579
425,000	CONOCOPHILLIPS	483,132	494,827
900,000	CONOCOPHILLIPS CO	861,228	819,549
670,000	CONOCOPHILLIPS CO	676,935	668,814
975,000	CONOCOPHILLIPS HOLDING CO	1,298,876	1,293,201
635,000	CONSOLIDATED EDISON CO OF NEW	813,111	725,875
900,000	CONSOLIDATED EDISON CO OF NEW	972,882	1,006,767
200,000	CONSOLIDATED EDISON CO OF NEW	246,102	225,294
1,975,000	CONSOLIDATED EDISON CO OF NEW	2,235,088	2,276,213
1,490,000	CONSOLIDATED EDISON CO OF NEW	1,788,462	1,644,856
1,560,000	CONSOLIDATED EDISON CO OF NEW	1,976,364	1,770,335
1,505,000	CONSOLIDATED EDISON CO OF NEW	1,560,760	1,378,144
3,600,000	CONSOLIDATED EDISON CO OF NEW	3,893,292	3,596,976
1,195,000	CONSOLIDATED EDISON CO OF NEW	1,216,869	1,190,853
2,400,000	CONSUMERS ENERGY CO	2,478,120	2,336,208
6,485,000	COOPERATIEVE CENTRALE RAIFFEIS	6,878,704	6,695,569
625,000	COOPERATIEVE CENTRALE RAIFFEIS	745,913	659,588
1,400,000	COOPERATIEVE CENTRALE RAIFFEIS	1,674,414	1,444,422
2,645,000	COOPERATIEVE CENTRALE RAIFFEIS	2,664,705	2,645,407
1,139,000	CORNING INC	1,336,138	1,368,087
2,580,000	CORNING INC	3,073,606	2,796,901
500,000	CORP NACIONAL DEL COBRE D 144A	564,220	491,450
1,015,000	CREDIT AGRICOLE LONDON 144A	1,048,708	1,005,205
1,800,000	CREDIT SUISSE/NEW YORK NY	1,796,904	1,805,768
3,555,000	CREDIT SUISSE/NEW YORK NY	3,616,288	3,551,480
1,880,000	CREDIT SUISSE/NEW YORK NY	1,871,220	1,868,720
680,000	CUMMINS INC	790,840	681,013
475,000	DAIMLER FINANCE NA LLC 144A	472,782	476,615
500,000	DAIMLER FINANCE NA LLC 144A	503,525	495,195
1,600,000	DAIMLER FINANCE NORTH AMERICA	2,447,184	2,369,457
2,400,000	DDR CORP	2,426,544	2,401,174
500,000	DEERE & CO	505,370	462,635
3,375,000	DEUTSCHE BANK AG/LONDON	3,416,310	3,418,196
2,660,000	DEUTSCHE BANK AG/LONDON	2,699,288	2,651,800
2,115,000	DIAGEO CAPITAL PLC	2,082,492	1,867,575
1,600,000	DIAGEO INVESTMENT CORP	1,645,696	1,467,856
1,635,000	DIAGEO INVESTMENT CORP	1,634,019	1,558,531
1,230,000	DIGNITY HEALTH	1,239,471	1,230,100
275,000	DIGNITY HEALTH	283,360	275,000
2,270,000	DOMINION GAS HLDGS LLC	2,309,158	2,267,882
2,331	DRAEGERWERK AG & CO KGAA	236,566	304,938
1,640,000	DTE ELECTRIC CO	1,779,908	1,637,524
1,000,000	DTE ELECTRIC CO	1,308,260	1,128,940
600,000	DTE ELECTRIC CO	843,042	749,784
1,460,000	DUKE ENERGY CAROLINAS LLC	1,976,358	1,716,814
1,000,000	DUKE ENERGY CAROLINAS LLC	1,300,750	1,143,950
5,931,000	DUKE ENERGY CAROLINAS LLC	7,806,204	7,104,153
500,000	DUKE ENERGY CAROLINAS LLC	538,505	521,150
1,380,000	DUKE ENERGY CAROLINAS LLC	1,482,769	1,324,060
1,420,000	DUKE ENERGY CORP	1,477,127	1,419,162
600,000	DUKE ENERGY FLORIDA INC	831,726	736,122
1,805,000	DUKE ENERGY FLORIDA INC	2,495,647	2,225,475
375,000	DUKE ENERGY INDIANA INC	397,335	388,733
690,000	DUKE ENERGY INDIANA INC	812,689	714,730
235,000	DUKE ENERGY PROGRESS INC	325,320	285,358
2,135,000	DUKE ENERGY PROGRESS INC	2,263,762	1,971,523
1,640,000	DUKE ENERGY PROGRESS INC	1,642,804	1,562,395

825,000	DUKE ENERGY PROGRESS INC	876,975	822,179
2,260,000	EADS FINANCE BV 144A	2,229,919	2,072,601
2,200,000	EATON CORP	2,161,280	2,102,528
900,000	ELECTRICITE DE FRANCE 144A	998,856	870,534
1,625,000	ELI LILLY & CO	1,821,446	1,634,972
2,440,000	EMC CORP/MA	2,448,857	2,453,786
1,900,000	EMC CORP/MA	1,893,540	1,888,517
300,000	EMERSON ELECTRIC CO	334,356	336,795
1,165,000	ENI SPA 144A	1,331,455	1,132,986
1,465,000	ENTERGY ARKANSAS INC	1,465,103	1,365,922
625,000	ENTERGY MISSISSIPPI INC	617,463	580,656
480,000	EXELON GENERATION CO LLC	536,990	514,373
300,000	FIFTH THIRD BANK/CINCINNATI OH	299,424	299,793
1,325,000	FIFTH THIRD BANK/CINCINNATI OH	1,323,569	1,331,373
3,720,000	FIFTH THIRD BANK/CINCINNATI OH	3,719,628	3,704,215
1,570,000	FIRST REPUBLIC BANK	1,577,395	1,567,865
3,390,000	FLORIDA POWER & LIGHT CO	4,539,244	3,964,368
1,300,000	FLORIDA POWER & LIGHT CO	1,376,622	1,188,200
1,375,000	FLORIDA POWER & LIGHT CO	1,408,193	1,420,664
1,875,000	FLORIDA POWER & LIGHT CO	1,966,350	1,867,750
935,000	FLUOR CORP	965,911	911,354
1,160,000	FLUOR CORP	1,153,794	1,147,460
1,620,000	FRANKLIN RESOURCES INC	1,617,311	1,507,086
3,365,000	FREEPORT-MCMORAN INC	3,172,657	3,191,439
5,785,000	GENERAL ELECTRIC CAPITAL CORP	7,901,616	7,204,403
4,050,000	GENERAL ELECTRIC CAPITAL CORP	4,654,584	4,704,376
2,000,000	GENERAL ELECTRIC CAPITAL CORP	2,608,660	2,420,380
10,745,000	GENERAL ELECTRIC CAPITAL CORP	13,596,293	12,374,375
7,015,000	GENERAL ELECTRIC CAPITAL CORP	9,922,788	9,084,953
8,549,000	GENERAL ELECTRIC CAPITAL CORP	9,635,834	9,511,374
6,650,000	GENERAL ELECTRIC CAPITAL CORP	6,811,263	6,862,770
3,000,000	GENERAL ELECTRIC CAPITAL CORP	3,037,470	2,846,280
475,000	GENERAL ELECTRIC CAPITAL CORP	475,641	477,955
850,000	GENERAL ELECTRIC CAPITAL CORP	970,692	950,827
2,155,000	GENERAL ELECTRIC CO	2,368,819	2,135,368
750,000	GEORGIA POWER CO	937,868	806,175
1,410,000	GEORGIA POWER CO	1,708,807	1,472,012
4,395,000	GEORGIA POWER CO	4,615,453	3,953,786
3,390,000	GEORGIA POWER CO	3,563,466	3,044,220
515,000	GILEAD SCIENCES INC	637,663	582,216
4,090,000	GILEAD SCIENCES INC	4,509,839	4,455,636
2,455,000	GILEAD SCIENCES INC	2,723,209	2,505,355
550,000	GILEAD SCIENCES INC	552,959	548,746
4,245,000	GILEAD SCIENCES INC	4,357,068	4,241,010
850,000	GILEAD SCIENCES INC	908,480	866,921
2,375,000	GLAXOSMITHKLINE CAPITAL INC	3,162,289	2,906,881
1,910,000	GLAXOSMITHKLINE CAPITAL INC	1,962,506	1,884,120
3,005,000	GLAXOSMITHKLINE CAPITAL PLC	3,005,150	2,834,166
1,250,000	GOLDMAN SACHS GROUP INC/THE	1,486,825	1,522,463
780,000	GOLDMAN SACHS GROUP INC/THE	901,703	908,872
2,100,000	GOLDMAN SACHS GROUP INC/THE	2,133,894	2,186,709
2,000,000	GOLDMAN SACHS GROUP INC/THE	2,288,300	2,123,940
1,005,000	GOLDMAN SACHS GROUP INC/THE	1,263,667	1,118,113
4,790,000	GOLDMAN SACHS GROUP INC/THE	6,055,231	5,636,838
2,700,000	GOLDMAN SACHS GROUP INC/THE	3,047,382	3,020,949
5,972,000	GOLDMAN SACHS GROUP INC/THE	6,908,350	6,791,056
2,200,000	GOLDMAN SACHS GROUP INC/THE	2,217,864	2,261,654
475,000	GOLDMAN SACHS GROUP INC/THE	479,798	476,805
4,445,000	GOLDMAN SACHS GROUP INC/THE	5,372,672	4,796,671
1,350,000	HALLIBURTON CO	1,367,591	1,394,523
1,590,000	HALLIBURTON CO	1,604,469	1,541,298
1,005,000	HOME DEPOT INC/THE	1,312,530	1,159,670
600,000	HOME DEPOT INC/THE	783,648	696,648
1,000,000	HOME DEPOT INC/THE	990,930	997,140
3,345,000	HOME DEPOT INC/THE	3,487,564	3,104,903
1,490,000	HOME DEPOT INC/THE	1,731,812	1,520,712
250,000	HOME DEPOT INC/THE	250,613	251,738
2,095,000	HOME DEPOT INC/THE	2,289,667	2,062,465
2,300,000	HOWARD HUGHES MEDICAL INSTITUT	2,405,087	2,316,302
1,620,000	HSBC BANK USA NA/NEW YORK NY	2,023,801	1,780,931
795,000	HSBC HOLDINGS PLC	1,092,855	1,019,222
250,000	HSBC HOLDINGS PLC	321,083	296,133
6,470,000	HSBC HOLDINGS PLC	8,313,238	7,652,328
2,700,000	HSBC HOLDINGS PLC	3,580,659	3,312,759
1,980,000	HSBC HOLDINGS PLC	2,644,052	2,358,154
5,010,000	HSBC HOLDINGS PLC	5,332,143	5,347,424
4,265,000	HSBC HOLDINGS PLC	4,438,074	4,343,722
530,000	HSBC HOLDINGS PLC	593,685	524,234
1,575,000	HSBC USA INC	1,568,936	1,563,918
1,500,000	HSBC USA INC	1,547,775	1,506,075
2,500,000	HUNTINGTON NATIONAL BANK	2,478,825	2,496,050
3,175,000	HUTCHISON WHAMPOA FIN 144A	3,148,838	3,167,698
885,000	HUTCHISON WHAMPOA FIN 144A	1,303,667	1,117,764
225,000	ILLINOIS TOOL WORKS INC	262,312	268,342
875,000	INTEL CORP	960,960	853,326
1,500,000	INTERNATIONAL BUSINESS MACHINE	1,901,655	1,818,090
73,000	INTERNATIONAL BUSINESS MACHINE	88,167	81,663
1,451,000	INTERNATIONAL BUSINESS MACHINE	1,444,848	1,295,627
2,165,000	INTERNATIONAL BUSINESS MACHINE	2,212,110	2,109,360
1,250,000	INTERNATIONAL BUSINESS MACHINE	1,254,600	1,261,163

2,925,000	INTERNATIONAL BUSINESS MACHINE	3,047,324	2,921,508
1,000,000	JOHN DEERE CAPITAL CORP	993,590	946,510
2,400,000	JOHNSON & JOHNSON	3,141,432	3,092,568
2,480,000	JOHNSON & JOHNSON	2,777,848	2,706,275
2,280,000	JPMORGAN CHASE & CO	2,284,104	2,288,687
10,665,000	JPMORGAN CHASE & CO	10,664,787	10,695,537
1,025,000	JPMORGAN CHASE & CO	1,146,811	1,180,267
760,000	JPMORGAN CHASE & CO	839,580	844,314
4,040,000	JPMORGAN CHASE & CO	4,379,279	4,397,055
9,930,000	JPMORGAN CHASE & CO	10,675,743	10,579,097
2,880,000	JPMORGAN CHASE & CO	3,486,845	3,171,390
5,735,000	JPMORGAN CHASE & CO	6,261,186	6,281,201
840,000	JPMORGAN CHASE & CO	844,897	804,989
2,050,000	JPMORGAN CHASE & CO	2,052,317	2,004,274
1,075,000	JPMORGAN CHASE & CO	1,120,612	1,069,002
2,695,000	JPMORGAN CHASE & CO	2,758,602	2,701,738
2,965,000	JPMORGAN CHASE & CO	3,485,358	3,271,417
1,250,000	JPMORGAN CHASE & CO	1,239,225	1,244,013
2,550,000	JPMORGAN CHASE BANK NA	2,830,194	2,865,027
815,000	KANSAS GAS & ELECTRIC CO 144A	889,149	812,938
1,190,000	KIMBERLY-CLARK DE MEXICO 144A	1,229,984	1,190,093
1,270,000	KONINKLIJKE PHILIPS ELECTRONIC	1,724,800	1,543,304
1,890,000	LLOYDS BANK PLC	1,888,639	1,889,471
3,099,000	LOCKHEED MARTIN CORP	3,127,139	2,709,797
120,000	LOWE'S COS INC	150,922	139,094
3,195,000	LOWE'S COS INC	3,736,425	3,285,930
965,000	LOWE'S COS INC	1,073,302	933,252
755,000	LOWE'S COS INC	807,790	759,107
2,100,000	LOWE'S COS INC	2,217,663	2,094,330
180,000	MACQUARIE GROUP LTD 144A	203,881	198,817
1,370,000	MACQUARIE GROUP LTD 144A	1,402,702	1,383,791
2,070,000	MASSACHUSETTS MUTUAL LIFE 144A	3,339,945	3,024,429
1,720,000	MASTERCARD INC	1,765,511	1,712,621
2,085,000	MCDONALD'S CORP	2,124,261	2,094,028
500,000	MEDTRONIC INC	653,045	607,980
3,635,000	MEDTRONIC INC	3,534,311	3,420,359
1,215,000	MEDTRONIC INC	1,307,887	1,206,957
785,000	MEDTRONIC INC 144A	787,057	784,207
2,705,000	MEDTRONIC INC 144A	2,692,070	2,698,669
1,820,000	MEDTRONIC INC 144A	1,843,078	1,816,196
2,595,000	MEDTRONIC INC 144A	2,654,607	2,570,140
4,000,000	MEDTRONIC INC 144A	4,243,440	3,964,680
1,060,000	MEDTRONIC INC 144A	1,149,029	1,057,159
1,900,000	MERCK & CO INC	1,886,795	1,758,982
2,445,000	METLIFE INC	3,261,483	2,909,134
500,000	METLIFE INC	581,760	598,220
800,000	METLIFE INC	997,040	893,640
6,025,000	METLIFE INC	6,569,600	6,483,907
1,615,000	METLIFE INC	1,823,900	1,585,026
390,000	METLIFE INC	433,781	393,659
860,000	METROPOLITAN LIFE GLOBAL 144A	909,115	867,198
1,780,000	MICROSOFT CORP	2,183,793	1,907,039
1,510,000	MICROSOFT CORP	1,777,376	1,543,341
1,300,000	MIDAMERICAN ENERGY CO	1,667,718	1,457,339
1,500,000	MIDAMERICAN ENERGY CO	1,552,290	1,492,665
1,790,000	MIDAMERICAN ENERGY CO	1,968,338	1,779,242
2,860,000	MIZUHO BANK LTD 144A	2,841,381	2,859,163
1,110,000	MONONGAHELA POWER CO 144A	1,184,636	1,138,516
885,000	MORGAN STANLEY BANK OF A C7 A4	885,035	829,095
3,125,000	MORGAN STANLEY CAP MP A 144A	3,233,688	3,218,603
860,000	MOSAIC CO/THE	973,013	876,211
2,360,000	MOTIVA ENTERPRISES LLC 144A	2,910,918	2,893,601
945,000	MUNICH RE AMERICA CORP	1,240,076	1,165,194
600,000	NARRAGANSETT ELECTRIC CO/ 144A	733,764	642,264
765,000	NATIONAL RURAL UTILITIES COOPE	759,722	738,837
860,000	NBCUNIVERSAL MEDIA LLC	945,828	910,241
1,800,000	NBCUNIVERSAL MEDIA LLC	2,314,656	1,968,912
1,225,000	NBCUNIVERSAL MEDIA LLC	1,298,022	1,097,380
925,000	NEW YORK LIFE INSURANCE C 144A	1,146,834	1,013,106
1,935,000	NEW YORK LIFE INSURANCE C 144A	2,693,288	2,445,436
1,700,000	NIAGARA MOHAWK POWER CORP 144A	1,664,062	1,564,238
455,000	NIAGARA MOHAWK POWER CORP 144A	481,367	454,995
970,000	NIKE INC	941,977	867,306
1,725,000	NORDEA BANK AB 144A	1,868,813	1,871,556
1,055,000	NORTHERN NATURAL GAS CO 144A	1,092,896	911,794
810,000	NORTHWESTERN CORP	858,738	810,000
2,015,000	NORTHWESTERN MUTUAL LIFE 144A	2,604,629	2,263,873
2,075,000	NOVARTIS CAPITAL CORP	2,042,609	1,902,422
2,342,000	NOVARTIS CAPITAL CORP	2,436,336	2,397,690
865,000	NSTAR ELECTRIC CO	948,594	859,023
1,055,000	OGLETHORPE POWER CORP	1,354,483	1,151,596
300,000	ONCOR ELECTRIC DELIVERY CO LLC	366,753	308,955
800,000	ONCOR ELECTRIC DELIVERY CO LLC	904,080	752,424
820,000	ONE GAS INC	934,406	819,992
1,680,000	ORACLE CORP	2,260,709	2,046,828
2,467,000	ORACLE CORP	2,959,438	2,665,749
885,000	ORACLE CORP	862,079	810,607
2,930,000	ORACLE CORP	3,072,720	2,938,687
1,850,000	ORACLE CORP	1,980,740	1,849,260
4,030,000	ORACLE CORP	4,080,133	4,037,976

