

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 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 2017 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2017</u> and ending <u>12/31/2017</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.)
	☒ a single-employer plan ☐ a DFE (specify) _____
B	This return/report is: ☐ the first return/report ☐ an amended return/report ☐ the final 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 ☐ special extension (enter description) ☐ automatic extension ☐ the DFVC program

Part II	Basic Plan Information —enter all requested information		
1a	Name of plan <u>OWENS CORNING MERGED RETIREMENT PLAN</u>	1b	Three-digit plan number (PN) ▶ <u>001</u>
		1c	Effective date of plan <u>12/31/1943</u>
2a	Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>OWENS CORNING</u> <u>ONE OWENS CORNING PARKWAY</u> <u>TOLEDO, OH 43659</u>	2b	Employer Identification Number (EIN) <u>43-2109021</u>
		2c	Plan Sponsor's telephone number <u>419-248-8000</u>
		2d	Business code (see instructions) <u>327210</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.	10/15/2018	STACY P LITKA
	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

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2017)
v. 170203

3a Plan administrator's name and address ☐ Same as Plan Sponsor OWENS CORNING BENEFITS REVIEW ONE OWENS CORNING PARKWAY TOLEDO, OH 43659	3b Administrator's EIN 43-2109021 3c Administrator's telephone number 419-248-8323
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 17274
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 a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	 6a(1) 4808 6a(2) 4460 6b 3058 6c 4208 6d 11726 6e 1052 6f 12778 6g 6h 4
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: 1A 1B 1C b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

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

b General Schedules

- (1) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ 0 **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 2017 Form M-1 annual report. If the plan was not required to file the 2017 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 2017 This Form is Open to Public Inspection
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

▶ **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 <u>OWENS CORNING MERGED 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 or 5500-SF <u>OWENS CORNING</u>	D Employer Identification Number (EIN) <u>43-2109021</u>

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500
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Part I Basic Information

1 Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2017</u>			
2 Assets:			
a Market value	2a	<u>869998116</u>	
b Actuarial value	2b	<u>900487545</u>	
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	<u>7810</u>	<u>424139973</u>	<u>424139973</u>
b For terminated vested participants	<u>4656</u>	<u>107829171</u>	<u>107829171</u>
c For active participants	<u>4808</u>	<u>304362760</u>	<u>308810465</u>
d Total	<u>17274</u>	<u>836331904</u>	<u>840779609</u>
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	<u>5.86 %</u>	
6 Target normal cost	6	<u>12009842</u>	

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>10/01/2018</u>	Date
<u>MARGARET E. SMITH</u>	<u>17-08104</u>	Most recent enrollment number
Type or print name of actuary	<u>248-936-7700</u>	Telephone number (including area code)
<u>TOWERS WATSON DELAWARE INC.</u>		
Firm name		
<u>26555 EVERGREEN</u> <u>SUITE 1600</u> <u>SOUTHFIELD, MI 48076</u>		
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)	0	77129645
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	0	77129645
10 Interest on line 9 using prior year's actual return of <u>7.05</u> %	0	5437640
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		32587515
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>6.06</u> %		1974803
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		0
c Total available at beginning of current plan year to add to prefunding balance		34562318
d Portion of (c) to be added to prefunding balance		34562318
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)	0	117129603

Part III Funding Percentages

14 Funding target attainment percentage	14	93.17%
15 Adjusted funding target attainment percentage	15	107.10%
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	98.70%
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
09/12/2018	25000000	0			
Totals ▶			18(b)	25000000	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	22696793

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
0	0	0	0

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

21 Discount rate:				
a Segment rates:	1st segment: 4.16 %	2nd segment: 5.72 %	3rd segment: 6.48 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age.....				22 64
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	12009842	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment.....	57421667	9429325	
b Waiver amortization installment	0	0	
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		
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33).....	34	21439167	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	12225886	12225886
36 Additional cash requirement (line 34 minus line 35)	36	9213281	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	22696793	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	13483512	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	12225886	
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	0	
43 Excess installment acceleration amount to be carried over to future plan years	43	0	

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
		2017
		This Form is Open to Public Inspection.