275,000	ORANGE SA	419,480	394,694
1,880,000	PACIFIC GAS & ELECTRIC CO	2,302,981	2,072,493
1,275,000	PACIFIC GAS & ELECTRIC CO	1,665,584	1,462,591
600,000	PACIFIC GAS & ELECTRIC CO	612,774	589,302
1,040,000	PACIFIC GAS & ELECTRIC CO	1,126,424	977,787
545,000	PACIFIC GAS & ELECTRIC CO	574,681	511,215
550,000	PACIFIC GAS & ELECTRIC CO	525,745	476,861
1,075,000	PACIFIC GAS & ELECTRIC CO	1,034,397	990,675
1,365,000	PACIFIC GAS & ELECTRIC CO	1,421,265	1,413,902
975,000	PACIFIC GAS & ELECTRIC CO	1,072,305	1,033,910
340,000	PACIFIC GAS & ELECTRIC CO	348,996	336,093
265,000	PACIFICORP	358,625	315,952
1,400,000	PACIFICORP	1,501,976	1,477,128
910,000	PARKER-HANNIFIN CORP	928,691	907,998
1,605,000	PARKER-HANNIFIN CORP	1,696,822	1,603,283
580,000	PARKER-HANNIFIN CORP	625,310	579,234
771,000	PEPSICO INC	849,318	856,273
965,000	PEPSICO INC	1,162,256	1,048,907
650,000	PEPSICO INC	730,236	649,968
575,000	PEPSICO INC	537,159	473,288
101,151	PETROLEO BRASILEIRO SA	766,725	1,442,209
2,130,000	PFIZER INC	3,096,488	2,862,954
1,525,000	PFIZER INC	1,774,170	1,810,710
685,000	PFIZER INC	745,095	682,733
1,450,000	PHILIP MORRIS INTERNATIONAL IN	1,853,912	1,718,671
1,140,000	PHILIP MORRIS INTERNATIONAL IN	1,251,161	1,262,265
1,680,000	PHILIP MORRIS INTERNATIONAL IN	1,773,677	1,569,254
1,720,000	PHILIP MORRIS INTERNATIONAL IN	1,632,951	1,455,963
1,010,000	PHILIP MORRIS INTERNATIONAL IN	990,063	887,795
725,000	PHILIP MORRIS INTERNATIONAL IN	808,252	718,207
2,470,000	PHILIP MORRIS INTERNATIONAL IN	2,511,694	2,402,594
3,375,000	PHILIP MORRIS INTERNATIONAL IN	3,376,654	3,333,521
1,400,000	PHILLIPS 66	1,477,966	1,422,708
1,445,000	PHILLIPS 66	1,481,125	1,427,178
1,900,000	PNC BANK NA	1,897,872	1,913,433
1,575,000	PNC BANK NA	1,581,615	1,587,159
1,085,000	PNC BANK NA	1,104,118	1,084,544
3,125,000	PNC FINANCIAL SERVICES GROUP I	3,073,156	2,957,421
1,428,000	PNC FUNDING CORP	1,432,198	1,471,539
300,000	PNC FUNDING CORP	337,101	340,605
1,210,000	PPL ELECTRIC UTILITIES	1,265,975	1,195,807
1,005,000	PRAXAIR INC	978,307	815,949
1,045,000	PRECISION CASTPARTS CORP	1,006,251	946,749
250,000	PUBLIC SERVICE CO OF COLORADO	260,090	251,288
555,000	PUBLIC SERVICE CO OF COLORADO	585,803	493,667
1,355,000	PUBLIC SERVICE CO OF COLORADO	1,458,658	1,350,000
1,800,000	PUBLIC SERVICE CO OF NEW HAMPS	1,858,806	1,848,942
1,200,000	PUBLIC SERVICE ELECTRIC & GAS	1,154,052	1,079,004
400,000	PUBLIC SERVICE ELECTRIC & GAS	425,460	401,476
675,000	RAYTHEON CO	657,659	614,925
1,285,000	RAYTHEON CO	1,288,855	1,276,994
600,000	RIO TINTO FINANCE USA LTD	781,584	762,108
925,000	RIO TINTO FINANCE USA PLC	925,981	930,322
1,585,000	RIO TINTO FINANCE USA PLC	1,622,691	1,540,509
2,870,000	RIO TINTO FINANCE USA PLC	2,759,390	2,758,252
1,735,000	RIO TINTO FINANCE USA PLC	1,684,598	1,609,761
1,110,000	ROCHE HOLDINGS INC 144A	1,123,864	1,121,833
1,125,000	ROCHE HOLDINGS INC 144A	1,125,236	1,125,000
500,000	SAN DIEGO GAS & ELECTRIC CO	525,665	525,340
1,000,000	SANOFI	1,086,470	1,047,610
1,110,000	SCHLUMBERGER INVESTMENT SA	1,160,339	1,100,332
725,000	SCHNEIDER ELECTRIC SA 144A	728,792	675,134
5,315,000	SHELL INTERNATIONAL FINANCE BV	7,142,403	6,621,749
1,255,000	SHELL INTERNATIONAL FINANCE BV	1,372,932	1,284,354
1,665,000	SHELL INTERNATIONAL FINANCE BV	1,676,339	1,676,189
700,000	SIMON PROPERTY GROUP LP	768,635	740,138
3,065,000	SIMON PROPERTY GROUP LP	3,117,626	3,056,554
1,170,000	SMITHS GROUP PLC 144A	1,355,012	1,349,993
1,205,000	SOCIETE GENERALE SA	1,223,846	1,222,883
740,000	SOUTH CAROLINA ELEC&GAS	799,859	738,873
255,000	SOUTHERN CALIFORNIA EDISON CO	309,519	277,478
435,000	SOUTHERN CALIFORNIA EDISON CO	547,513	485,738
3,345,000	SOUTHERN CALIFORNIA EDISON CO	4,391,751	3,927,732
1,700,000	SOUTHERN CALIFORNIA EDISON CO	1,859,834	1,721,828
1,160,000	SOUTHERN CALIFORNIA EDISON CO	1,259,621	1,218,638
1,070,000	SOUTHERN CALIFORNIA EDISON CO	1,083,621	943,248
300,000	ST JUDE MEDICAL INC	299,907	279,894
735,000	ST JUDE MEDICAL INC	780,173	696,596
1,110,000	STANDARD CHARTERED PLC 144A	1,071,194	1,082,855
775,000	STANDARD CHARTERED PLC 144A	805,272	773,442
580,000	STATE STREET CORP	634,543	629,741
1,290,000	STATE STREET CORP	1,355,351	1,310,850
675,000	STATE STREET CORP	685,091	674,312
505,000	STATOIL ASA	509,752	493,173
510,000	STATOIL ASA	498,433	446,097
935,000	STATOIL ASA	956,412	946,144
430,000	STATOIL ASA	430,249	429,819
2,565,000	STATOIL ASA	2,573,439	2,549,610
720,000	STRYKER CORP	723,110	637,582
2,775,000	STRYKER CORP	2,886,250	2,762,540

600,000	SUMITOMO MITSUI BANKING CORP	608,688	570,330
1,000,000	SUMITOMO MITSUI BANKING CORP	984,940	981,315
1,050,000	SUMITOMO MITSUI BANKING CORP	1,048,740	1,050,000
7,725,000	SUNCOR ENERGY INC	7,633,459	7,665,904
1,150,000	SWEDDBANK AB 144A	1,156,958	1,151,647
2,015,000	SWISS RE TREASURY US CORP 144A	1,977,803	1,855,412
590,000	SWISS RE TREASURY US CORP 144A	611,352	507,011
1,655,000	SYSCO CORP	1,628,123	1,549,593
490,000	SYSCO CORP	492,666	489,334
1,560,000	SYSCO CORP	1,605,271	1,589,922
1,640,000	SYSCO CORP	1,778,859	1,623,469
190,000	TARGET CORP	249,128	222,450
1,199,000	TARGET CORP	1,637,474	1,420,335
965,000	TARGET CORP	1,001,834	960,715
405,000	TCI COMMUNICATIONS INC	564,898	524,669
540,000	TCI COMMUNICATIONS INC	726,413	664,119
3,795,000	TEACHERS INSURANCE & ANNU 144A	5,183,325	4,735,183
3,700,000	TELEFONOS DE MEXICO SAB DE CV	4,140,115	4,042,250
2,202,000	TEVA PHARMACEUTICAL FINANCE CO	2,256,433	2,246,777
895,000	TOSCO CORP	1,227,305	1,177,399
600,000	TOSCO CORP	872,910	835,860
1,365,000	TOTAL CAPITAL CANADA LTD	1,324,064	1,261,014
1,325,000	TOTAL CAPITAL INTERNATIONAL SA	1,282,971	1,222,233
2,200,000	TOTAL CAPITAL INTERNATIONAL SA	2,208,228	2,195,842
1,475,000	TOTAL CAPITAL SA	1,618,223	1,624,446
3,220,000	TOYOTA MOTOR CREDIT CORP	3,386,667	3,337,609
2,960,000	TOYOTA MOTOR CREDIT CORP	3,081,715	3,021,337
2,250,000	TOYOTA MOTOR CREDIT CORP	2,241,068	2,244,375
4,176,000	TRANSCANADA PIPELINES LTD	5,585,901	5,291,660
1,150,000	TRANSCANADA PIPELINES LTD	1,204,867	1,242,759
700,000	TRANSCANADA PIPELINES LTD	659,428	638,449
1,610,000	TRANSCANADA PIPELINES LTD	1,898,737	1,949,887
850,000	TRANSCANADA PIPELINES LTD	1,168,104	1,157,458
470,000	TRAVELERS COS INC/THE	659,589	589,498
1,700,000	TRAVELERS COS INC/THE	1,966,696	1,990,360
280,000	TRAVELERS PROPERTY CASUALTY CO	374,251	337,075
1,595,000	TSMC GLOBAL LTD 144A	1,565,524	1,541,321
1,405,000	UBS AG/STAMFORD CT	1,503,153	1,556,231
1,735,000	UNION BANK NA	1,729,205	1,731,079
790,000	UNION BANK NA	801,653	803,786
770,000	UNION ELECTRIC CO	869,061	857,449
1,150,000	UNION ELECTRIC CO	1,198,691	1,149,793
900,000	UNION PACIFIC CORP	892,809	885,708
330,000	UNION PACIFIC CORP	352,922	327,515
1,345,000	UNION PACIFIC CORP	1,362,122	1,351,848
2,015,000	UNION PACIFIC CORP	2,100,073	1,984,211
370,000	UNIONBANCAL CORP	381,045	362,929
865,000	UNITED PARCEL SERVICE INC	847,968	794,857
600,000	UNITED TECHNOLOGIES CORP	808,008	733,758
340,000	UNITED TECHNOLOGIES CORP	485,690	451,863
600,000	UNITED TECHNOLOGIES CORP	791,712	737,994
800,000	UNITED TECHNOLOGIES CORP	928,816	943,448
8,315,000	UNITED TECHNOLOGIES CORP	9,053,289	8,158,313
390,000	UNITED TECHNOLOGIES CORP	397,929	381,334
565,000	UNITEDHEALTH GROUP INC	699,594	621,540
3,005,000	UNITEDHEALTH GROUP INC	4,216,766	3,804,404
870,000	UNITEDHEALTH GROUP INC	979,150	949,214
423,000	UNITEDHEALTH GROUP INC	438,879	417,780
715,000	UNITEDHEALTH GROUP INC	769,619	675,403
235,000	UNITEDHEALTH GROUP INC	250,745	214,734
925,000	UNITEDHEALTH GROUP INC	919,034	880,171
1,600,000	UNITEDHEALTH GROUP INC	1,598,576	1,597,792
1,900,000	UNITEDHEALTH GROUP INC	1,907,847	1,896,599
3,650,000	US BANCORP	3,666,681	3,656,307
1,440,000	US BANCORP	1,462,334	1,437,005
1,290,000	US BANCORP	1,271,643	1,236,997
3,070,000	VERIZON COMMUNICATIONS INC	4,234,912	4,001,452
415,000	VIRGINIA ELECTRIC AND POWER CO	541,338	481,334
1,295,000	VIRGINIA ELECTRIC AND POWER CO	1,706,201	1,563,249
885,000	VIRGINIA ELECTRIC AND POWER CO	1,482,322	1,365,608
500,000	VIRGINIA ELECTRIC AND POWER CO	521,400	497,545
1,525,000	VIRGINIA ELECTRIC AND POWER CO	1,708,183	1,518,870
425,000	VIRGINIA ELECTRIC AND POWER CO	437,606	424,142
1,780,000	VOLKSWAGEN GROUP AMERICA 144A	1,773,485	1,778,807
1,000,000	WACHOVIA BANK NA	1,003,100	1,045,700
1,203,000	WACHOVIA CORP	1,588,513	1,481,085
1,100,000	WACHOVIA CORP	1,291,356	1,203,158
4,000,000	WACHOVIA CORP	4,416,120	4,560,982
530,000	WAL-MART STORES INC	780,531	713,486
720,000	WAL-MART STORES INC	866,059	782,158
7,785,000	WAL-MART STORES INC	10,712,316	9,907,050
285,000	WAL-MART STORES INC	329,870	290,560
7,330,000	WAL-MART STORES INC	8,659,735	7,668,573
2,000,000	WAL-MART STORES INC	2,092,000	2,042,220
2,150,000	WAL-MART STORES INC	2,745,486	2,441,260
565,000	WAL-MART STORES INC	586,176	524,393
2,750,000	WAL-MART STORES INC	2,708,750	2,672,010
3,450,000	WAL-MART STORES INC	3,562,160	3,463,270
1,250,000	WALT DISNEY CO/THE	1,361,800	1,372,525
785,000	WALT DISNEY CO/THE	828,332	767,785

	1,000,000	WELLS FARGO & CO	1,112,660	1,096,230
	4,955,000	WELLS FARGO & CO	5,172,673	4,962,147
	2,085,000	WELLS FARGO & CO	2,113,127	2,001,049
	4,025,000	WELLS FARGO & CO	4,224,560	4,034,485
	1,390,000	WELLS FARGO & CO	1,416,118	1,387,651
	1,900,000	WELLS FARGO & CO	1,899,506	1,909,975
	5,905,000	WELLS FARGO & CO	5,941,965	5,889,057
	2,000,000	WELLS FARGO & CO	2,132,400	2,135,820
	3,817,000	WELLS FARGO & CO	4,493,411	3,964,680
	2,240,000	WELLS FARGO BANK NA	2,826,230	2,557,430
	2,375,000	WELLS FARGO BANK NA	3,289,351	2,955,189
	1,235,000	WELLS FARGO COMMERCIAL LC18 AS	1,267,011	1,271,983
	1,060,000	WISCONSIN ELECTRIC POWER CO	1,055,315	1,056,102
	625,000	WYETH LLC	818,325	780,250
	1,650,000	WYETH LLC	2,070,107	1,975,595
	5,212,000	WYETH LLC	6,685,226	6,097,163
		Corporate and Foreign Debt Securities - Preferred Total	1,148,289,091	1,092,807,302
Common Stock				
	7,500	58.COM INC	311,625	340,613
	77,500	AAC TECHNOLOGIES HOLDINGS INC	415,240	376,318
	26,520	AALBERTS INDUSTRIES EUR0.25	787,341	839,719
	4,726	AARON'S INC	144,474	138,944
	7,424	ABAXIS INC	421,906	297,049
	190,837	ABB LTD CHF1.03 (REGD)	4,060,076	4,950,864
	68,276	ABBOTT LABORATORIES	3,073,786	2,902,560
	22,133	ACCELL GROUP EUR0.01	364,236	409,013
	24,600	ACCO BRANDS CORP	221,646	202,113
	13,732	ACE LIMITED SHS	1,577,532	1,419,416
	12,105	ACTAVIS PLC	3,115,948	1,788,651
	4,551	ACTUANT CORP	123,969	166,749
	2,200	ACUITY BRANDS INC	308,154	297,713
	22,800	ADERANS CO LTD	216,029	303,012
	28,780	ADT CORP/THE	1,042,699	1,038,130
	11,605	ADTRAN INC	252,989	311,140
	25,777	AECOM	782,847	703,711
	194,063	AEGON NV EUR0.12	1,469,776	1,661,856
	34,000	AGF MANAGEMENT LTD	249,221	411,551
	14,702	AGILENT TECHNOLOGIES INC	601,900	676,219
	1,506	AGIOS PHARMACEUTICALS INC	168,732	120,644
	16,186	AIR METHODS CORP	712,670	915,678
	6,490	AIRCASLE LTD SHS	138,691	106,340
	211,200	AIRPORTS OF THAILA THB10(ALIEN	1,810,286	1,111,541
	32,209	AKZO NOBEL NV EUR2	2,246,880	2,360,570
	8,024	ALAMO GROUP INC	388,683	360,644
	8,900	ALEXANDRIA REAL ESTATE EQUITIE	789,786	708,656
	84,181	ALIBABA GROUP HOLDING LTD	8,749,773	7,934,090
	57,064	ALIMENTATION COUCHE-TARD INC	2,398,831	1,548,408
	46,000	ALLEGHENY TECHNOLOGIES INC	1,599,420	1,597,946
	5,479	ALLEGIANTE TRAVEL CO	823,658	572,761
	6,208	ALLETE INC	342,309	306,018
	1,619	ALNYLAM PHARMACEUTICALS INC	157,043	110,479
	17,199	ALTRA INDUSTRIAL MOTION CORP	488,280	581,058
	156,551	ALTRIA GROUP INC	7,713,268	6,323,423
	21,040	AMAZON.COM INC	6,529,764	6,687,946
	44,870	AMER SPORTS CORPORATION 'A'	871,977	934,849
	7,437	AMERICAN AXLE & MANUFACTURING	168,002	152,087
	14,850	AMERICAN EQUITY INVESTMENT LIF	433,472	391,743
	153,746	AMERICAN EXPRESS CO	14,304,528	13,916,710
	65,680	AMERICAN INTERNATIONAL GROUP I	3,678,737	3,354,850
	85,029	AMERICAN REALTY CAPITAL PROPER	769,512	1,049,010
	7,400	AMERICAN RESIDENTIAL PROPERTIE	130,018	127,481
	39,240	AMERICAN TOWER CORP	3,878,874	3,756,244
	25,880	AMGEN INC	4,122,425	3,171,463
	12,200	AMN HEALTHCARE SERVICES INC	239,120	201,296
	42,009	AMPLIFON EUR0.02	249,285	233,745
	15,368	AMSURG CORP	841,091	783,388
	16,466	ANGIE'S LIST INC	102,583	242,060
	2,437	ANN INC	88,902	89,097
	19,355	APPLE INC	2,136,405	1,956,152
	5,448	APPLIED INDUSTRIAL TECHNOLOGIE	248,374	267,442
	61,810	APPLIED MATERIALS INC	1,540,305	1,149,841
	5,000	ARATANA THERAPEUTICS INC	89,100	83,630
	22,760	ARCADIS NV EUR0.02	686,591	794,413
	9,543	ARGO GROUP INTERNATIONAL	529,350	443,654
	9,570	ARGOS THERAPEUTICS INC	95,700	80,364
	288,387	ARM HOLDINGS ORD GBP0.0005	4,474,191	5,140,155
	29,850	ASAHI CO LTD NPV	276,603	416,915
	41,100	ASICS CORP JPY50	992,406	701,912
	47,500	ASML HLDG N V	5,121,925	4,450,260
	8,175	ASPEN INSURANCE HOLDINGS	357,820	337,709
	74,534	ASSEENONSCREEN HLDGS ORD	2,993,754	3,958,521
	33,951	ASSOCIATED ESTATES REALTY CORP	788,003	544,914
	6,300	ASSURANT INC	431,109	418,131
	9,918	ASTEC INDUSTRIES INC	389,877	383,132
	79,666	ASTRAZENECA PLC	5,658,806	4,777,686
	19,600	AT&T INC	658,364	676,041
	6,729	ATLAS AIR WORLDWIDE HOLDINGS I	331,740	274,804
	10,206	AVALONBAY COMMUNITIES INC	1,667,558	1,241,689

7,678	AVISTA CORP	271,417	216,443
3,207	AVIV REIT INC	110,577	76,006
238,411	AVIVA PLC GBP0.25	1,801,092	1,814,788
81,424	AXA EUR2.29	1,892,213	2,147,215
5,300	AXIALL CORP	225,091	251,432
18,560	AXIS CAPITAL HLDGS LTD SHS	948,230	882,899
9,799	AZIMUT HLDG SPA ORD EUR0.22	213,787	267,755
199,208	BAE SYSTEMS PLC 144A	1,466,103	1,433,456
44,728	BAIDU INC/CHINA	10,196,642	8,239,080
21,057	BALTIC TRADING LTD	52,853	87,933
1,100	BANCFIRST CORP	69,729	61,666
756,600	BANGKOK BANK PCL	4,461,410	4,308,242
135,438	BANK OF AMERICA CORP	2,422,986	2,111,200
227,324	BANK OF NEW YORK MELLON CORP/T	9,222,535	7,991,519
17,832	BANK OF THE OZARKS INC	676,189	573,402
8,049	BANKUNITED INC	233,180	264,388
5,455	BANNER CORP	234,674	244,493
286,976	BARCLAYS PLC	1,089,583	1,070,877
8,090	BARCO NV	570,129	632,070
1,553	BASILEA PHARMACEUTICA	144,024	171,585
20,185	BAYER AG ORD NPV	2,760,009	2,790,734
10,162	BBCN BANCORP INC	146,130	168,588
4,892	BEACON ROOFING SUPPLY INC	135,998	129,691
8,414	BEL FUSE INC	230,039	179,389
3,650	BELDEN INC	287,657	257,143
9,000	BELLWAY ORD 12.5P	272,105	234,028
8,300	BEMIS CO INC	375,243	366,296
20,727	BENETEAU EUR0.10	291,187	387,570
22,660	BERENDSEN PLC	388,659	351,474
27	BERKSHIRE HATHAWAY INC	6,102,000	4,921,019
2,400	BERKSHIRE HILLS BANCORP INC	63,984	65,448
39,560	BEST BUY CO INC	1,542,049	1,109,987
210,041	BG GROUP PLC ORD GBP0.10	2,832,931	4,438,047
12,700	BIG LOTS INC	508,254	474,729
9,813	BILL BARRETT CORP	111,770	252,211
4,879	BINGGRAE KRW5000	334,692	437,770
23,227	BIOGEN IDEC INC	7,884,405	6,658,812
41,900	BIOMARIN PHARMACEUTICAL INC	3,787,760	2,961,181
30,070	BIOMED REALTY TRUST INC	647,708	547,263
10,181	BIO-REFERENCE LABS INC	327,116	276,024
2,662	BIO-TECHNE CORP	245,969	252,012
5,335,600	BK MANDIRI IDR500	4,642,003	3,670,370
4,967	BLACK HILLS CORP	263,450	260,817
10,900	BLACKHAWK NETWORK HOLDINGS I	422,920	362,715
9,763	BLUE NILE INC	351,566	459,740
905	BLUEBIRD BIO INC	83,007	78,980
93,569	BNP PARIBAS SA	5,577,373	6,080,115
9,650	BOSTON PROPERTIES INC	1,241,859	988,547
17,430	BOVIS HOMES GROUP ORD 50P	240,387	228,927
229,360	BP PLC	1,469,858	1,853,992
84,500	BP PLC	3,221,140	4,087,535
25,700	BRANDYWINE REALTY TRUST	410,686	370,871
4,019	BRAVO BRIO RESTAURANT GROUP IN	55,904	65,389
134,900	BRIDGESTONE CO Y50	4,724,510	5,047,952
76,663	BRISTOL-MYERS SQUIBB CO	4,525,417	4,105,692
191,231	BRITISH AMERICAN TOBACCO ORD	10,436,193	10,411,558
18,000	BRIXMOR PROPERTY GROUP INC	447,120	404,305
30,250	BROOKFIELD ASSET MANAGEMENT IN	1,516,433	1,218,131
12,200	BROOKFIELD RESIDENTIAL	293,532	295,118
4,971	BROOKS AUTOMATION INC	63,380	60,218
6,900	BRUNSWICK CORP/DE	353,694	334,237
45,992	BS FINANCIAL GROUP INC	606,727	681,106
3,164	BUCKLE INC/THE	166,173	142,831
3,152	BUFFALO WILD WINGS INC	568,558	457,998
25,418	BUILDERS FIRSTSOURCE INC	174,622	182,755
23,357	BULTEN AB	199,907	195,967
10,700	BURLINGTON STORES INC	505,682	436,887
5,415	CABOT CORP	237,502	278,331
3,200	CACI INTERNATIONAL INC	275,776	234,304
10,723	CALAMP CORP	196,231	200,032
14,348	CALIFORNIA RESOURCES CORP	79,057	58,187
2,699	CAMBREX CORP	58,352	60,417
2,600	CAMDEN NATIONAL CORP	103,584	106,136
8,300	CAMDEN PROPERTY TRUST	612,872	609,668
13,300	CAPCOM CO Y50	201,450	238,781
67,630	CAPITAL ONE FINANCIAL CORP	5,582,857	5,262,596
24,400	CAPSTEAD MORTGAGE CORP	299,632	294,752
4,908	CARDINAL FINANCIAL CORP	97,326	88,295
44,866	CARMAX INC	2,987,178	2,113,197
129,754	CARNIVAL CORP	5,881,749	5,196,552
9,720	CARRIZO OIL & GAS INC	404,352	391,920
10,248	CASCADE BANCORP	53,187	49,374
4,433	CASEY'S GENERAL STORES INC	400,389	295,476
5,204	CATHAY GENERAL BANCORP	133,170	139,103
13,030	CAVIUM INC	805,515	556,798
13,900	CBL & ASSOCIATES PROPERTIES IN	269,938	260,153
7,357	CELESTICA INC	86,371	75,171
43,392	CELGENE CORP	4,853,829	3,733,123
8,278	CELLEX THERAPEUTICS INC	151,074	142,844
6,800	CELLULAR DYNAMICS INTERNATIONA	43,724	112,214

20,553	CEMPRA INC	483,201	246,612
3,800	CEPHEID INC	205,732	205,499
43,500	CERNER CORP	2,812,710	2,435,698
244,435	CHARLES SCHWAB CORP/THE	7,379,493	6,378,067
9,915	CHECKPOINT SYSTEMS INC	136,133	156,360
21,962	CHEFS' WAREHOUSE HOLDINGS LLC	506,004	537,370
15,373	CHEMOCENTRYX INC	104,998	89,010
48,770	CHEMTURA CORP	1,206,082	1,189,786
20,070	CHICO'S FAS INC	325,335	378,119
2,849,000	CHINA AGRI-INDUSTRIES HLDGS	1,175,626	1,086,930
586,000	CHINA LIFE INSURANCE CO LTD	2,300,973	1,754,388
91,500	CHINA MOBILE LTD	1,067,816	984,205
4,212,410	CHINA TELECOM CORP 'H'CNV1	2,466,114	2,225,874
680,500	CHINA ZHENG TONG AUTO SERVICES	302,743	395,226
10,900	CIA SANEAMENTO MINAS GERAIS	103,251	171,868
258,749	CIELO SA	4,056,155	3,690,348
2,477	CIMPRESS NV	185,379	140,817
166,607	CISCO SYSTEMS INC	4,634,174	3,751,851
119,070	CITIGROUP INC	6,442,878	6,145,045
24,500	CITIZENS FINANCIAL GROUP INC	609,070	526,875
3,535	CLARCOR INC	235,572	227,477
6,360	COBIZ FINANCIAL INC	83,507	76,066
92,101	COCA-COLA CO/THE	3,888,504	3,786,989
7,400	COGNEX CORP	305,842	316,301
67,394	COGNIZANT TECHNOLOGY SOLUTIONS	3,548,968	3,287,281
2,580	COHERENT INC	156,658	155,759
5,979	COLUMBIA BANKING SYSTEM INC	165,080	166,038
5,267	COLUMBUS MCKINNON CORP/NY	147,687	142,946
39,060	COMCAST CORP	2,248,489	2,002,654
5,628	COMMERCE BANCSHARES INC/MO	244,762	240,718
41,374	COMPAGNIE DE SAINT-GOBAIN	1,763,776	2,131,111
932	COMPUTER PROGRAMS & SYSTEMS IN	56,619	57,607
10,462	COMSCORE INC	485,751	333,774
48,100	CONOCOPHILLIPS	3,321,786	3,317,475
1,021	CONSTRUCCIONES Y AUXILIAR DE	373,542	540,667
10,716	CONVERGYS CORP	218,285	225,572
24,110	COPART INC	879,774	883,632
29,554	CORNERSTONE ONDEMAND INC	1,040,301	1,065,517
14,500	CORRECTIONS CORP OF AMERICA	526,930	506,127
25,503	COSTCO WHOLESALE CORP	3,615,050	3,031,791
49,980	COUSINS PROPERTIES INC	570,772	516,092
5,001	COVANCE INC	519,304	440,388
3,083,400	CP ALL PCL THB1(ALIEN MARKET)	3,983,116	3,958,127
3,024	CRA INTERNATIONAL INC	91,688	59,875
144,758	CREDIT AGRICOLE SA EUR3	1,884,769	1,937,065
47,646	CREDIT SUISSE GROUP AG CHF0.04	1,202,598	1,400,141
87,785	CRH PLC	2,113,862	2,096,959
173,000	CRH PLC	4,153,730	4,318,365
4,700	CRITEO SA	189,974	207,399
7,855	CROCS INC	98,109	99,611
6,900	CST BRANDS INC	300,909	291,326
32,500	CUBESMART	717,275	570,254
4,500	CURTISS-WRIGHT CORP	317,655	287,939
3,210	CUSTOMERS BANCORP INC	62,467	59,589
16,225	CVB FINANCIAL CORP	259,925	276,961
24,160	CVS HEALTH CORPORATION	2,326,850	1,729,131
42,704	CYS INVTs INC	372,379	316,437
25,100	DAIBIRU CORP Y50	237,821	266,071
52,973	DANA HOLDING CORP	1,151,633	1,039,330
5,105	DATALINK CORP	65,855	55,645
1,873	DAUM KAKAO CORP	210,620	149,080
473,043	DBS HLDGS SGD1	7,353,925	6,426,471
20,575	DCT INDUSTRIAL TRUST INC	733,705	618,714
47,400	DDR CORP	870,264	741,545
22,507	DEALERTRACK TECHNOLOGY INC	997,285	1,043,681
210,000	DEBENHAMS ORD GBP0.01 (WI)	246,400	246,651
6,600	DECKERS OUTDOOR CORP	600,864	555,835
48,500	DELPHI AUTOMOTIVE PLC	3,526,920	2,920,467
7,417	DEMANDWARE INC	426,774	480,026
33,290	DENBURY RESOURCES INC	270,648	426,195
39,000	DESCENTE Y50	381,234	264,564
84,117	DEUTSCHE LUFTHANSA AG ORD NPV	1,407,697	1,510,843
62,300	DEVRO ORD 10P	296,281	273,206
3,169	DEVRY EDUCATION GROUP	150,432	112,500
8,763	DEXCOM INC	482,403	364,087
8,022	DGB FINANCIAL GROUP CO LTD	8,393	0
42,794	DGB FINANCIAL GROUP INC	439,951	644,757
20,380	DIAGEO PLC	2,325,154	2,678,325
122,314	DIAGEO PLC	3,525,424	3,822,806
6,600	DIAMOND FOODS INC	186,318	180,888
1,462,000	DIGITAL CHINA HOLDINGS LTD SHS	1,355,510	1,719,916
3,800	DIGITAL REALTY TRUST INC	251,940	186,656
23,833	DIGNITY PLC	709,415	620,100
10,272	DIODES INC	283,199	245,355
17,500	DISCOVERY COMMUNICATIONS INC	602,875	702,847
17,500	DISCOVERY COMMUNICATIONS INC	590,100	678,323
499,800	D-LINK TWD10	294,167	296,760
21,217	DMG MORI SEIKI AG	603,330	673,505
2,838,000	DONGFENG MOTOR GROUP CIE LTD	4,018,290	4,494,944
18,100	DOREL INDUSTRIES INC	625,393	680,891

21,900	DOUGLAS EMMETT INC	621,960	514,193
14,180	DOW CHEMICAL CO/THE	646,750	629,592
2,032	DRIL-QUIP INC	155,915	223,378
45,700	DUKE REALTY CORP	923,140	687,328
25,570	DUNI AB	378,900	331,439
18,500	DUPONT FABROS TECHNOLOGY INC	614,940	457,490
1,624	DXP ENTERPRISES INC	82,061	164,816
67,400	EAST JAPAN RAILWAY CO Y50000	5,128,572	5,097,680
8,000	EAST WEST BANCORP INC	309,680	307,861
19,854	ECHO GLOBAL LOGISTICS INC	579,737	477,897
19,973	ECOLAB INC	2,087,578	2,090,933
12,919	EL PASO ELECTRIC CO	517,535	453,586
12,800	ELECTRONICS FOR IMAGING INC	548,224	527,608
6,100	ELLIE MAE INC	245,952	218,147
29,800	EMERSON ELECTRIC CO	1,839,554	2,091,126
70,178	ENBRIDGE INC	3,619,628	3,142,299
153,870	ENCANA CORP	2,134,177	2,900,516
9,822	ENCORE WIRE CORP	366,655	470,109
7,400	ENDURANCE SPECIALTY HLDGS LTD	442,816	434,158
17,700	ENERFLEX LTD	250,467	249,882
17,437	ENERSYS	1,076,212	1,188,131
309,773	ENI SPA 144A	5,438,940	7,336,218
4,600	EN-JAPAN INC JPY50000	72,974	98,035
26,000	ENSIGN ENERGY SERVICES INC	228,966	409,393
5,392	ENSIGN GROUP INC/THE	239,351	167,224
16,900	ENTERGY CORP	1,478,412	1,081,189
4,977	ENTERPRISE FINANCIAL SERVICES	98,196	92,418
4,919	ENVESTNET INC	241,720	187,574
28,166	EOG RESOURCES INC	2,593,244	2,429,794
10,600	EPR PPTYS COM SH BEN INT	610,878	523,821
6,452	EQUITY LIFESTYLE PROPERTIES IN	332,601	233,756
32,500	EQUITY RESIDENTIAL	2,334,800	1,701,469
6,892	ESPERION THERAPEUTICS INC	278,712	116,794
6,212	ESSEX PROPERTY TRUST INC	1,283,399	914,698
2,494	ESTERLINE TECHNOLOGIES CORP	273,542	254,288
12,192	ETHAN ALLEN INTERIORS INC	377,586	354,708
17,744	EXACT SCIENCES CORP	486,895	287,497
4,832	EXACTECH INC	113,890	110,714
12,714	EXAMWORKS GROUP INC	528,775	469,998
16,738	EXAR CORP	170,728	185,565
13,718	EXLSERVICE HOLDINGS INC	393,844	384,350
53,944	EXPRESS SCRIPTS HOLDING CO	4,567,438	3,827,236
110,922	FACEBOOK INC	8,654,134	6,800,998
1,402	FACTSET RESEARCH SYSTEMS INC	197,332	152,229
4,400	FAIR ISAAC CORP	318,120	276,496
2,646	FAIRFAX FINANCIAL HOLDINGS LTD	1,386,504	1,083,609
6,603	FCB FINANCIAL HOLDINGS INC	162,698	147,440
7,078	FIDELITY SOUTHERN CORP	114,027	96,451
4,841	FIESTA RESTAURANT GROUP INC	294,333	234,541
11,673	FINISAR CORP	226,573	272,837
3,205	FINISH LINE INC/THE	77,914	73,764
5,900	FIRST MERCHANTS CORP	134,225	123,421
16,197	FIRST MIDWEST BANCORP INC/IL	277,131	283,933
7,013	FLEETMATIC GROUP LTD	248,891	281,875
41,950	FLEXTRONICS INTERNATIONAL LTD	469,001	325,952
12,952	FLUIDIGM CORP	436,871	469,409
38,100	FMC TECHNOLOGIES INC	1,784,604	1,990,517
14,141	FNB CORP/PA	188,358	178,459
232,600	FORD MOTOR CO	3,605,300	3,672,112
21,200	FORTINET INC	649,992	563,093
8,011	FRANKLIN STREET PROPERTIES COR	98,295	95,349
3,788	FREIGHTCAR AMERICA INC	99,662	96,776
750	FRESENIUS KABI PHARMACEUTICALS	15	15
3,764	FRESH DEL MONTE PRODUCE	126,282	106,521
18,400	FULTON FINANCIAL CORP	227,424	240,764
3,600	G&K SERVICES INC	255,060	211,684
159,844	GALAXY ENTERTAINMENT GROUP LTD	899,720	1,311,151
97,810	GALP ENERGIA SGPS EUR1	997,851	1,605,871
34,634	GAZPROM OAO	150,440	241,489
384,827	GAZPROM OAO	1,671,688	3,249,864
15,064	GENERAL CABLE CORP	224,454	443,032
17,100	GENERAL DYNAMICS CORP	2,353,302	1,638,370
55,359	GENERAL GROWTH PROPERTIES INC	1,557,249	1,154,484
43,320	GENERAL MOTORS CO	1,512,301	1,446,136
4,022	GENESCO INC	308,166	299,500
3,139,000	GENTING SINGAPORE PLC USD0.10	2,558,388	3,716,779
14,000	GENWORTH MI CANADA INC	446,985	482,654
3,963	GEOSPACE TECHNOLOGIES CORP	105,020	156,788
2,205	GERMAN AMERICAN BANCORP INC	67,297	57,922
14,260	GERRESHEIMER GROUP NPV (BR)	775,626	960,630
72,000	GIANT MANUFACTURING CO TWD10	640,213	495,244
5,400	G-III APPAREL GROUP LTD	545,454	436,698
30,500	GILEAD SCIENCES INC	2,874,930	2,934,075
2,959	GLACIER BANCORP INC	82,171	88,149
75,510	GLAXOSMITHKLINE CAPITAL PLC	1,620,088	2,015,397
16,783	GLIMCHER REALTY TRUST	230,598	157,089
12,860	GLOBAL PAYMENTS INC	1,038,188	924,399
17,962	GOOGLE INC	9,531,715	14,411,643
27,140	GOOGLE INC	14,286,496	10,899,735
5,067	GRACO INC	406,272	395,834