For calendar plan year 2017 or fiscal plan year beginning **01/01/2017** and ending **12/31/2017**

A Name of plan OWENS CORNING MERGED RETIREMENT PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 OWENS CORNING	D Employer Identification Number (EIN) 43-2109021	

Part I	Service Provider Information (see instructions)
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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	
BRIDGEWATER ASSOCIATES, LP	ONE GLENDINNING PLACE WESTPORT, CT 06880

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation	
D.E. SHAW INVESTMENT MANAGEMENT LLC	
20-2455619	

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation	
EVANSTON CAPITAL MANAGEMENT, LLC	
30-0046847	

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation	
LIGHTHOUSE INVESTMENT PARTNERS, LLC	
20-3528185	

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

PRINCIPAL DIVERSIFIED REAL ESTATE

46-0743367

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

(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)

FIDELITY INVT INSTITUTIONAL OPS CO

04-3532603

(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	943334	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

RYAN LABS ASSET MANAGEMENT INC.

47-3503928

(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 51	NONE	377589	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

TOWERS WATSON DELAWARE INC.

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	369655	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)

WELLS CAPITAL MANAGEMENT

95-3692822

(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?
49 50 51 68 71	NONE	352876	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

PANAGORA ASSET MANAGEMENT

04-3063840

(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 51 68	NONE	330351	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

JPMORGAN CHASE BANK NA

13-4994650

(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?
21 27 28 50 68 99	NONE	254932	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)

WILSHIRE ASSOCIATES INCORPORATED

95-2755361

(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?
17 50	NONE	214000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

STANDISH MELLON ASSET MANAGEMENT

25-1890416

(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 51	NONE	179284	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

COPPER ROCK CAPITAL PARTNERS LLC

75-3179897

(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 51 71 68	NONE	169732	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)

NISA

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?
27 51	NONE	167960	Yes ☒ No ☐	Yes ☐ No ☒	0	Yes ☐ No ☒

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

COLUMBIA MGMNT INVTMNT ADVISERS LLC

41-1533211

(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 51 52 68	NONE	143953	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

OC SALES, LLC

43-2109021

(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?
14 50	AFFILIATE-PLAN SPONSOR	120910	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)

THREE PEAKS CAPITAL MANAGEMENT LLC

56-2355177

(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 51	NONE	116252	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

PENN CAPITAL MANAGEMENT COMPANY INC

22-2796848

(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 51 68	NONE	112768	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

WELLINGTON MANAGEMENT COMPANY LLP

04-2755549

(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 51 68	NONE	100825	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)

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 51 68	NONE	94660	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

GROOM LAW GROUP CHARTERED

52-1219029

(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	65812	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

BLACKROCK

13-3806691

(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?
21 24 28 50 51 68	NONE	61077	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)

NORTHERN TRUST CORPORATION

36-1561860

(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?
21 50	TRUSTEE	50000	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

MERCER HR CONSULTING

13-2834414

(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	30593	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

PLANTE MORAN PLLC

38-1357951

(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	NONE	25500	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)

INDEPENDENT INSURANCE

13-4206965

(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	10000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
JPMORGAN CHASE BANK NA	99	20152
(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.	
JPMORGAN INVESTMENT MANAGEMENT INC. 13-3200244	REVENUE SHARE ON MUTUAL FUNDS.	
(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 2017 This Form is Open to Public Inspection.
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