4,153	GRAMERCY PROPERTY TRUST INC	28,656	24,503
57,443	GRAN TIERRA ENERGY INC	221,156	365,086
30,440	GRAND CITY PROPERTIES SA	448,269	375,788
4,839	GRANITE CONSTRUCTION INC	183,979	169,268
3,617	GREAT SOUTHERN BANCORP INC	143,486	109,993
5,540	GREATBATCH INC	273,122	253,702
3,126	GREENBRIER COS INC	167,960	102,658
86,910	GREGGS ORD GBP0.02	991,966	634,442
41,600	GRENDENE SA COM NPV	239,440	280,213
57,544	GRIFOLS SA EUR0.5	2,306,183	2,654,284
6,800	HAIN CELESTIAL GROUP INC/THE	396,372	339,836
15,840	HALLA VISTEON CLIMATE CONTROL	697,499	581,608
32,900	HALLIBURTON CO	1,293,957	1,271,794
54,046	HANA FINANCIAL HOLDINGS	1,573,463	2,111,653
3,167	HANCOCK HOLDING CO	97,227	116,166
16,418	HANGER INC	359,554	574,982
6,331	HARMAN INTERNATIONAL INDUSTRIE	675,581	524,381
20,705	HARSCO CORP	391,117	556,432
13,100	HARTE-HANKS INC	101,394	102,442
35,210	HARTFORD FINANCIAL SERVICES GR	1,467,905	1,283,258
13,991	HAWAIIAN HOLDINGS INC	364,466	216,140
8,377	HB FULLER CO	373,028	429,483
6,837	HCC INSURANCE HOLDINGS INC	365,916	311,923
15,900	HCP INC	700,077	577,488
8,300	HD SUPPLY HOLDINGS INC	244,767	224,339
10,688	HDFC BANK LTD	542,416	368,095
27,700	HEALTH CARE REIT INC	2,096,059	1,528,548
21,850	HEALTHCARE REALTY TRUST INC	596,942	468,175
11,950	HEALTHCARE TRUST OF AME-CL A	321,933	270,793
11,755	HEICO CORP	556,717	495,121
20,511	HEIDELBERGCEMENT AG	1,459,625	1,389,807
3,193	HELEN OF TROY LTD NEW	207,737	191,103
3,900	HERCULES TECHNOLOGY GROWTH CAP	58,032	63,960
49,846	HERSHA HOSPITALITY TRUST	350,417	277,642
42,423	HERSHEY CO/THE	4,409,022	4,085,722
50,120	HEWLETT-PACKARD CO	2,011,316	1,402,358
3,929	HIBBETT SPORTS INC	190,281	263,840
11,900	HIGHWOODS PROPERTIES INC	526,932	438,629
6,632	HILL-ROM HOLDINGS INC	302,552	274,167
12,600	HILTON WORLDWIDE HOLDINGS INC	328,734	293,131
7,355	HOME BANCSHARES INC/AR	236,537	257,066
50,930	HOMESERVE ORD GBP0.025	267,303	232,223
14,100	HONEYWELL INTERNATIONAL INC	1,408,872	1,289,261
4,744	HOOKER FURNITURE CORP	81,454	77,709
7,986	HORACE MANN EDUCATORS CORP	264,975	240,698
9,909	HORNBECK OFFSHORE SERVICES INC	247,428	439,773
88,997	HOST HOTELS & RESORTS INC	2,115,459	1,737,302
769,737	HSBC HOLDINGS PLC	7,304,493	8,161,633
75,650	HUDBAY MINERALS INC	660,978	622,288
34,400	HUHTAMAKI OYJ	909,106	884,038
1,628	HUNTINGTON INGALLS INDUSTRIES	183,085	146,536
1,876	HURON CONSULTING GROUP INC	128,300	117,569
375,000	HUTCHISON WHAMPOA LTD	4,315,847	5,061,232
2,982	HYUNDAI MIPO DOCK KRW5000	189,097	502,957
4,477	HYUNDAI MOBIS	961,263	1,181,892
2,904	IBERIABANK CORP	188,324	189,769
78,140	ICICI BANK LTD	902,517	580,893
9,820	ICON PLC	500,722	396,885
2,800	IDACORP INC	185,332	145,152
3,420	IDEX CORP	266,213	252,567
32,790	ILUKA RESOURCES LIMITED	159,660	253,166
16,031	INFOBLOX INC	323,987	333,179
118,530	ING GROEP N.V. CVA EUR0.24	1,553,317	1,654,538
29,851	INLAND REAL ESTATE CORP	326,868	312,960
3,000	INOGEN INC	94,110	85,586
12,656	INOVIO PHARMACEUTICALS INC	116,182	147,843
14,374	INSIGHT ENTERPRISES INC	372,143	352,521
72,886	INTEGRATED DEVICE TECHNOLOGY I	1,428,566	848,934
100,700	INTEL CORP	3,654,403	2,583,968
2,178	INTER PARFUMS INC	59,786	76,618
11,300	INTERNATIONAL BUSINESS MACHINE	1,812,972	2,114,574
190,796	INTERNATIONAL CONSOLIDATED	1,446,141	1,231,714
1,512,286	INTESA SANPAOLO SPA	4,432,119	3,791,209
6,271	INTREPID POTASH INC	87,041	88,576
12,038	IPC HEALTHCARE INC	552,424	698,187
8,680	IPG PHOTONICS CORP	650,306	668,613
2,395	IPSEN PROMESSES EUR1	124,617	113,411
13,940	IPSOS	400,027	588,354
14,600	ISHARES MSCI EAFE SMALL CAP	681,966	666,737
18,020	ISIS PHARMACEUTICALS INC	1,112,555	755,102
219,308	ITAU UNIBANCO HOLDING SA	2,853,197	2,994,159
6,600	JACK IN THE BOX INC	527,736	436,765
149,100	JAPAN TOBACCO INC Y50000	4,138,661	4,842,204
14,300	JETBLUE AIRWAYS CORP	226,798	219,953
59,194	JOHNSON & JOHNSON	6,189,917	5,498,388
158,651	JOHNSON CONTROLS INC	7,669,189	7,806,841
145,300	JPMORGAN CHASE & CO	9,092,874	8,435,183
15,911	JUMBO SA EUR1.19	163,074	243,280
1,935	JUNO THERAPEUTICS INC	101,046	72,704
24,400	KANSAS CITY SOUTHERN	2,977,532	2,533,485

25,490	KB FINANCIAL GROUP INC	831,484	998,307
74,400	KDDI CORP Y5000	4,739,086	4,537,616
17,200	KEIHIN CORP NPV	257,509	266,743
4,800	KENNAMETAL INC	171,792	249,936
7,351	KEYSIGHT TECHNOLOGIES INC	248,243	165,577
13,100	KILROY REALTY CORP	904,817	659,270
31,803	KIMCO REALTY CORP	799,527	664,902
1,488,000	KINGDEE INTL SOFTW HKD0.10	443,243	470,047
454,256	KINGFISHER ORD GBP0.157142857	2,411,757	2,544,380
5,018	KIWOM SECURITIES CO LTD	210,462	240,118
40,675	KLOECKNER & CO SE NPV (REGD)	441,148	547,903
44,843	KNIGHT TRANSPORTATION INC	1,509,415	883,397
65,880	KNOWLES CORP	1,551,474	1,726,125
14,500	KOBAYASHI PHARMACEUTICALS	851,412	809,809
106,500	KONICA MINOLTA INC	1,176,967	1,062,923
22,639	KONINKLUKE VOPAK NV EUR0.5	1,180,284	1,314,438
6,490	KOREA INVESTMENT HLDGS CO LTD	286,371	249,828
1,016,000	KUNLUN ENERGY COMPANY LTD	960,338	1,599,420
24,377	LABORATORY CORP OF AMERICA HOL	2,630,278	2,245,126
99,860	LAIRD PLC ORD GBP0.28125	484,248	458,470
5,154	LAKELAND FINANCIAL CORP	224,044	199,785
3,500	LAREDO PETROLEUM INC	36,225	96,380
188,226	LAS VEGAS SANDS CORP	10,947,224	13,820,560
6,163	LB FOSTER CO	299,337	287,058
7,000	LDR HOLDING CORP	229,460	237,761
2,000	LENNOX INTERNATIONAL INC	190,140	172,798
35,100	LEXINGTON REALTY TRUST	385,398	359,483
4,600	LEXMARK INTERNATIONAL INC	189,842	163,392
15,414	LG ELECTRONICS INC	828,793	949,513
113,420	LIBERTY GLOBAL PLC SHS CL C	5,479,320	4,831,892
21,908	LIBERTY INTERACTIVE CORP	644,533	560,469
8,000	LIBERTY PROPERTY TRUST	301,040	270,960
6,038	LIBERTY TRIPADVISOR HOLDINGS I	162,422	89,417
10,763	LIBERTY VENTURES	405,980	413,755
13,620	LIFE TIME FITNESS INC	771,164	640,140
7,700	LIFEPOINT HOSPITALS INC	553,707	499,785
4,288	LINN CO LLC	44,467	132,113
1,170,168	LLOYDS BANKING GROUP PLC	1,383,400	1,528,766
44,412	LOEWS CORP	1,866,192	2,102,151
27,180	LOGITECH INTERNATIONAL SA	365,027	372,094
632,200	LPN DEVELOPMENT PCL1	422,748	298,208
123,000	LUK FOOK HOLDINGS	462,349	431,199
82,440	LUNDBECK (H) A/S DKK5	1,645,116	2,086,086
5,370	LYONDELLBASELL INDUSTRIES NV	426,324	431,104
12,538	MACERICH CO/THE	1,045,795	752,000
32,200	MACY'S INC	2,117,150	1,764,798
20,954	MAIDEN HOLDINGS LTD SHS	268,002	229,812
31,966	MAKEMYTRIP LTD	830,796	716,450
151,884	MAN GROUP PLC	380,104	213,824
33,500	MARATHON OIL CORP	947,715	1,181,109
542	MARKEL CORP	370,099	321,769
297,151	MARKS & SPENCER GROUP ORD	2,218,437	2,098,342
18,475	MARR EUR0.50	329,076	307,007
12,848	MARTEN TRANSPORT LTD	280,857	257,245
120,880	MASTERCARD INC	10,415,021	9,756,451
4,950	MATERION CORP	174,389	138,532
9,176	MATTRESS FIRM HOLDING CORP	532,942	409,787
5,181	MB FINANCIAL INC	170,248	166,103
63,298	MEDIDATA SOLUTIONS INC	3,022,480	2,720,835
8,276	MEDNAX INC	547,126	441,773
114,107	MEDTRONIC INC	8,238,525	7,138,218
24,200	MEITEC CORP Y50	722,599	665,642
18,506	MELIA HOTELS INTERNATIONAL SA	198,404	238,046
8,700	MELLANOX TECHNOLOGIES LTD	371,751	353,092
16,500	MERCADOLIBRE INC	2,106,555	1,781,595
56,990	MERCK & CO INC	3,236,462	2,854,536
21,994	MERCK KGAA NPV	2,087,057	1,958,866
3,102	MERIT MEDICAL SYSTEMS INC	53,758	37,263
7,579	MERITAGE HOMES CORP	272,768	353,113
11,471	METHODE ELECTRONICS INC	418,806	388,493
39,010	METRO AG ORD NPV	1,194,735	1,892,135
250,132	METROPOLITAN BANK & TRUST CO	464,113	425,787
33,600	MFA FINANCIAL INC	268,464	237,216
32,700	MGIC INVESTMENT CORP	304,764	306,810
16,296	MICHELIN CIE GLE DES ETABL	1,484,247	1,658,662
21,201	MICROSEMI CORP	601,684	528,759
349,516	MICROSOFT CORP	16,235,018	13,404,628
1,165	MICROSTRATEGY INC	189,196	200,267
6,600	MINERALS TECHNOLOGIES INC	458,370	432,724
222,700	MITSUBISHI CORP NPV	4,117,986	4,262,530
9,453	MONRO MUFFLER BRAKE INC	546,383	525,538
43,100	MONSANTO CO	5,149,157	5,014,005
10,550	MOODY'S CORP	1,010,796	853,478
7,926	MOOG INC	586,762	538,492
53,890	MORGAN STANLEY	2,090,932	1,745,610
5,500	MOTORCAR PARTS OF AMERICA INC	170,995	159,440
10,434	MSC INDUSTRIAL DIRECT CO	847,763	843,798
14,800	MULLEN GROUP LTD	272,297	395,456
9,316	MULTI-FINELINE ELECTRONIX INC	104,619	122,899
5,465	MWI VETERINARY SUPPLY INC	928,558	886,939