A Name of plan <u>OWENS CORNING MERGED 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>OWENS CORNING</u>	D Employer Identification Number (EIN) <u>43-2109021</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: <u>EAFE EQUITY INDEX FUND</u>			
b Name of sponsor of entity listed in (a): <u>BLACKROCK INSTITUTIONAL TRUST COMPANY NA</u>			
c EIN-PN <u>94-6596958-001</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>24283003</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RUSSELL 1000 INDEX FUND</u>			
b Name of sponsor of entity listed in (a): <u>BLACKROCK INSTITUTIONAL TRUST COMPANY NA</u>			
c EIN-PN <u>94-6589508-001</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>47443752</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>RUSSELL 2000 INDEX FUND</u>			
b Name of sponsor of entity listed in (a): <u>BLACKROCK INSTITUTIONAL TRUST COMPANY NA</u>			
c EIN-PN <u>94-3273839-001</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>17728160</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>US DEBT INDEX FUND E</u>			
b Name of sponsor of entity listed in (a): <u>BLACKROCK INSTITUTIONAL TRUST COMPANY NA</u>			
c EIN-PN <u>94-3149397-001</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>33813135</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>DE SHAW US BROAD MARKET CORE ALPHA</u>			
b Name of sponsor of entity listed in (a): <u>DE SHAW INVESTMENT MGT LLC</u>			
c EIN-PN <u>20-2455619-001</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>48480861</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>CF WELLS FARGO EMERGING MARKETS EQY</u>			
b Name of sponsor of entity listed in (a): <u>WELLS CAPITAL MANAGEMENT INC.</u>			
c EIN-PN <u>45-2081287-000</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>34409620</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>INVESCO BALANCED RISK COMMODITY TRU</u>			
b Name of sponsor of entity listed in (a): <u>INVESTCO ADVISERS, INC.</u>			
c EIN-PN <u>27-1980766-001</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>25979263</u>	

a Name of MTIA, CCT, PSA, or 103-12 IE: CORE COMMODITY MGMT FOUNDERS II CAY

b Name of sponsor of entity listed in (a): CORECOMMODITY MANAGEMENT, LLC

c EIN-PN 65-1211841-000	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 25219554
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a Name of MTIA, CCT, PSA, or 103-12 IE: LOOMIS SAYLES HIGH YIELD FULL DISC

b Name of sponsor of entity listed in (a): LOOMIS, SAYLES & CO, LP

c EIN-PN 20-8080381-003	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 24983141
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a Name of MTIA, CCT, PSA, or 103-12 IE: WEATHERLOW OFFSHORE FUND II LTD CLA

b Name of sponsor of entity listed in (a): EVANSTON CAPITAL MANAGEMENT, LLC

c EIN-PN 98-0464288-000	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 18654313
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a Name of MTIA, CCT, PSA, or 103-12 IE: LIGHTHOUSE GLOBAL LONG/SHORT FUND L

b Name of sponsor of entity listed in (a): LIGHTHOUSE INVESTMENT PARTNERS, LLC

c EIN-PN 20-3528185-000	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 17342191
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a Name of MTIA, CCT, PSA, or 103-12 IE: PRISMA SPECTRUM LTD E SERIES 2010

b Name of sponsor of entity listed in (a): PRISMA CAPITAL PARTNERS LP

c EIN-PN 13-2857105-000	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 16133043
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a Name of MTIA, CCT, PSA, or 103-12 IE: COLTV SHORT TERM INVT FUND

b Name of sponsor of entity listed in (a): NORTHERN TRUST INVESTMENTS INC.

c EIN-PN 45-6138589-084	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 12366371
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a Name of MTIA, CCT, PSA, or 103-12 IE: PRISMA SPECTRUM LTD E SERIES 2016

b Name of sponsor of entity listed in (a): PRISMA CAPITAL PARTNERS LP

c EIN-PN 13-2857105-000	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1069641
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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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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
		2017
		This Form is Open to Public Inspection

For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2017</u> and ending <u>12/31/2017</u>		
A Name of plan <u>OWENS CORNING MERGED 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>OWENS CORNING</u>	D Employer Identification Number (EIN) <u>43-2109021</u>	

Part I	Asset and Liability Statement
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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	<u>117678</u>	<u>185103</u>
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	<u>49930000</u>	<u>25000000</u>
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	<u>4729648</u>	<u>22829601</u>
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	<u>8558</u>	<u>2539237</u>
(2) U.S. Government securities.....	1c(2)	<u>82270013</u>	<u>102360573</u>
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	<u>23548190</u>	<u>27902778</u>
(B) All other.....	1c(3)(B)	<u>171188519</u>	<u>173397395</u>
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	<u>198678</u>	<u>0</u>
(B) Common	1c(4)(B)	<u>171433914</u>	<u>139732094</u>
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)	<u>172552628</u>	<u>347906048</u>
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)	<u>169793610</u>	<u>26960823</u>
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	<u>27760069</u>	<u>12321105</u>