7,400	MYERS INDUSTRIES INC	130,240	153,685
14,122	NABORS INDUSTRIES LTD SHS	183,304	185,271
54,390	NASPERS LTD	7,123,274	5,850,478
6,690	NATURAL GAS SERVICES GROUP INC	154,138	193,770
6,070	NATUS MEDICAL INC	218,763	136,575
11,452	NAVIGANT CONSULTING INC	176,017	219,878
20,080	NAVISTAR INTERNATIONAL CORP	672,278	743,140
7,485	NEENAH PAPER INC	451,121	320,133
106,478	NESTLE SA	7,817,209	7,760,953
1,874	NETFLIX INC	640,177	698,523
6,767	NETGEAR INC	240,770	222,560
1,730	NETSUITE INC	188,864	178,225
6,900	NEUROCRINE BIOSCIENCES INC	154,146	151,357
146,615	NEWS CORP	2,300,389	2,523,706
9,369	NEWSTAR FINANCIAL INC	119,923	159,098
41,300	NIKE INC	3,970,995	3,283,832
326,469	NISSAN MOTOR CO Y50	2,878,166	2,876,024
10,590	NISSIN KOGYO JPY50	148,302	224,485
35,883	NN GROUP NV-W/I	1,078,775	1,042,148
90,250	NOBLE CORP PLC	1,495,443	2,327,856
13,225	NORTHERN OIL AND GAS INC	74,721	200,546
58,265	NOVARTIS AG CHF0.50 (REGD)	5,415,159	4,768,681
68,408	NOVO NORDISK A/S-B	2,893,618	2,686,492
6,900	NUVASIVE INC	325,404	311,105
36,072	OCCIDENTAL PETROLEUM CORP	2,907,764	3,429,440
21,755	OLD NATIONAL BANCORP/IN	323,714	307,613
6,481	OM GROUP INC	193,134	235,973
8,900	OMEGA HEALTHCARE INVESTORS INC	347,723	268,702
25,800	ONO PHARMACEUTICAL CO Y50	2,308,970	2,291,094
9,340	ONTEX GROUP NV	268,024	242,258
119,272	ORACLE CORP	5,363,662	4,671,038
28,762	ORASURE TECHNOLOGIES INC	291,647	236,424
3,184	O'REILLY AUTOMOTIVE INC	613,302	409,813
10,440	ORIFLAME COSMETICS SDR EACH	144,699	321,038
5,104	ORTHOFIX INTERNATIONAL NV	153,426	129,650
4,568	OWENS & MINOR INC	160,382	167,006
30,408	PACCAR INC	2,068,048	1,813,036
1,660	PACIRA PHARMACEUTICALS INC	147,176	106,738
10,121	PACWEST BANCORP	460,101	427,309
2,400	PANALPINA WELTTRANSPORT (HLDG)	322,448	403,441
397,300	PANASONIC CORP	4,728,697	4,605,505
7,400	PANTRY INC/THE	274,244	124,172
21,300	PARAMOUNT GROUP INC	395,967	382,104
3,588	PARK-OHIO HOLDINGS CORP	226,152	200,056
1,002	PAYLOCITY HOLDING CORP	26,162	20,574
9,300	PEBBLEBROOK HOTEL TRUST	424,359	299,736
16,400	PEP BOYS-MANNY MOE & JACK	161,048	199,096
5,268	PERRIGO CO PLC	880,599	808,427
91,922	PERSIMMON ORD 10P	2,261,738	1,945,896
301,611	PETROFAC LTD ORD SHS 0.02 USD	3,306,117	5,683,107
179,203	PFIZER INC	5,582,173	5,427,843
153,435	PHILIP MORRIS INTERNATIONAL IN	12,497,281	13,263,988
24,050	PHILLIPS 66	1,724,385	1,885,737
18,700	PIER 1 IMPORTS INC	287,980	237,051
5,754	PINNACLE ENTERTAINMENT INC	128,027	149,546
4,579	PINNACLE FINANCIAL PARTNERS IN	181,054	158,919
6,003	PIPER JAFFRAY COS	348,714	237,419
13,037	PLANTRONICS INC	691,222	614,153
2,262	PLATINUM UNDERWRITERS HLDGS	166,076	138,615
7,494	PLEXUS CORP	308,828	324,415
42,000	PNC FINANCIAL SERVICES GROUP I	3,831,660	3,261,627
10,760	POLYPORE INTERNATIONAL INC	506,258	431,223
8,900	POST PROPERTIES INC	523,053	403,185
14,675	POWER INTEGRATIONS INC	759,285	785,480
336,500	PRADA SPA	1,907,087	2,871,059
24,212	PRAXAIR INC	3,136,907	3,145,574
300,800	PREUKSA REAL ESTATE CO	262,857	166,603
25,500	PRIVATEBANCORP INC	851,700	758,028
7,729	PROGRESS SOFTWARE CORP	208,838	199,640
46,365	PROLOGIS INC	1,995,086	1,737,718
13,000	PROOFPOINT INC	626,990	452,777
4,682	PROSPERITY BANCSHARES INC	259,196	288,708
6,090	PROTO LABS INC	409,004	433,486
8,900	PROVIDENCE SERVICE CORP/THE	324,316	233,164
6,916	PTC INC	253,471	244,757
5,900	PTC THERAPEUTICS INC	305,443	226,943
29,400	PUBLIC SERVICE ENTERPRISE GROU	1,217,454	1,066,498
7,240	PUBLIC STORAGE	1,338,314	1,089,765
1,016	PUMA BIOTECHNOLOGY INC	192,298	144,337
980,447	QANTAS AIRWAYS NPV	1,925,637	1,065,474
39,585	QIAGEN NV	927,341	880,092
9,928	QIHOO 360 TECHNOLOGY CO LTD	568,477	835,203
64,067	QUALCOMM INC	4,762,100	4,760,916
24,310	QUEST DIAGNOSTICS INC	1,630,229	1,403,205
33,300	RADIAN GROUP INC	556,776	561,106
13,100	RADWARE LTD COM	288,462	286,029
27,848	RAMCO-GERSHENSON PROPERTIES TR	521,872	443,906
2,230	RATIONAL AG NPV	700,912	741,227
21,400	RAYTHEON CO	2,314,838	1,957,367
1,300	RECEPTOS INC	159,263	130,279

69,439	RECKITT BENCKISER GROUP PLC	5,641,011	5,544,136
4,300	RED ROBIN GOURMET BURGERS INC	330,993	258,249
2,344	REGAL-BELOIT CORP	176,269	172,800
14,100	REGENCY CENTERS CORP	899,298	691,131
14,500	REGENERON PHARMACEUTICALS INC	5,948,625	4,506,770
2,900	REINSURANCE GROUP OF AMERICA I	254,098	224,489
4,547	RENTRAK CORP	331,113	310,868
1,900	RESTORATION HARDWARE HOLDINGS	182,419	156,350
5,236	RETAILMENOT INC	76,550	160,226
14,293	REXFORD INDUSTRIAL REALTY INC	224,543	189,657
19,729	RIVERBED TECHNOLOGY INC	402,669	358,899
54,013	ROCHE HLDG AG GENUSSSCHEINE NPV	14,671,271	15,626,125
6,584	ROFIN-SINAR TECHNOLOGIES INC	189,422	152,662
14,072,940	ROLLS ROYCE HLDGS C SHS	21,943	22,562
211,566	ROLLS-ROYCE HLDGS PLC	2,869,993	3,539,549
706,140	ROYAL BANK OF SCOT ORD GBP1	4,342,536	3,966,352
121,130	ROYAL DUTCH SHELL PLC	4,054,219	4,946,940
5,100	RUSH ENTERPRISES INC	163,455	163,294
5,949	RUTH'S HOSPITALITY GROUP INC	89,235	73,890
6,000	RYDER SYSTEM INC	557,100	483,119
10,900	RYLAND GROUP INC	420,304	401,891
4,800	S&T BANCORP INC	143,088	121,488
41,120	SABMILLER PLC	2,154,951	2,160,661
5,348	SAIA INC	296,065	205,164
25,257	SAIPEM EUR1	267,878	565,858
5,829	SAMSUNG ELECTRONICS CO LTD	7,037,332	7,348,055
2,006	SANDERSON FARMS INC	168,554	145,094
19,286	SANGAMO BIOSCIENCES INC	293,340	267,883
74,544	SANOFI	6,824,681	7,964,801
72,200	SANOFI	3,293,042	3,634,716
26,850	SAP SE ORD NPV	1,892,858	2,123,312
5,690	SCANSOURCE INC	228,510	238,428
9,140	SCHIBSTED ASA	577,471	604,427
44,200	SCHLUMBERGER LTD	3,775,122	4,007,310
7,274	SCHNITZER STEEL INDUSTRIES INC	164,101	237,642
20,251	SCIQEST INC	292,627	500,080
108,500	SEADRILL LTD	1,294,405	4,166,238
18,154	SEATTLE GENETICS INC	583,288	711,566
4,271	SELECT COMFORT CORP	115,445	70,813
5,905	SENSIENT TECHNOLOGIES CORP	356,308	286,875
6,100	SERIA CO LTD	203,511	245,497
2,464	SGS SA CHF1(REGD)	5,071,081	5,550,737
457,600	SHANGHAI PHARMACEUTICALS	1,032,644	1,108,498
914,000	SHENGUAN HOLDINGS GROUP LTD	304,083	384,027
33,200	SHINKO PLANTECH CO LTD NPV	233,988	258,070
6,482	SIEMENS AG NPV REGD	735,332	835,143
5,148	SILICON LABORATORIES INC	245,148	222,960
19,121	SIMON PROPERTY GROUP INC	3,482,125	2,832,037
136,030	SIMPLO TECHNOLOGY TWD10	677,955	602,833
3,813	SINDO CO LTD KRW5000	235,201	244,771
595,990	SINGAPORE TELECOMMUNICATIONS	1,754,102	1,728,257
442,000	SINOMEDIA HOLDING LIMITED	248,505	369,474
425,000	SITTOY GROUP HOLDINGS LTD	344,172	271,656
116,990	SKY PLC	1,639,926	1,663,809
10,300	SL GREEN REALTY CORP	1,225,906	963,646
60,472	SONUS NETWORKS INC	240,074	190,487
145,238	SORIN EUR1	338,485	445,555
57,570	SOUFUN HOLDINGS LTD	425,442	861,637
5,534	SOUTH JERSEY INDUSTRIES INC	326,119	307,360
2,936	SOUTH STATE CORP	196,947	177,575
8,696	SOUTHWEST BANCORP INC/	150,963	138,440
18,100	SPANSION INC	619,382	377,012
11,180	SPARTANNASH CO	292,245	268,823
9,900	SPECTRANETICS CORP	342,342	330,847
3,992	SPIRIT AIRLINES INC	301,715	219,669
56,800	SPIRIT REALTY CAPITAL INC	675,352	570,672
3,957	SPS COMMERCE INC	224,085	211,461
15,000	SQUARE ENIX HOLDINGS CO LTD	313,775	262,595
35,284	STAG INDUSTRIAL INC	864,458	723,619
3,745	STANCORP FINANCIAL GROUP INC	261,626	248,106
6,485	STANDEX INTERNATIONAL CORP	501,031	407,777
64,100	STANLEY BLACK & DECKER INC	6,158,728	5,299,107
13,332	STANTEC INC	365,563	413,292
56,000	STATE STREET CORP	4,396,000	4,029,235
31,044	STEELCASE INC	557,240	494,314
11,900	STEINER LEISURE LTD	549,899	585,046
1,133	STEPAN CO	45,411	71,408
4,700	STERIS CORP	304,795	225,835
4,872	STIFEL FINANCIAL CORP	248,569	233,466
4,476	STOCK YDS BANCORP INC	149,230	136,159
37,800	STRATEGIC HOTELS & RESORTS INC	500,094	391,088
150,100	SUMITOMO MITSUI GR NPV	5,477,188	7,179,931
1,082,000	SUMITOMO MITSUI TRUST HOLDINGS	4,180,177	4,878,425
40,700	SUMITOMO RUBBER INDUSTRIES Y50	611,035	578,524
27,053	SUMMIT HOTEL PROPERTIES INC	336,539	243,477
7,820	SUN COMMUNITIES INC	472,797	342,458
18,100	SUNCOR ENERGY INC	576,637	556,414
30,800	SUNSTONE HOTEL INVESTORS INC	508,508	411,535
46,500	SUNTORY BEVERAGE & FOOD LTD	1,617,290	1,521,044
15,297	SUSQUEHANNA BANCSHARES INC	205,439	196,414

425,500	SWIRE PACIFIC A HKD0.60	5,541,758	4,998,049
13,425	SWISS RE LTD	1,130,178	1,178,273
7,817	SYKES ENTERPRISES INC	183,465	170,489
7,400	SYNCHRONOSS TECHNOLOGIES INC	309,764	318,027
13,989	SYNERGY RESOURCES CORP	175,422	150,860
14,886	SYNTEL INC	669,572	676,941
46,230	SYSCO CORP	1,834,869	1,674,532
3,000	TABLEAU SOFTWARE INC	254,280	251,719
188,320	TALISMAN ENERGY INC	1,479,570	1,897,682
6,646	TANDEM DIABETES CARE INC	84,404	171,267
3,200	TANGER FACTORY OUTLET CENTERS	118,272	102,464
86,490	TARGET CORP	6,565,456	5,400,057
14,639	TASER INTERNATIONAL INC	387,641	229,728
6,520	TAUBMAN CENTERS INC	498,258	449,363
27,959	TCF FINANCIAL CORP	444,269	450,241
13,500	TCP CAPITAL CORP	226,530	216,142
7,900	TEAM HEALTH HOLDINGS INC	454,487	463,655
4,873	TECH DATA CORP	308,120	259,628
18,161	TECHNIP SA EUR	1,085,930	1,576,833
300,500	TECHTRONIC INDUSTR ORD HKD0.1	968,749	852,620
4,684	TECNICAS REUNIDAS ORD EURO.10	205,687	254,849
83,924	TELEFONICA SA EUR1	1,210,503	1,368,636
87,022	TELENOR ASA	1,758,419	1,966,000
133,105	TENCENT HLDGS LIM HKD0.00002	1,930,961	1,875,516
734,168	TESCO ORD 5P	2,163,580	2,675,844
10,807	TETRA TECH INC	288,547	302,380
122,567	TEVA PHARMACEUTICAL INDUSTRIES	7,048,828	5,102,858
132,240	TEXAS INSTRUMENTS INC	7,070,212	5,836,011
23,120	TEXTRON INC	973,583	849,343
2,921	THE CHILDRENS PLACE INC	166,497	147,696
9,023	THE PRICELINE GROUP INC/THE	10,288,115	10,575,414
5,800	TIDEWATER INC	187,978	343,766
10,048	TILLY'S INC	97,365	77,436
53,025	TJX COS INC	3,636,455	3,354,320
163,260	TNT EXPRESS NV	1,094,640	1,518,058
14,400	TOKAI RIKI DENKI Y50	305,908	282,178
1,200	TOMPKINS FINANCIAL CORP	66,360	61,668
68,020	TOMRA SYSTEMS ASA NOK1	521,657	633,464
888,000	TOSHIBA CORP NPV	3,795,081	3,982,060
40,305	TOTAL SA EUR2.5	2,073,746	2,418,413
101,450	TOYOTA MOTOR CORP NPV	6,395,255	6,123,064
26,000	TRICAN WELL SERVICE LTD	125,033	317,628
2,862	TRIMAS CORP	89,552	114,165
143,000	TRIPOD TECHNOLOGY CORP TWD10	281,004	259,536
4,909	TRISTATE CAPITAL HOLDINGS INC	50,268	59,083
8,989	TRUEBLUE INC	200,005	257,712
13,242	TRUECAR INC	303,242	237,636
9,616	TRUPANION INC	66,639	91,193
46,000	TSUGAMI CORP Y50	248,234	240,663
26,200	TSUMURA & CO Y50	584,990	607,895
16,600	TUESDAY MORNING CORP	360,220	291,777
60,540	TWENTY FIRST CENTURY FOX INC	2,325,039	2,066,085
123,000	TYCO INTERNATIONAL PLC	5,394,780	5,046,492
50,274	UBM PLC	378,701	404,114
42,588	UCB S A NPV	3,256,924	3,285,020
36,815	UDR INC	1,134,638	861,998
7,007	ULTIMATE SOFTWARE GROUP INC	1,028,733	1,018,721
83,670	ULTRA PETROLEUM CORP	1,101,097	2,182,919
22,691	UMPQUA HOLDINGS CORP	385,974	341,313
237,269	UNICREDIT SPA	1,531,718	1,758,963
3,014	UNIFIRST CORP/MA	366,050	322,498
246,119	UNILEVER NV	9,720,724	9,852,798
8,375	UNION BANKSHARES CORP	201,670	211,331
12,700	UNIPRES CORP JPY50	209,945	236,152
82,156	UNIQA INSURANCE GROUP AG	773,134	1,005,846
4,614	UNITED COMMUNITY BANKS	87,389	75,115
11,816	UNITED STATIONERS INC	498,163	542,236
75,712	UNITEDHEALTH GROUP INC	7,653,726	5,746,792
7,116	UNIVERSAL FOREST PRODUCTS INC	378,571	371,028
18,510	USG PEOPLE NV	209,041	246,135
14,610	VALEANT PHARMACEUTICALS INTERN	2,090,837	1,940,176
460,000	VALUE PARTNERS GROUP LTD	386,752	345,051
12,500	VECTREN CORP	577,875	450,794
212,760	VECTURA GROUP PLC	427,123	493,337
8,692	VENTAS INC	623,216	497,878
14,100	VERIFONE SYSTEMS INC	524,520	505,955
14,000	VERINT SYSTEMS INC	815,920	636,021
4,069	VERITEX HOLDINGS INC	57,658	52,897
80,328	VERIZON COMMUNICATIONS INC	3,757,744	3,910,033
6,192	VIAD CORP	165,079	172,014
10,628	VIEWPOINT FINANCIAL GROUP INC	253,478	266,639
62,169	VISA INC	16,300,712	13,863,490
23,881	VIVENDI SA EUR5.5	597,883	630,330
2,165,692	VODAFONE GROUP PLC	7,518,568	8,706,000
13,640	VONTOBEL HLDGS AG CHF1	514,769	564,820
14,393	VORNADO REALTY TRUST	1,694,200	1,277,954
38,320	VOYA FINANCIAL INC	1,624,002	1,370,492
67,700	VTECH HOLDINGS LTD	970,778	859,455
25,928	WABASH NATIONAL CORP	320,470	351,262
5,124	WADDELL & REED FINANCIAL INC	255,278	333,675