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	873531505	881134757
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h	563768	1348816
i Acquisition indebtedness	1i		
j Other liabilities	1j	1510993	18597494
k Total liabilities (add all amounts in lines 1g through 1j)	1k	2074761	19946310
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	871456744	861188447

Part II Income and Expense Statement

- 2** Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	25213762	
(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)		25213762
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	16019	
(B) U.S. Government securities	2b(1)(B)	3393667	
(C) Corporate debt instruments	2b(1)(C)	8539056	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	1373571	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		13322313
(2) Dividends: (A) Preferred stock	2b(2)(A)	13363	
(B) Common stock	2b(2)(B)	3729386	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1245936	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		4988685
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	1436258633	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	1394774759	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		41483874
(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	29733665	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		29733665

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		30833416
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		1375036
c Other income	2c		37093
d Total income. Add all income amounts in column (b) and enter total.....	2d		146987844

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	77701399	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)	69313836	
(4) Total benefit payments. Add lines 2e(1) through (3).....	2e(4)		147015235
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)	1658899	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	2207327	
(4) Other	2i(4)	6374680	
(5) Total administrative expenses. Add lines 2i(1) through (4).....	2i(5)		10240906
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		157256141

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		-10268297
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: PLANTE & MORAN PLLC

(2) EIN: 38-1357951

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	
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	
e Was this plan covered by a fidelity bond?	X		25000000
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	
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	
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	
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		
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		
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	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)			
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.			

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

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
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 4062458. (See instructions.)

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 sections 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 2017 This Form is Open to Public Inspection.
For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017		
A Name of plan OWENS CORNING MERGED RETIREMENT PLAN		B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 OWENS CORNING		D Employer Identification Number (EIN) 43-2109021
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions		1 0
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 25-1442864		
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		3 524
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, see the Instructions for Form 5500.		
Schedule R (Form 5500) 2017 v. 170203		

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: 41.0% Investment-Grade Debt: 41.0% High-Yield Debt: 6.0% Real Estate: 0.0% Other: 12.0%

- 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):

Owens Corning Merged Retirement Plan

Financial Report
December 31, 2017

Owens Corning Merged Retirement Plan

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Independent Auditor's Report

To the Plan Administrator
Owens Corning Merged Retirement Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Owens Corning Merged Retirement Plan (the "Plan"), which comprise the statement of net assets available for benefits as of December 31, 2017 and 2016 and the related statement of changes in net assets available for 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits 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 (ERISA), the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified by JP Morgan Chase Bank, N.A. and The Northern Trust Company (collectively, the "Trustees"), except for comparing such information with the related information included in the financial statements. We have been informed by the plan administrator that the Trustees hold the Plan's investment assets and execute related transactions. The plan administrator has obtained certifications from the Trustees as of and for the years ended December 31, 2017 and 2016 that the information provided to the plan administrator 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 assets held at end of year as of December 31, 2017 and reportable transactions for the year ended December 31, 2017 are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA 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.

To the Plan Administrator
Owens Corning Merged Retirement Plan

Report on Form and Content in Compliance with DOL 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 Trustees, 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 ERISA.

Plante & Moreau, PLLC

Toledo, Ohio
October 11, 2018

Owens Corning Merged Retirement Plan

Statement of Net Assets Available for Benefits

December 31, 2017 and 2016		
	2017	2016
Assets		
Investments at fair value:		
Mutual funds	\$ 26,960,823	\$ 33,036,496
Common collective trust funds	246,225,998	155,876,847
U.S. government, state, and municipal securities	102,360,573	99,399,223
Corporate stocks	139,732,094	171,632,592
Corporate debt securities	201,300,173	194,736,709
Limited liability corporation	48,480,861	49,677,237
Collective investment trusts	-	25,753,742
Pooled investment funds	53,199,189	78,001,915
Interest-bearing cash	2,539,237	-
Other investments	12,321,105	10,639,418
Total investments at fair value	833,120,053	818,754,179
Contributions receivable	25,000,000	49,930,000
Annuity contracts refund receivable	1,420,164	-
Due from broker for securities sold	17,867,008	4,729,648
Accrued income	316,331	-
Accrued interest and dividends	3,226,098	-
Noninterest-bearing cash	185,103	117,678
Total assets	881,134,757	873,531,505
Liabilities		
Accrued liabilities	1,348,816	563,768
Due to broker for securities purchased	18,597,494	1,510,993
Total liabilities	19,946,310	2,074,761
Net Assets Available for Benefits	\$ 861,188,447	\$ 871,456,744