3,700	WAGEWORKS INC	238,909	202,293
36,000	WAL-MART STORES INC	3,091,680	2,711,599
12,434	WASHINGTON FEDERAL INC	275,413	292,664
13,513	WASTE CONNECTIONS INC	594,437	589,572
4,200	WATTS WATER TECHNOLOGIES INC	266,448	238,981
317,000	WEICHAI POWER CO 'H' CNY1	1,336,699	1,273,333
401,765	WELLS FARGO & CO	22,024,757	18,464,275
6,105	WERNER ENTERPRISES INC	190,171	150,977
23,443	WESCO AIRCRAFT HOLDINGS INC	327,733	504,979
6,288	WESTERN REFINING INC	237,561	260,738
230	WESTWOOD HOLDINGS GROUP INC	14,219	13,505
13,574	WHITEWAVE FOODS CO	474,954	311,388
31,951	WHOLE FOODS MARKET INC	1,610,969	1,650,914
22,370	WIENERBERGER AG NPV	309,803	353,860
13,130	WINNEBAGO INDUSTRIES INC	285,709	346,736
6,609	WINTRUST FINANCIAL CORP	309,037	304,364
50,300	WORKDAY INC	4,104,983	4,357,468
2,600	WSFS FINANCIAL CORP	199,914	193,141
3,620	X5 RETAIL GROUP NV	44,164	58,680
15,602	XPO LOGISTICS INC	637,810	421,754
222,700	YAMAHA MOTOR CO Y50	4,535,914	3,385,433
5,695	YELP INC	311,687	405,357
437,500	YINGDE GASES GROUP COMPANY	307,469	458,165
13,028	YOUNGONE CORP	628,198	524,651
10,618	ZELTIQ AESTHETICS INC	296,348	267,630
8,696	ZOE'S KITCHEN INC	260,097	268,332
65,536	ZOETIS INC	2,820,014	2,164,580
14,830	ZUMIEZ INC	572,883	385,580
Common Stock Total		1,145,086,746	1,108,876,411
Other - Foreign Obligations			
2,280,000	HASHEMITE KINGDOM OF JOR	2,317,985	2,233,123
1,405,000	ISRAEL ST AID	1,887,618	1,637,682
1,430,000	ISRAEL ST AID	1,015,686	848,834
915,000	ISRAEL ST AID	709,290	616,234
1,515,000	ISRAEL ST AID	1,176,216	1,105,182
1,125,000	REPUBLIC OF LATVIA	1,107,776	1,117,969
103,058	STONE HARBOR-EM MK DBT-MUSDA	16,799,491	16,310,995
96,854	STONE HARBOR-HI YLD BD-MUSDA	15,808,496	15,632,970
Other - Foreign Obligations Total		40,822,557	39,502,990
Other - State and Local Obligations			
770,000	CALIFORNIA ST	1,129,852	967,967
315,000	ILLINOIS ST	319,086	320,261
950,000	ILLINOIS ST	989,644	998,080
310,000	ILLINOIS ST	331,871	333,904
650,000	LOS ANGELES CA DEPT WTR & PWR	944,418	797,804
1,575,000	LOS ANGELES CA UNIF SCH DIST	1,987,493	1,743,635
1,025,000	MASSACHUSETTS ST	1,183,035	1,070,356
1,075,000	MET TRANSPRTN AUTH NY DEDICATE	1,640,461	1,393,942
475,000	MET TRANSPRTN AUTH NY DEDICATE	633,175	531,250
755,000	NEW JERSEY ST ECON DEV AUTH LE	960,987	910,832
865,000	NEW YORK ST DORM AUTH ST PERSO	1,035,163	931,994
915,000	PORT AUTH OF NEW YORK & NEW JE	1,035,222	856,129
800,000	PORT AUTH OF NEW YORK & NEW JE	849,144	681,504
1,000,000	STATE PUBLIC SCH BLDG AUTH PA	1,082,410	1,119,740
505,000	UNIV OF CALIFORNIA CA REVENUES	637,946	557,550
125,000	UNIV OF CALIFORNIA CA RGTS MED	143,853	143,715
Other - State and Local Obligations Total		14,903,756	13,358,662
Private Equity			
308,871	AMERICAN SECURITIES	308,871	308,871
14,959,193	AMERICAN SECURITIES PARTNERS	14,959,193	12,306,539
3,905,591	APOLLO EUROPEAN PRINCIPAL FUND	4,725,961	4,738,824
1,702,984	APOLLO INVESTMENT FUND VIII LP	1,702,984	1,936,113
13,701,391	BLACKSTONE ENERGY PARTNERS	13,701,391	12,716,757
457,767	BOWMARK CAPITAL PARTNERS V	713,773	807,031
157,983	CID MEZZANINE CAPIAL LP	157,983	157,983
784,432	CVC CAPITAL PRTNRS VI (C) LP	949,202	1,531,254
8,873,747	GRIDIRON CAPITAL FUND II LP	8,873,747	6,167,981
9,415,127	GS PEP 2005 - DIRECT FUND	9,415,127	7,664,643
30,063,475	GS PEP 2005-MANAGERS FUND	30,063,475	31,173,313
1,000,735	H.I.G. CAPITAL PARTNERS V LP	1,000,735	1,013,261
1,239,429	HARBOURVEST INTL PVT EQ	1,239,429	1,300,974
106,739	HIG EUROPE CAPITAL PARTNERS II	129,160	128,931
2,910,649	HIGH ROAD CAPITAL PARTNERS FD	2,910,649	2,639,741
356,990	HVEST INTL PE DIRECT FD LP	356,990	204,348
180,489	HVEST PART V PARTNERS FUND	180,489	262,991
1,764,852	HVEST PART VI BUYOUT PART FUND	1,764,852	1,991,302
1,129,673	HVEST PART VI DIRECT FUND	1,129,673	1,271,417
2,064,574	HVEST PART VI PARTNERSHIP FD	2,064,574	2,433,276
1,271,172	KPS SPECIAL SITUATIONS FUND IV	1,271,172	1,297,515
5,683,263	OHA EUROPEAN STRATEGIC CREDIT	5,683,263	5,109,207
4,005,955	PATRIA - BRAZILIAN PRIVATE	4,005,955	3,690,711
57,602	PEG DIRECT VENT CAP INST	57,602	57,791

	28,752,785	PEG POOLED VENT CAP INST	28,752,785	27,535,057
	1,391,093	PEG US DIR CORP FIN INST	1,391,093	1,937,302
	18,357,819	PEG US POOLED CORP FIN INST	18,357,819	19,270,866
	4,455,348	PLATINUM EQ CAP PARTNERS III	4,455,348	3,467,150
	4,894,281	PROVIDENCE DEBT FUND III LP	4,894,281	4,842,930
	9,028,546	RIDGEMONT EQUITY PARTNERS FUND	9,028,546	7,665,040
	6,766,738	SECONDARY INVESTMENT SPV-3 LP	6,766,738	4,788,170
	5,036,106	SECONDARY INVESTMENTS SPV-4 LP	5,036,106	4,115,660
	14,183,184	TPG GROWTH II LP	14,183,184	10,515,914
	8,324,935	TPG OPPORTUNITIES FUND II	8,324,935	7,804,549
	1,042,360	TPG OPPORTUNITIES PARTNERS III	1,042,360	1,125,629
	1,944,324	TZP CAPITAL PARTNERS II LP	1,944,324	1,782,212
	40,445,794	WARBURG PINCUS PRIVATE EQUITY	40,445,794	35,298,800
	8,788,218	WATERLAND PRIVATE EQUITY	10,634,182	7,865,443
		Private Equity Total	262,623,742	238,925,495
Real Estate				
	3,505,593	BRAZIL REAL ESTATE	3,505,593	3,652,527
	3,059,492	BROOKFIELD REAL ESTATE FINANCE	3,059,492	4,958,801
	4,479,591	BROOKFIELD STRATEGIC REAL	4,479,591	5,334,173
	7,182,805	EXETER INDUSTRIAL VALUE FUND	7,182,805	5,814,457
	2,181,043	GREENFIELD MULTI-STATE	2,181,043	2,214,783
	3,405,785	IRON POINT REAL ESTATE	3,405,785	3,285,797
	31,053,202	JAMESTOWN PREMIER PROPERTY	31,053,202	27,610,717
	30,977,710	JPMCB SPECIAL SITUATION	30,977,710	20,000,000
	23,552,625	JPMCB STRATEGIC PROPERTY FUND	23,552,625	22,500,000
	13,481,767	LION INDUSTRIAL TRUST	13,481,767	11,712,496
	26,539,709	PRISA	26,539,709	22,818,035
	14,245,895	RREEF AMERICA REIT III	14,245,895	11,198,151
	6,857,057	SAROFIM REALTY FUND I LP	6,857,057	6,530,966
	17,342,608	SAROFIM REALTY FUND II LP	17,342,608	16,515,009
	28,784,605	SAROFIM REALTY FUND III LP	28,784,605	35,832,562
	6,745,491	TTG BRPTP FUND LP	6,745,491	9,157,838
	2,471,495	UNICO PARTNERS I LP	2,471,495	2,599,119
	9,922,763	USAA EAGLE REAL ESTATE FEEDER	9,922,763	9,922,763
		Real Estate Total	235,789,238	221,658,193
Alternative Investments				
	42,125	BRIGADE CREDIT OFFSHORE FUND	52,872,084	53,688,345
	44,455,426	LAZARD EMERGING MKTS	44,455,426	44,455,426
	18,353	STONE HARBOR LEVERAGED	18,904,698	18,700,295
		Alternative Investments Total	116,232,208	116,844,066
Infrastructure				
	1,322,533	ALTERNA CORE CAPITAL ASSETS II	1,322,533	1,621,940
	4,504,334	BALFOUR BEATTY INFRA PTNRS	4,504,334	4,504,334
	253,721	FIRST RESERVE ENERGY INFRA	253,721	253,721
	6,423,710	FORTRESS FTAI LP	6,423,710	6,407,196
		Infrastructure Total	12,504,298	12,787,191
US Government Obligations Total				
	3,205,000	FEDERAL HOME LN MTG CORP	4,818,493	4,240,503
	4,775,000	FEDERAL NATL MTG ASSN	7,431,906	6,679,747
	2,400,000	FEDERAL NATL MTG ASSN DISC	2,399,526	2,399,526
	2,895,000	FINANCING CORP STRIP PO	2,640,964	2,499,630
	11,815,000	RESOLUTION FDG CORP STRIP	10,743,261	10,619,440
	2,550,000	TENNESSEE VALLEY AUTH BD	3,478,404	2,953,971
	5,850,000	TENNESSEE VALLEY AUTH BD	5,924,763	5,787,990
	14,900,000	U S TREASURY BD PRIN STRIP	6,685,332	4,739,836
	4,525,000	U S TREASURY BD PRIN STRIP	2,011,770	1,424,515
	4,500,000	U S TREASURY BILL	4,499,886	4,499,886
	3,625,000	U S TREASURY BILL	3,624,863	3,624,863
	3,610,000	U S TREASURY BOND	5,135,225	5,013,862
	6,600,000	U S TREASURY BOND	9,011,046	8,568,738
	5,260,000	U S TREASURY BOND	7,331,546	6,733,398
	2,050,000	U S TREASURY BOND	2,682,466	2,582,603
	16,015,000	U S TREASURY BOND	18,393,548	16,992,709
	330,000	U S TREASURY BOND	432,713	371,752
	3,385,000	U S TREASURY BOND	4,132,340	3,386,049
	4,520,000	U S TREASURY BOND	5,447,640	4,406,277
	13,780,000	U S TREASURY BOND	14,871,652	11,902,475
	15,785,000	U S TREASURY BOND	16,992,237	13,609,669
	12,440,000	U S TREASURY BOND	13,075,560	10,541,212
	53,860,000	U S TREASURY BOND	53,843,303	43,003,506
	19,085,000	U S TREASURY BOND	19,065,533	15,899,750
	325,000	U S TREASURY BOND	348,943	278,281
	65,265,000	U S TREASURY BOND	66,753,695	53,947,658
	26,390,000	U S TREASURY BOND	29,709,334	28,386,803
	13,419,900	U S TREASURY BOND	14,447,328	13,759,705
	29,140,000	U S TREASURY BONDS	34,291,952	31,605,984
	7,225,000	U S TREASURY BONDS	7,593,042	7,124,374
	37,620,000	U S TREASURY NOTE	37,872,806	37,640,452
	6,200,000	U S TREASURY NOTE	6,160,754	6,185,961
	2,285,000	U S TREASURY NOTE	2,281,618	2,280,894

12,185,000	U S TREASURY NOTE	12,191,702	12,191,702
(612)	US 10YR TREAS NTS FUTURE (CBT)	(511,672)	0
(1,238)	US 2YR TREAS NTS FUT (CBT)	314,516	0
720	US 5YR TREAS NTS FUTURE (CBT)	72,426	0
(23)	US TREAS BD FUTURE (CBT)	17,214	0
4,467,657	US TREAS-CPI	5,056,494	4,853,765
5,059,891	US TREAS-CPI INFLAT	4,916,391	4,220,786
527	US ULTRA BOND (CBT)	3,651,814	0
	US Government Obligations Total	449,842,331	394,958,273
	TOTAL INVESTMENTS	4,959,320,283	4,721,370,295

COMMON/COLLECTIVE TRUSTS AND COMMINGLED FUNDS - VONTOBEL INDIA FUND (Detail of Holdings)

Plan's Investment is 0.932% of Total Fund

AXIS BANK LTD INR2	644,110
CIPLA INR2	813,709
COLGATE-PALM (IND) INR1.00	326,195
HCL TECHNOLOGIES INR2	650,647
HDFC BANK	2,913,475
HINDUSTAN UNILEVER INR1	1,775,444
HOUSING DEVEL FIN INR2	3,248,949
ICICI BANK INR2	57,788
INDIAN RUPEE	1,224,053
ITC INR1	2,759,037
KOTAK MAHINDRA BAN COMSTK	674,074
NESTLE INDIA INR10	505,215
POWER GRID CORP INR10	97,107
SUN PHARMACEUTICAL EQ-INR 1	1,427,119
TATA CONSULTANCY S INR1	1,114,596
WESTLIFE DEVP LTD INR2	84,243
ZEE ENTERTAIN ENT 6% CUM RED NON-CONV PRF	6,997
ZEE ENTERTAIN ENT INR1	157,968
TOTAL - VONTOBEL INDIA FUND	18,480,726

The Vontobel India Fund is a common collective trust that trades at a net asset value per share. AEP holds shares of the Vontobel India Fund and does not directly hold the fund's underlying international equity investments. The cost basis for the fund is based on the unit per share cost of the fund and not the fund's underlying securities and therefore is not included in the Vontobel India Fund (Detail of Holdings).

See Independent Auditors' Report

AMERICAN ELECTRIC POWER SYSTEM COMPREHENSIVE RETIREMENT PLAN
PLAN #001 EIN #13-4922641
FORM 5500 SCHEDULE H, PART IV, LINE 4i - SCHEDULE OF ASSETS (ACQUIRED AND DISPOSED OF WITHIN YEAR)
December 31, 2014

SHARES/ PAR VALUE	SECURITY DESCRIPTION	COST	PROCEEDS
840,000	ACTAVIS FUNDING SCS 144A 3.850% 06/15/2024 DD 06/19/14	836,833	839,916
825,000	AETNA INC 3.500% 11/15/2024 DD 11/10/14	821,543	835,337
395,000	AGRIUM INC 5.250% 01/15/2045 DD 11/18/14	392,989	406,530
1,920,000	AIA GROUP LTD 144A 2.250% 03/11/2019 DD 03/11/14	1,912,973	1,913,395
8	AIR LIQUIDE(L) EUR5.50 RTS EXP 17-JUN-2014	59	106
1,185,000	AMERICAN EXPRESS CREDIT 2.125% 03/18/2019 DD 03/18/14	1,182,760	1,190,202
615,000	AMERICAN INTERNATIONAL GROUP I 4.125% 02/15/2024 DD 10/02/13	614,791	630,234
1,595,000	AMERICAN INTL GROUP 2.300% 07/16/2019 DD 07/16/14	1,591,778	1,600,560
255,000	AMERICAN INTL GROUP 4.500% 07/16/2044 DD 07/16/14	253,462	260,426
295,000	AMERICAN TOWER CORP 5.000% 02/15/2024 DD 08/19/13	302,251	309,558
2,715,000	ANGLO AMERICAN CAPITAL 144A 4.125% 04/15/2021 DD 04/15/14	2,704,710	2,725,247
1,930,000	ANHEUSER-BUSCH INBEV FINANCE I 3.700% 02/01/2024 DD 01/27/14	1,940,488	1,956,004
510,000	ANHEUSER-BUSCH INBEV FINANCE I 4.625% 02/01/2044 DD 01/27/14	531,553	543,170
700,000	ANHEUSER-BUSCH INBEV WORLDWIDE 0.800% 07/15/2015 DD 07/16/12	702,079	701,750
625,000	BAIDU INC 2.750% 06/09/2019 DD 06/09/14	620,750	623,250
1,000,000	BANK OF NOVA SCOTIA 1.250% 04/11/2017 DD 04/11/14	999,210	1,005,340
1,875,000	BK TOKYO MITSUBISHI UFJ144A 2.300% 03/10/2019 DD 03/10/14	1,876,191	1,893,263
1,680,000	BNP PARIBAS 4.250% 10/15/2024 DD 10/14/14	1,665,149	1,691,491
810,000	CADENCE DESIGN SYS INC 4.375% 10/15/2024 DD 10/09/14	806,873	818,853
1,240,000	CAREFUSION CORP 3.300% 03/01/2023 DD 09/01/13	1,207,351	1,214,439
1,240,000	CAREFUSION CORP 3.875% 05/15/2024 DD 05/22/14	1,237,979	1,251,135
2,425,000	CARGILL INC 144A 3.250% 11/15/2021 DD 11/08/11	2,486,069	2,486,420
2,300,000	CATERPILLAR INC 3.400% 05/15/2024 DD 05/08/14	2,299,609	2,323,710
1,875,000	CELGENE CORP 3.625% 05/15/2024 DD 05/15/14	1,868,606	1,896,731
1,600,000	CISCO SYSTEMS INC 2.900% 03/04/2021 DD 03/03/14	1,597,088	1,624,048
1,425,000	CISCO SYSTEMS INC 2.125% 03/01/2019 DD 03/03/14	1,423,988	1,427,907
875,000	CITIGROUP INC 5.500% 02/15/2017 DD 02/12/07	953,855	921,506
1,465,000	CITIGROUP INC 2.500% 07/29/2019 DD 07/29/14	1,464,106	1,461,513
2,650,000	CITIGROUP INC 4.000% 08/05/2024 DD 08/05/14	2,628,077	2,631,368
990,000	CNA FINANCIAL CORP 3.950% 05/15/2024 DD 02/27/14	1,018,325	1,012,110
630,000	COMCAST CORP 3.600% 03/01/2024 DD 02/26/14	626,549	656,372
2,260,000	COMCAST CORP 4.750% 03/01/2044 DD 02/26/14	2,239,976	2,478,610
525,000	COMERICA INC 2.125% 05/23/2019 DD 05/23/14	525,000	523,174
120,000	CPS AUTO TRUST A 144A 1.210% 08/15/2018 DD 03/19/14	119,988	117,448
230,000	DCP MIDSTREAM OPERATING 5.600% 04/01/2044 DD 03/13/14	227,714	259,705
1,900,000	DISCOVERY COMMUNICATIONS LLC 3.700% 06/01/2015 DD 06/03/10	1,971,184	1,964,696
1,205,000	DOMINION GAS HOLDINGS LLC 3.550% 11/01/2023 DD 05/01/14	1,212,381	1,219,605
510,000	DOMINION RESOURCES INC 1.250% 03/15/2017 DD 03/24/14	509,480	509,347
500,600	DONGFANG ELECTRIC CORP LTD	766,657	873,633
520,000	DOW CHEMICAL CO/THE 3.500% 10/01/2024 DD 09/16/14	513,396	509,865
1,555,000	ECOPETROL SA 5.875% 05/28/2045	1,544,675	1,671,625
1,755,000	ELECTRICITE DE FRANCE 144A 2.150% 01/22/2019 DD 01/22/14	1,749,438	1,761,160
525,000	ELECTRICITE DE FRANCE 144A VAR RT 12/29/2049 DD 01/22/14	520,060	511,875
310,000	ENTERPRISE FLEET FIN 1 A2 144A 0.870% 09/20/2019 DD 02/14/14	309,986	310,024
715,000	ENTERPRISE PRODUCTS OPERATING 3.900% 02/15/2024 DD 02/12/14	713,649	715,172
1,885,000	EXPRESS SCRIPTS HOLDING 2.250% 06/15/2019 DD 06/05/14	1,880,457	1,880,156
2,155,000	EXPRESS SCRIPTS HOLDING CO 7.250% 06/15/2019 DD 06/09/09	2,628,389	2,630,458
750,000	EXPRESS SCRIPTS HOLDING CO 3.900% 02/15/2022 DD 08/15/12	769,395	778,853
2,644,000	FED REPUBLIC OF BRAZIL 5.000% 01/27/2045	2,590,908	2,502,279
431,000	FEDERAL REPUBLIC OF BRAZIL 5.000% 01/27/2045	422,346	402,985
1,530,000	FIFTH THIRD BANCORP 2.300% 03/01/2019 DD 02/28/14	1,527,843	1,531,806
1,230,000	FOREST LABORATORIES INC 144A 5.000% 12/15/2021 DD 12/10/13	1,310,504	1,324,950
13,410	FRED OLSEN ENERGY ASA SHS NOK20	378,594	103,468
12,435,000	GENERAL ELEC CAP CORP 3.450% 05/15/2024 DD 05/15/14	12,406,942	12,467,881
2,500,000	GENERAL ELECTRIC CO 3.375% 03/11/2024 DD 03/11/14	2,476,525	2,560,025
980,000	GEORGIA-PACIFIC LLC 144A 2.539% 11/15/2019 DD 11/06/14	980,000	985,390
970,000	GILEAD SCIENCES INC 2.050% 04/01/2019 DD 03/07/14	968,133	971,339
755,000	GLENCORE FUNDING LLC 144A 4.625% 04/29/2024 DD 04/29/14	751,950	774,268
3,200,000	GOLDMAN SACHS GROUP INC/THE 5.375% 03/15/2020 DD 03/08/10	3,582,112	3,616,096
2,225,000	GOLDMAN SACHS GROUP INC/THE 2.625% 01/31/2019 DD 01/31/14	2,233,366	2,248,340
505,000	GRUPO BIMBO SAB DE CV 3.875% 06/27/2024	502,930	496,642
1,930,000	HARLEY-DAVIDSON FINL SER 144A 2.400% 09/15/2019 DD 09/16/14	1,922,608	1,944,297
1,100,000	HASBRO INC 3.150% 05/15/2021 DD 05/13/14	1,098,966	1,109,515
1,720,000	HUNTINGTON NATIONAL BANK 2.200% 04/01/2019 DD 03/05/14	1,717,282	1,714,513
67,639	INDIVIOR PLC ORD USD2	117,926	149,104
850,000	ING BANK NV 144A 5.800% 09/25/2023 DD 09/25/13	956,182	941,775
2,260,000	JOHN DEERE CAPITAL CORP 2.800% 03/04/2021 DD 03/04/14	2,257,152	2,270,533
580,000	JOHNSON CONTROLS INC 3.625% 07/02/2024 DD 06/13/14	579,698	593,102
5,325,000	JPMORGAN CHASE & CO 2.350% 01/28/2019 DD 01/28/14	5,351,199	5,350,720
1,230,000	JPMORGAN CHASE & CO 3.875% 09/10/2024 DD 09/10/14	1,223,543	1,230,959
285,800	JPMORGAN CHASE BK N A LONDON INDIAN LOW EXERCISE PRICE WT 1	3,803,105	4,953,171
340,000	KAISER FOUNDATION HOSPITALS 3.500% 04/01/2022 DD 04/11/12	337,955	350,853
1,110,000	KAZMUNAYGAS NATIONAL CO 6.000% 11/07/2044	1,094,804	1,085,025

600,000	KINDER MORGAN ENER PART 4.250% 09/01/2024 DD 09/11/14	598,992	599,976
1,485,000	KINDER MORGAN ENERGY PARTNERS 3.500% 03/01/2021 DD 02/24/14	1,481,289	1,498,695
1,345,000	KINDER MORGAN INC/DELAWA 4.300% 06/01/2025 DD 11/26/14	1,339,593	1,348,120
1,205,000	KINGDOM OF BAHRAIN 144A 6.000% 09/19/2044 DD 09/17/14	1,205,000	1,236,715
835,000	KINROSS GOLD CORP 144A 5.950% 03/15/2024 DD 03/06/14	832,119	833,363
1,095,000	MANUF & TRADERS TRUST CO 2.250% 07/25/2019 DD 07/25/14	1,091,759	1,088,134
4,670,000	MASTERCARD INC 2.000% 04/01/2019 DD 03/31/14	4,652,114	4,671,184
855,000	MCKESSON CORP 3.796% 03/15/2024 DD 03/10/14	863,678	872,545
210,000	MEDTRONIC INC 3.625% 03/15/2024 DD 02/27/14	212,384	214,601
200,000	MET LIFE GLOB FUNDING I 144A 1.300% 04/10/2017 DD 04/10/14	199,724	200,490
1,225,000	METHANEX CORP 4.250% 12/01/2024 DD 11/18/14	1,218,838	1,221,899
5,060,000	METLIFE INC 3.600% 04/10/2024 DD 04/10/14	5,059,595	5,166,860
7,850,000	MORGAN STANLEY 5.500% 07/28/2021 DD 07/28/11	8,987,311	9,007,953
1,735,000	MOTOROLA SOLUTIONS INC 4.000% 09/01/2024 DD 08/19/14	1,701,237	1,702,840
850,000	NBCUNIVERSAL ENTERPRISE I 144A 1.974% 04/15/2019 DD 03/19/13	850,901	844,526
675,000	NISSAN MOTOR ACCEPTANCE 144A VAR RT 03/03/2017 DD 03/04/14	676,403	677,329
816,000	NOBLE GROUP HKD0.25	721,115	908,319
2,200,000	NORDEA BANK AB 1.250% 04/04/2017 DD 04/04/14	2,198,383	2,197,613
835,000	NOVARTIS CAPITAL CORP 4.400% 05/06/2044 DD 02/21/14	828,287	815,394
370,000	OMNICOM GROUP INC 3.650% 11/01/2024 DD 10/29/14	368,831	368,665
4,185	PACIFIC BRANDS NPV	2,348	2,367
976,000	PANAMA GOVERNMENT INTL BOND 4.000% 09/22/2024 DD 09/22/14	968,924	977,464
1,240,000	PETROBRAS GLOBAL FINANCE 6.250% 03/17/2024	1,237,173	1,295,726
1,205,000	PETROLEOS MEXICANOS 4.875% 01/18/2024 DD 07/18/13	1,198,409	1,272,781
1,370,000	PETROLEOS MEXICANOS 144A 6.375% 01/23/2045 DD 01/23/14	1,359,752	1,445,350
345,000	PHILLIPS 66 4.875% 11/15/2044 DD 11/17/14	338,442	345,576
159,000	PLAINS EXPLORATION & PRODUCTIO 6.750% 02/01/2022 DD 11/21/11	174,105	174,503
8,320	RANDGOLD RESOURCES ORD USD0.05	657,565	572,631
29,043	REPSOL SA RTS EXP 04-JUL-2014	19,717	19,447
2,040,000	REPUBLIC OF INDONESIA 144A 6.750% 01/15/2044 DD 01/15/14	2,014,174	2,070,975
19,564,000	ROLLS-ROYCE HOLDINGS C SHS ENTITLEMENT (JULY 2014)	32,824	33,540
16,831	RWE AG (NEU) NPV 'A'	721,363	579,640
1,725,000	SIMON PROPERTY GROUP LP 2.150% 09/15/2017 DD 03/13/12	1,768,482	1,763,209
340,000	SIMON PROPERTY GROUP LP 3.750% 02/01/2024 DD 01/21/14	337,889	336,325
860,000	SIMON PROPERTY GROUP LP 4.250% 10/01/2044 DD 09/10/14	854,917	849,740
600,000	SOUTHERN CALIF GAS CO 3.150% 09/15/2024 DD 09/11/14	597,804	600,354
1,400,000	STANDARD CHARTERED PLC 144A 1.500% 09/08/2017 DD 09/08/14	1,399,216	1,397,955
840,000	STIFEL FINANCIAL CORP 4.250% 07/18/2024 DD 07/18/14	833,246	840,890
2,195,000	SUMITOMO MITSUI BANKING CORP 2.450% 01/10/2019 DD 01/10/14	2,192,234	2,221,254
967,000	SYSCO CORPORATION 4.350% 10/02/2034 DD 10/02/14	965,462	979,088
83,924	TELEFONICA SA RTS EXP 03-DEC-2014	36,497	37,754
1,300,000	TJX COS INC 2.750% 06/15/2021 DD 06/05/14	1,299,090	1,310,712
2,575,000	TOYOTO MOTOR CREDIT CORP 2.750% 05/17/2021 DD 05/16/14	2,575,000	2,585,779
940,000	TURKEY GOVERNMENT INTERNATIONA 6.000% 01/14/2041 DD 01/12/11	883,600	928,250
1,525,000	TYSON FOODS INC 2.650% 08/15/2019 DD 08/08/14	1,523,994	1,537,982
775,000	TYSON FOODS INC 3.950% 08/15/2024 DD 08/08/14	772,644	777,031
461,000	UNION PACIFIC CORP 3.646% 02/15/2024 DD 08/21/13	452,472	470,474
870,000	UNION PACIFIC CORP 4.821% 02/01/2044 DD 08/21/13	860,439	907,175
830,000	UNION PACIFIC CORP 3.250% 01/15/2025 DD 08/12/14	827,253	848,210
1,160,000	UNITED MEXICAN STATES 5.550% 01/21/2045 DD 01/21/14	1,153,875	1,243,114
435,000	UNITEDHEALTH GROUP INC 3.875% 10/15/2020 DD 10/25/10	462,566	462,962
108	US 10YR TREAS NTS FUTURE (CBT) EXP JUN 14	0	(2,722,268)
1,229	US 10YR TREAS NTS FUTURE (CBT) EXP SEP 14	0	(935,412)
1,708	US 10YR TREAS NTS FUTURE (CBT) EXP DEC 14	0	(1,659,814)
1,155	US 2YR TREAS NTS FUT (CBT) EXP JUN 14	0	(804,791)
1,473	US 2YR TREAS NTS FUT (CBT) EXP SEP 14	0	29,736
1,682	US 2YR TREAS NTS FUT (CBT) EXP DEC 14	0	(1,251,205)
679	US 5YR TREAS NTS FUTURE (CBT) EXP JUN 14	0	(37,409)
80	US 5YR TREAS NTS FUTURE (CBT) EXP SEP 14	0	146,833
1,345	US 5YR TREAS NTS FUTURE (CBT) EXP DEC 14	0	72,259
3,240,000	US BANCORP 3.000% 03/15/2022 DD 03/02/12	3,294,270	3,259,829
750,000	US BANK NA/CINCINNATI OH 1.100% 01/30/2017 DD 01/30/14	749,888	754,470
158	US TREAS BD FUTURE (CBT) EXP JUN 14	0	1,487,895
345	US TREAS BD FUTURE (CBT) EXP SEP 14	0	1,077,992
1,106	US TREAS BD FUTURE (CBT) EXP DEC 14	0	1,079,043
476	US ULTRA BOND (CBT) EXP SEP 14	0	2,154,594
1,290	US ULTRA BOND FUT (CBT) EXP JUN 14	0	(542,037)
607	US ULTRA BOND FUTURE (CBT) EXP DEC 14	0	1,843,259
180,000	VENTAS REALTY LP 3.750% 05/01/2024 DD 04/17/14	178,747	179,005
330,000	VERIZON COMMUNICATIONS 3.450% 03/15/2021 DD 03/17/14	329,941	340,349
33,022	VERIZON COMMUNICATIONS INC	1,568,558	1,566,462
395,000	VIACOM INC 5.250% 04/01/2044 DD 03/11/14	394,332	418,743
2,000,000	WAL-MART STORES INC 1.000% 04/21/2017 DD 04/22/14	1,999,700	1,997,600
2,100,000	WARNER CHILCOTT CO LLC / WARNE 7.750% 09/15/2018 DD 08/20/10	2,242,380	2,217,600
520,000	WELLPOINT INC 3.500% 08/15/2024 DD 08/12/14	517,390	521,118
310,000	WELLS FARGO & COMPANY 4.100% 06/03/2026 DD 06/03/14	309,681	312,988
1,085,000	WF-RBS COMMERCIAL MTG C24 A5 3.607% 11/15/2047 DD 11/01/14	1,117,509	1,130,901
2,505,000	YAMANA GOLD INC 144A 4.950% 07/15/2024 DD 06/30/14	2,502,370	2,527,698

Total Assets Acquired and Disposed of Within Year

186,176,235

188,775,248

AMERICAN ELECTRIC POWER SYSTEM RETIREMENT PLAN
FORM 5500 SCHEDULE H, PART IV, LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS
For The Year Ended December 31, 2014

	Transaction Count	Purchases	Sales		
		Price (a)	Proceeds (a)	Cost	Gain/(Loss)
Single Reportable Transactions					
None					
Series Of Reportable Transactions					
Mellon Capital All Country World Index	4	365,000,000	33,098	31,431	1,667

(a) Represents fair value on purchase/sale date.

See Independent Auditors' Report

The Schedule of Assets (Held at End of Year) in 2014 for the American Electric Power System Retirement Plan is included in the Accountant's Audit report. Please see attachment PensionFinancialStatements.pdf.

The Schedule of Assets (Acquired and Disposed of Within Year) for the American Electric Power System Retirement Plan is included in the Accountant's Audit report. Please see attachment PensionFinancialStatements.pdf.

The Schedule of Reportable Transactions in 2014 for the American Electric Power System Retirement Plan is included in the Accountant's Audit report. Please see attachment PensionFinancialStatements.pdf.

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2014 This Form is Open to Public Inspection
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For calendar plan year 2014 or fiscal plan year beginning 01/01/2014 and ending 12/31/2014

► Round off amounts to nearest dollar.

► Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan American Electric Power System Retirement Plan	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF American Electric Power Service Corporation	D Employer Identification Number (EIN) 13-4922641	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B		
F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500		

Part I Basic Information			
1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2014</u>			
2 Assets:			
a Market value	2a	4795450916	
b Actuarial value	2b	4722776047	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment.....	16041	2200246985	2200246985
b For terminated vested participants.....	3642	186738398	186738398
c For active participants.....	17684	1548746031	1577688524
d Total.....	37367	3935731414	3964673907
4 If the plan is in at-risk status, check the box and complete lines (a) and (b) ☐			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate.....	5	6.34%	
6 Target normal cost.....	6	65180624	

Statement by Enrolled Actuary
 To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	 Signature of actuary	<u>9/18/15</u> Date
	Joseph A. Perko Type or print name of actuary	1406491 Most recent enrollment number
	Towers Watson Delaware Inc. Firm name	216-937-4000 Telephone number (including area code)
	1001 Lakeside Avenue, Suite 1900 Cleveland OH 44114-1172 Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

Part II Beginning of Year Carryover and Prefunding Balances

	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (line 13 from prior year).....	189814041	478656586
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	54762687	0
9 Amount remaining (line 7 minus line 8)	135051354	478656586
10 Interest on line 9 using prior year's actual return of <u>7.70%</u>	10398954	36856557
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		65316114
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.24%</u>		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		5029341
c Total available at beginning of current plan year to add to prefunding balance		70345455
d Portion of (c) to be added to prefunding balance		0
12 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	145450308	515513143

Part III Funding Percentages

14 Funding target attainment percentage	14	102.45%
15 Adjusted funding target attainment percentage	15	110.21%
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	104.88%
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.	17	%

Part IV Contributions and Liquidity Shortfalls**18** Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
Totals ▶			18(b)	0	18(c) 0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contributions from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	0

20 Quarterly contributions and liquidity shortfalls:

- a** Did the plan have a "funding shortfall" for the prior year? ☐ Yes ☒ No
- b** If line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☐ Yes ☐ No
- c** If line 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th

Part V Assumptions Used to Determine Funding Target and Target Normal Cost

21 Discount rate:			
a Segment rates:	1st segment: 4.99%	2nd segment: 6.32%	3rd segment: 6.99%
			☐ N/A, full yield curve used
b Applicable month (enter code)			21b 3
22 Weighted average retirement age			22 61
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous Items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.		☐ Yes ☒ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.		☒ Yes ☐ No
27 If the plan is subject to alternative funding rules, enter applicable code and see instructions regarding attachment		27

Part VII Reconciliation of Unpaid Minimum Required Contributions For Prior Years

28 Unpaid minimum required contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)		31a	65180624
b Excess assets, if applicable, but not greater than line 31a		31b	65180624
32 Amortization installments:		Outstanding Balance Installment	
a Net shortfall amortization installment		0	0
b Waiver amortization installment			
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount		33	0
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33) ...		34	0
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement	0	0	0
36 Additional cash requirement (line 34 minus line 35)		36	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)		37	0
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)		38a	0
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances		38b	0
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)		39	0
40 Unpaid minimum required contributions for all years		40	0

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected		☐ 2 plus 7 years ☐ 15 years	
b Eligible plan year(s) for which the election in line 41a was made		☐ 2008 ☐ 2009 ☐ 2010 ☐ 2011	
42 Amount of acceleration adjustment		42	
43 Excess installment acceleration amount to be carried over to future plan years		43	

American Electric Power System Retirement Plan
EIN: 13-4922641 PN: 001
Attachment to Schedule SB of 2014 Form 5500
Line 8 – Portion Used to Offset Prior Year's Funding Requirement

On April 30, 2014, American Electric Power elected to use \$54,762,687 to offset 2013 minimum required contributions. This election was not reflected in the 2013 Schedule SB and is now reflected in the 2014 Schedule SB.