Owens Corning Merged Retirement Plan

Statement of Changes in Net Assets Available for Benefits

Years Ended December 31, 2017 and 2016

	2017	2016
Additions		
Employer contributions	\$ 25,213,762	\$ 49,930,000
Investment income:		
Interest and dividends	18,310,998	18,391,478
Net realized and unrealized gains on investments	103,463,084	39,302,958
Total investment income	121,774,082	57,694,436
Total additions	146,987,844	107,624,436
Deductions		
Benefits paid directly to participants or beneficiaries	77,701,399	81,233,886
Purchase of annuity contract (Note 2)	69,313,836	-
Administrative expenses	10,240,906	9,564,666
Total deductions	157,256,141	90,798,552
Net (Decrease) Increase	(10,268,297)	16,825,884
Net Assets Available for Benefits		
Beginning of year	871,456,744	854,630,860
End of year	<u><u>\$ 861,188,447</u></u>	<u><u>\$ 871,456,744</u></u>

December 31, 2017 and 2016

Note 1 - Plan Description

The following description of Owens Corning Merged Retirement Plan (the "Plan") provides only general information. Participants should refer to the plan agreement for a more complete description of the Plan's provisions.

General

The Owens Corning Merged Retirement Plan is a defined benefit plan created by a merger, effective January 1, 1996, of Owens Corning Hourly Employees' Retirement Plan, Owens Corning Retirement Benefits Plan, and Owens Corning Cash Balance Plan (formerly, Owens Corning Salaried Employees' Retirement Plan) (collectively, the "Prior Plans"). The Plan consists of three separate benefit structures (the "Benefit Part"), which continue with some minor modifications to the benefit structures contained in the Prior Plans. All contributions to the Plan are made by Owens Corning (the "Company"). JPMorgan Chase Bank, N.A. and The Northern Trust Company (collectively, the "Trustees") serve as trustees of the Plan as of December 31, 2017, and JPMorgan Chase Bank, N.A. serves as trustee of the Plan as of December 31, 2016. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Hourly Employees Retirement Plan Benefit Part

This Benefit Part covers certain designated groups of hourly employees of the Company and its participating affiliates. Hourly employees covered under this Benefit Part become participants in the Plan on January 1 or July 1 following completion of one year of employment in which the employee has at least 1,000 hours of vesting service.

Generally, all participants with five or more qualified years of service are eligible under this Benefit Part for the benefits described in the following paragraphs.

Normal retirement benefits consist of annuities payable monthly to all qualified participants who retire at or after age 65. At most locations, the amount of the annuity is equal to a fixed benefit level for the associated plant rate group multiplied by the total years of credited service. At certain locations, the normal monthly retirement benefits are equal to the greatest of:

1. The participant's accrued benefits as of December 31, 1994, plus a fixed-dollar benefit level for the associated plant rate group, multiplied by the years of credited service after December 31, 1994
2. A fixed-dollar benefit level for the associated plant rate group multiplied by the total years of credited service
3. \$15 times all years of credited service

Early retirement benefits are available to certain classes of participants with 10 or more years of vesting service who retire within 10 years of Social Security normal retirement age. With respect to other classes of participants, early retirement benefits are available to individuals who have attained at least age 55 and who have 10 or more years of vesting service. Depending upon age at retirement, these benefits vary from 65 percent to 100 percent of normal retirement benefits.

Benefit options upon retirement are available, which guarantee annuity payments for various periods and can provide for continued payments to designated survivors in the event of a participant's death. Participants may also elect a lump-sum distribution of benefits. For some participants, the lump-sum form is only payable on the portion of the benefit earned prior to 1995. Lump-sum distributions are valued using interest rates based on the annual rate of interest on 30-year Treasury securities and 1994 Group Annuity Reserving Tables.

December 31, 2017 and 2016

Note 1 - Plan Description (Continued)

Vested termination benefits are payable to qualified participants who terminate employment with the Company after five or more years of vesting service. The benefit is payable in the form of an annuity, which commences at age 65, or a reduced benefit is available after age 55. Participants may also elect a lump-sum distribution of benefits. For some participants, the lump-sum form is only payable on the portion of the benefit earned prior to 1995. Lump-sum distributions are calculated using interest rates and mortality tables prescribed by the Pension Benefit Guaranty Corporation (PBGC) and are actuarially reduced if paid prior to a certain age (which varies according to covered employee group).

Death, prior to retirement, of an active participant with at least five years of vesting service qualifies an eligible spouse or an orphan to receive an annuity equal to 50 percent of the accrued benefit at date of death, reduced by the appropriate early retirement factors.

The above descriptions are intended as general descriptions of the provisions under this Benefit Part of the Plan. Calculations of individual benefit levels require reference to specific benefit provisions.

Retirement Benefits Plan Benefit Part

This Benefit Part covers certain designated groups of hourly employees of the Company who are not covered under the Owens Corning Hourly Employees Retirement Plan Benefit Part described above. Employees covered under this Benefit Part become participants in the Plan on January 1 or July 1 following completion of one year of employment in which the employee has at least 1,000 hours of vesting service.

Generally, all participants with five or more qualified years of service are eligible under this Benefit Part for the benefits described in the following paragraphs.

Normal retirement benefits consist of annuities payable monthly to all qualified participants who retire on or after age 65. This Benefit Part provides a fixed-dollar benefit, with amounts varying by plant, for each year of service subsequent to December 31, 1976.

For married participants, unless otherwise elected, the actuarial equivalent of these same benefits is paid in the form of a reduced annuity for the life of the participant with a 50 percent survivor annuity payable to the participant's spouse, unless other options are chosen.

In the event of permanent and total disability, participants with five or more qualified years of service are eligible for disability benefits comparable to the normal retirement benefits described above.

Death, prior to retirement, of an active participant with at least five years of service qualifies an eligible spouse to receive an annuity when the participant would have reached age 65 equal to 50 percent of the accrued benefit at date of death.

Vested benefits are payable to qualified participants who terminate employment with the Company after five or more years of vesting service. The benefit is payable in the form of an annuity, which commences at age 65, and is computed in the same manner as the normal retirement benefit described above.

The above descriptions are intended as general descriptions of the provisions under this Benefit Part of the Plan. Calculations of individual benefit levels require reference to specific benefit provisions.

Cash Balance Plan Benefit Part

This Benefit Part covers substantially all salaried employees of the Company, as well as corporate hourly employees and certain other designated groups of hourly employees. Eligible employees become participants under this Benefit Part upon commencement of employment with the Company.

Participants hired after January 1, 2003 with five or more qualified years of service, or with three or more years of service for those hired prior to that date, are eligible under this Benefit Part for the benefits described in the following paragraphs.

December 31, 2017 and 2016

Note 1 - Plan Description (Continued)

Under this Benefit Part, a participant's accrued benefit is equal to the greater of: (i) his or her accrued benefit determined under the terms of the prior Owens Corning Salaried Employees' Retirement Plan as of December 31, 1995 (the "Grandfathered Benefit"), or (ii) the balance in his or her notional cash balance account. On and after December 31, 1995, no further benefits will accrue under the benefit formula contained in the prior Owens Corning Salaried Employees' Retirement Plan (the "Prior Formula"). Instead, certain credits will be made each month to participants' cash balance accounts, and these accounts will be credited with interest at a prescribed rate until payment of benefits commences. However, the Grandfathered Benefits of those participants who were at least age 40 and completed at least 10 years of vesting service as of the date their participation in the Cash Balance Plan Benefit Part began will be calculated as though the participants had continued to accrue benefits under the Prior Formula through the earlier of their termination of employment or the end of the five-year period after their participation in the Cash Balance Plan Benefit Part began. The vesting requirement for the Plan is three years.