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 Line 22 – Description of Weighted Average Retirement Age

Retirement Age	Assumed Rate	Participants at Beginning	Participants Retiring: (2)x(3)	Weighted Value (1)x(4)
(1)	(2)	(3)	(4)	(5)
55	0.07	1000	70	3,850.00
56	0.07	930	65.1	3,645.60
57	0.07	865	60.54	3,450.78
58	0.1	804	80.44	4,665.52
59	0.1	724	72.39	4,271.01
60	0.1	652	65.15	3,909.00
61	0.25	586	146.6	8,942.60
62	0.25	440	109.95	6,816.90
63	0.25	330	82.46	5,194.98
64	0.5	247	123.69	7,916.16
65	0.5	124	61.84	4,019.60
66	0.25	62	15.46	1,020.36
67	0.25	46	11.6	777.2
68	0.25	35	8.7	591.6
69	0.25	26	6.52	449.88
70	1	20	<u>19.56</u>	<u>1,369.20</u>
			1,000.00	60,890.39

$$60,890.39 / 1,000 = 61$$

Attained Age	Years Of Credited Service															
	Under 1			1 to 4			5 to 9			10 to 14			15 to 19			
	No.	Comp.	Average Cash Bal.	No.	Comp.	Average Cash Bal.	No.	Comp.	Average Cash Bal.	No.	Comp.	Average Cash Bal.	No.	Comp.	Average Cash Bal.	
<25	4			223	60,221	3,600	25	63,621	8,828							
25 to 29	20			449	65,985	5,129	589	75,436	13,508	10						
30 to 34	21			341	68,474	6,620	1,052	80,597	18,022	215	84,082	30,650	7			
35 to 39	17			258	70,186	7,805	888	81,804	21,833	402	91,730	41,374	143	87,564	49,981	
40 to 44	17			200	73,759	9,880	736	82,654	25,537	437	97,064	50,986	314	92,321	65,373	
45 to 49	8			155	78,501	11,695	517	83,058	29,435	348	95,806	60,308	308	93,582	79,218	
50 to 54	13			110	76,300	13,812	416	84,317	33,815	300	93,605	69,122	278	88,124	86,015	
55 to 59	16			82	72,774	14,976	277	86,674	40,048	219	95,537	81,574	170	86,821	98,828	
60 to 64	7			41	71,026	17,856	131	85,554	42,264	115	92,026	86,597	70	80,598	105,925	
65 to 69	2			6			32	90,884	52,011	25	93,230	91,898	15			
>70	1						2			10			3			

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 Line 26 – Schedule of Active Participant Data

Attained Age	Years Of Credited Service											
	20 to 24			25 to 29			30 to 34			35 to 39		
	No.	Comp.	Average Cash Bal.	No.	Comp.	Average Cash Bal.	No.	Comp.	Average Cash Bal.	No.	Comp.	Average Cash Bal.
<25												
25 to 29												
30 to 34												
35 to 39	4											
40 to 44												
45 to 49	162	105,228	94,022	7								
50 to 54	538	101,291	110,050	413	98,912	131,667	30	84,667	143,371			
55 to 59	437	93,130	125,326	955	100,613	159,409	1,013	96,453	184,888	88	87,713	195,855
60 to 64	320	92,545	144,503	598	93,180	175,854	1,073	102,411	227,243	800	96,370	240,867
65 to 69	109	82,896	156,010	214	93,095	201,545	299	95,984	246,487	267	98,540	290,900
>70	16			21			26	113,862	311,202	10		
	3			2			2			1		

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 Part V – Statement of Actuarial Assumptions and Methods

Economic Assumptions

Interest rate basis:

- Applicable month (published) October 2013
- Yield curve basis Segment rates
- HATFA applied for funding Yes
- HATFA applied for benefit restrictions Yes

Funding interest rates:

	Reflecting Corridors	Not Reflecting Corridors
• First segment rate	4.99%	1.37%
• Second segment rate	6.32%	4.05%
• Third segment rate	6.99%	5.06%
• Effective interest rate	6.34%	4.15%

Annual rates of increase

- Compensation:

	Age	Rate
– Representative rates		
	< 26	11.50%
	26 – 30	9.50%
	31 – 35	7.50%
	36 – 40	6.50%
	41 – 45	5.00%
	46 – 50	4.00%
	> 50	3.50%
– Weighted average		4.95%

- Cash balance crediting rate 4.00%
- Lump sum/annuity conversion rate October 2013 segment rates
- Future Social Security wage bases 4.00%
- Statutory limits on compensation N/A
- Expected rate of return on assets for prior year 6.50% but not greater than the third segment rate

Demographic Assumptions

Inclusion Date The valuation date coincident with or next following the date on which the employee becomes a participant.

New or rehired employees It was assumed there will be no new or rehired employees.

Mortality

- **Healthy** Separate rates for non-annuitants (based on RP-2000 "Employees" table without collar or amount adjustments, projected to 2029 using Scale AA and annuitants (based on RP-2000 "Healthy Annuitants" table without collar or amount adjustments, projected to 2021 using Scale AA.
- **Disabled** Post-1994 current liability disabled
- **Lump sum/annuity conversion** Applicable 417(e) IRS Mortality Table

Termination

Rates varying by age and service:

Percentage leaving during the year		
Attained Age	Less than five years of service	Five or more years of service
< 25	8.00%	8.00%
25 – 29	8.00%	6.00%
30 – 34	8.00%	5.00%
35 – 39	8.00%	3.00%
40 – 49	8.00%	2.50%
> 49	8.00%	4.00%

Disability

Rates apply to employees not eligible to retire and vary by age and sex as indicated by the following sample values:

Percentage becoming disabled during the year		
Age	Male	Female
20	0.060%	0.090%
30	0.060%	0.090%
40	0.074%	0.110%
50	0.178%	0.267%
60	0.690%	1.035%

Retirement

Rates varying by age; average retirement age 61:

Percentage retiring during the year	
Age	Rate
55-57	7.00%
58-60	10.00%
61-63	25.00%
64-65	50.00%
66-69	25.00%
70+	100.00%

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Benefit commencement
date:

- Preretirement death benefit The later of the death of the active participant or the date the participant would have attained age 55.
- Deferred vested benefit The later of age 55 or termination of employment.
- Disability benefit Upon disablement.
- Retirement benefit Upon termination of employment.

Form of payment

40% lump sum; 60% annuity for retirement eligible East grandfathered participants and 75% lump sum; 25% annuity for all other participants. Married participants are assumed to elect the 50% joint and survivor annuity and unmarried participants are assumed to elect the single life annuity. No other optional form of payment election is assumed.

Percent married

80% of male participants; 70% of female participants.

Spouse ages

Wives are assumed to be three years younger than husbands.

Valuation pay

2014 base salary pay (Grandfathered) – not estimated due to freeze of final average pay accruals at December 31, 2010.

2014 expanded pay (Cash Balance) – sum of the following updated one year according to the salary increase assumption:

- (i) 2013 base salary
- (ii) a 15% increase for overtime eligible employees and a target bonus percent increase for incentive-eligible employees

At-risk assumptions

If at-risk calculations are required, all participants eligible to elect benefits during the current and subsequent ten plan years are assumed to commence benefits at the earliest possible date under the plan, but not before the end of the current plan year, except in accordance with the regular valuation assumptions. In addition, all participants (not just those eligible to begin benefits within the next 11 years) are assumed to elect the most valuable form of benefit under the plan, which is usually a joint and survivor form of payment.

Methods

Valuation date	First day of plan year.
Funding target	Present value of accrued benefits.
Target normal cost	Present value of benefits expected to accrue during plan year plus plan-related expenses expected to be paid from the trust (based on actual trust expenses paid in previous year, adjusted by the difference between the prior and expected current year PBGC premiums).
Actuarial value of assets	Average of the fair market value of assets on the valuation date and the six immediately preceding months, adjusted for contributions, benefit/expense payments and expected investment returns. The average asset value must be within 10% of fair value, including contributing receivable. The method of computing the actuarial value of assets complies with rules governing the calculation of such values under PPA. These rules produce smoothed values that reflect the underlying market value of plan assets but fluctuate less than the market value. As a result, the actuarial value of assets will be lower than the market value in some years and greater in other years. However, over the long term under PPA's smoothing rules, the method has a bias to produce an actuarial value of assets that is below the market value of assets.
Benefits Not Valued	All benefits were valued except: — Any liabilities that may be reinstated in the event of reemployment — The alternate benefit formula for members who did not elect to withdraw their employee contributions — Any liabilities relating to members' unwithdrawn employee contributions — Liabilities related to special benefits as a result of termination due to downsizing and restructuring
Change in Assumptions and Methods Since Prior Valuation	The interest rates used to calculate the funding target, target normal cost and to convert 417(e) based forms of payments were updated from the segment rates as of October 2012 to the segment rates as of October 2013. The required mortality table used to value the funding target and target normal cost was updated to include one additional year of projected mortality improvements. Assumed plan-related expenses of \$3,461,590 were added to the target normal cost. HATFA corridors were applied to the segment rates for minimum funding requirement purposes.

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Part V – Statement of Actuarial Assumptions and Methods

Data Sources

Towers Watson used participant and asset data as of January 1, 2014, supplied by ACS, the third party database for the AEP pension data with the exception of certain elements taken from the dbConnect pension calculator database. Data were reviewed for reasonableness and consistency, but no audit was performed. Assumptions or estimates were made or by Towers Watson actuaries when data were not available. We are not aware of any errors or omissions in the data that would have a significant effect on the results of our calculations.

Plan Provisions

Effective Date	May 1, 1955. Restated effective January 1, 2012.
Recent Amendments	Executed as of April 3, 2012.
Covered Employees	Employees become Members of the Plan on the first day of the month following completion of one year of service.
Participation Date	Date of becoming a covered employee.

Definitions

Grandfathered employee	If, on December 31, 2000, either: – Participating in AEP System Retirement Plan, or – In one-year waiting period for AEP System Retirement Plan participation.
Vesting service	A period of time from employment date to termination date and, in general, includes periods of severance that are not in the excess of 12 months.
Accredited service	Elapsed time from date of hire (from benefit service start date).
Cash balance pay	Pay received during the year, including base pay, overtime, shift differential/Sunday premium pay and incentive pay, subject to IRS limits.
Covered compensation amount	The average of the Social Security taxable wage based during the 35-year period including the year in which the participant retires, dies, becomes disabled or otherwise terminates employment. This monthly average is calculated to the next lower or equal whole dollar amount and is then rounded to nearest \$50.
Final average pay	Average of the highest 36-consecutive months of base pay out of the last 120 months of employment, subject to IRS limits.
Normal retirement date (NRD)	The first day of the calendar month whose first day is nearest the later of the member's 65 th birthday or the completion of five years of Vesting Service.
Cash balance account	Recordkeeping account to which annual Interest Credits and annual Company Credits are credited. The cash balance account is updated at the end of each plan year and is equal to: Cash Balance Account as of the end of the prior plan year + Interest Credits + Company Credits
Cash balance benefit	Cash Balance Account converted to a monthly annuity

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 Part V – Summary of Plan Provisions

Opening balance For those participating in or eligible for the AEP System Retirement Plan on December 31, 2000, opening balance is calculated as follows:

- Present value of monthly normal retirement benefit determined as of December 31, 2000, and payable at age 65 (or current age if older)
 - Present value determined based on 5.78% interest and IRS regulated mortality (GAM83 Unisex) data for lump sums (postretirement only)

Plus

- Credit for early retirement subsidy for monthly payments beginning at age 62 (or current age if older)

Plus

- Transition credit based on age, service and pay received in 2000 (see "Company Credits" for credit percentages)
 - Age and service based on completed whole years as of December 31, 2000.

For employees hired on or after January 1, 2001, opening balance is \$0.

Interest credits Interest credits are applied to beginning of year account balance on December 31 each year.

Based on the average 30-year Treasury Bond rate for November of the previous year.

Minimum of 4%.

Company credits Applied to account balance on December 31 or termination date if earlier.

Amount is a percentage of eligible pay received during the year, based on age plus years of Vesting Service (age and service in completed whole years as of December 31).

<i>Age Plus Years of Service</i>	<i>Annual Company Credit</i>
Less than 30	3.0%
30 – 39	3.5%
40 – 49	4.5%
50 – 59	5.5%
60 – 69	7.0%
70+	8.5%

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Monthly Grandfathered Benefit	Sum of (1), (2) and (3): (1) 1.10% of Final Average Pay x Accredited Service up to 35 years (2) 0.50% of Final Average Pay Less Covered Compensation x Accredited Service up to 35 years (3) 1.33% of Final Average Pay x Accredited Service between 35 and 45 years Accruals for the grandfathered benefit ceased on December 31, 2010.
Long-term disability and paid leaves	Participants do not receive company credits while on long-term disability. Vesting service continues.
Unpaid leave	No compensation for annual Company Credit. Vesting service continues.

Eligibility for Benefits

Normal retirement	All members at or after their Normal Retirement Date.
Early retirement	Any time after attainment of age 55 and completion of five years of vesting. Applicable only to grandfathered benefits.
Postponed retirement	Retirement after Normal Retirement Date.
Vested termination	All members who terminate employment after completion of three years of Vesting Service, or upon death.
Disability	All members who are unable to work at own occupation solely because of sickness or injury for the first 24 months of disability. After 24 months of disability, the participant is eligible if unable to work at any gainful occupation for which the participant may be able, or may reasonably become qualified by education, training or experience, to perform.
Surviving spouse	The surviving spouse of a Grandfathered Member who retired or is eligible to retire on Normal or Early Retirement and who was married to that spouse for the year preceding commencement and whose grandfathered benefit exceeds his or her Cash Balance Benefit.
Preretirement death	Beneficiary of deceased member.

Benefits Paid Upon the Following Events

Normal retirement	For Grandfathered Employees, the better of the monthly grandfathered benefit or the Cash Balance Benefit determined as of Normal Retirement Date. For all other employees, the Cash Balance Benefit determined as of Normal Retirement Date.
Early retirement	For Grandfathered Employees, the better of: (1) The monthly grandfathered retirement benefit reduced by 3% per year for each year commencement precedes age 62, and (2) The Cash Balance Benefit determined as of the Early Retirement Date. For all other employees, the Cash Balance Benefit determined as of

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	the Early Retirement Date.
Deferred vested retirement	The accrued Normal Retirement Benefit (better of Cash Balance and Grandfathered Benefits, if eligible), payable at Normal Retirement Date or actuarially reduced and payable at any age.
Disability	The greater of (1) or (2): (1) Accrued Grandfathered Retirement Benefit reduced as in the Early Retirement Benefit. If retirement occurs prior to age 55, the benefit is further reduced actuarially from age 55. The Disability Retirement Benefit will reflect Accredited Service that accrued (at most recent rate of base earnings) to a member while receiving benefits under the Company's LTD plan. (2) The Cash Balance Benefit with continued Company Credits while disabled.
Preretirement death	Benefit (1) applies for Grandfathered Employees only. Better of (1) or (2): (1) The grandfathered monthly benefit as if the employee commenced a 60% qualified joint and survivor benefit at his earliest retirement date (2) Annuity equivalent of Cash Balance account or the cash balance account.
Surviving spouse benefits	Benefit (1) applies for a Grandfathered Employee whose beneficiary is his or her spouse. A benefit payable for life equal to 30% of the single life annuity payable to the grandfathered member. The spouse's benefit is actuarially reduced for each year by which the spouse is more than ten years younger than the member. Payable to Grandfathered Employees only.

Other Plan Provisions

Forms of payment

- Grandfathered employees

The following are available for Grandfathered Employees for both the Grandfathered Benefit and the Cash Balance Benefit:

 - Full lump sum payment
 - Combination of partial lump sum (25%, 50% or 75% of full lump sum) with remainder paid as a monthly benefit (see below).
 - Monthly payment:
 - Single life annuity.
 - Optional joint annuities (spouse or other beneficiary).
 - Available in 40%, 50%, 60%, 75%, 100%.
 - Can elect pop-up and/or level income options.
 - Automatic company-paid 30% surviving spouse annuity included in Grandfathered Benefit annuity if terminate on or after age 55 and married at least one year. Cash Balance Benefit is actuarially reduced for this feature.

A one-time option to elect a lump sum of the accrued benefit for terminated vested participants whose benefit was determined in no way by reference to either the AEP or CSW cash balance formulas was offered during the period from May 1, 2012 through June 30, 2012. Participants eligible for the window were also permitted to elect any of the other optional forms of payment generally applicable to such a participant under the normal terms of the plan document. Any participant who elected to commence benefits under this window, regardless of lump sum or annuity election, had a benefit commencement date of August 1, 2012.
- Employees hired on or after January 1, 2001

The following are available for those hired on or after January 1, 2001:

 - Full lump sum payment
 - Combination of partial lump sum (25%, 50% or 75% of full lump sum) with remainder paid as a monthly benefit (see below).
 - Monthly payment:
 - Single life annuity.
 - Joint annuities (spouse or other beneficiary).
 - Available in 50%, 75%, 100%.

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Part V – Summary of Plan Provisions

Form of payment conversion for
non-417(e) covered conversions

- Cash balance 7.50% interest and the applicable 417(e) Mortality Table.
- Grandfathered benefit 7.50% interest and the 1974 George B. Buck Mortality Table.

Pension Increases None.

Plan Participants' Contributions Prior to January 1, 1978, employee contributions were required as a condition of Membership. In May and June of 1981, Members were permitted an election to withdraw those contributions. Those who did not elect to withdraw have retirement benefits based on a formula that differs from the formulas previously described in this section. However, the number of nonelecting Members is so small that special plan provisions for that group have not been included in this summary.

Maximum on benefits and pay All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective. Increases in the dollar limits are assumed for determining pension cost but not for determining contributions.

Benefits not valued A small portion of the population made employee contributions to the plan. Because the amount of these contributions is not material to the plan, they are not part of the valuation.

Participants who were employees of Columbus Southern Power (CSP) at the time AEP acquired that company have a frozen benefit under the CSP benefit formula at December 31, 1986. Benefits for these participants are the greater of an all-service AEP benefit and a two-part benefit consisting of the frozen CSP benefit plus an AEP benefit accrued from January 1, 1987. Because this applies to a small portion of the population and the CSP frozen benefit is not often the greater benefit for these participants, this benefit is not valued.

Plan status Ongoing.

Future Plan Changes

Towers Watson is not aware of any future plan changes that are required to be reflected.

Changes in Benefits Valued Since Prior Year

None.

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Line 15 – Events Subsequent to AFTAP Certification

The AFTAP indicated on line 15 was certified in April, 2014. Subsequent to that certification, the Highway and Transportation Funding Act (HATFA) was passed by Congress, which substantially reduced the funding target. The corresponding change in the AFTAP, however, would not have been a material change and the AFTAP was not revised for HATFA. The pre-HATFA funding target was \$4,221,975,836; the actuarial value of assets was not affected. The segment rates applied for purposes of determining the funding target included in the AFTAP certification were 4.43%, 5.62%, and 6.22%.