Upon termination of employment, or at any time thereafter, participants are eligible for the higher of their Grandfathered Benefit (if applicable) or cash balance account in a single lump sum. Lump-sum distributions are valued using interest rates based on the annual rate of interest on 30-year Treasury securities and 1994 Group Annuity Reserving Tables. Also available are benefit options, which guarantee annuity payments for various periods and can provide for continued payments to designated survivors in the event of a participant's death. Distributions of a participant's Grandfathered Benefits will be actuarially reduced according to tables contained in the Plan if made prior to a certain age, which is dependent on the participant's year of birth.

The above descriptions are intended as general descriptions of the provisions under this Benefit Part of the Plan. Calculations of individual benefit levels require reference to specific benefit provisions.

On August 31, 2009, the Company elected to freeze additional pay and transition credits related to the Cash Balance Plan, which was effective as of January 1, 2010.

Contributions

The Company maintains a funding standard account with annual contributions to the Plan determined on an actuarial basis, but in no instance below the minimum required by Section 412 of the Internal Revenue Code. All contributions to the Plan are made by the Company. No voluntary employee contributions are allowed.

Funding Policy

The Company's policy is to fund at least the minimum amount required by the ERISA; however, the Company periodically makes discretionary contributions to meet certain business or pension funding strategies. The Company has met the ERISA minimum required contributions for the calendar years ended December 31, 2017 and 2016.

Party-in-interest Transactions

Certain plan assets are in investment funds managed by JPMorgan Chase Bank, N.A. and The Northern Trust Company or their affiliates. JPMorgan Chase Bank, N.A. and The Northern Trust Company are the Trustees of the Plan; therefore, these transactions qualify as party-in-interest transactions, as defined under ERISA guidelines.

Note 2 - Summary of Significant Accounting Policies

Investment Valuation

The Plan's investments are stated at fair value.

December 31, 2017 and 2016**Note 2 - Summary of Significant Accounting Policies (Continued)**

The common collective trust funds, limited liability corporation, pooled investment funds, and collective investment trusts are valued at net asset value per share (NAV) (or its equivalent) of the funds, which is based on the fair value of the funds' underlying assets. The U.S. government, state, municipal securities and corporate debt securities, and other investments are valued using quoted market prices and other market data for the same or comparable instruments and transactions in establishing the prices, discounted cash flow models, and other pricing models. These models are primarily industry-standard models that consider various assumptions, including time value and yield curve, as well as other relevant economic measures. The interest-bearing cash is valued at fair value based on its outstanding balance. All other investments are valued based on quoted market prices reported in active markets. See Note 7 for additional information.

Benefit Payments

Benefits are recorded when paid.

Administrative Expenses

The Company has elected, in accordance with the plan document, to have eligible administrative expenses paid by the Plan.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits are those future periodic payments that are attributable, under the Plan's provisions, to the service employees have rendered. These include benefits expected to be paid to:

- (a) Retired or terminated employees or their beneficiaries
- (b) Beneficiaries of employees who have died
- (c) Present employees or their beneficiaries

Actuarial Assumptions

The actuarial present value of accumulated plan benefits is determined by an actuary and is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money and probability of payment between the valuation date and the expected date of payment.

The significant actuarial assumptions used in the valuation of the Plan at December 31, 2016 are summarized as follows:

Actuarial cost method	Traditional unit credit
Assumed rate of return	6.75 percent per annum for 2016
Healthy Mortality	Base table: RP-2014 adjusted backward to 2006 with MP-2014; collar adjusted; single blended table of rates for annuitants and nonannuitants (based off annuitant table). Mortality improvement scale: Generational projections with modified MP-2016 scale (modifications to long-term rate: 0.75 percent from age 65 to 84 and 0.49 percent above age 84 grading down to 0.00 percent at age 115)
Disabled Mortality	Base table: same as healthy assumption, but using disabled base table without collar adjustments. Mortality improvement scale: same as healthy assumption
Lump-sum Mortality	Base table: same as healthy assumption, but using a unisex base table without collar adjustments. Mortality improvement scale: same as healthy assumption

December 31, 2017 and 2016

Note 2 - Summary of Significant Accounting Policies (Continued)

The foregoing actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results could differ from those estimates.

Risks and Uncertainties

Contributions to the Plan and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and participant demographics. Due to the changing nature of these assumptions, it is at least reasonably possible that changes in these assumptions will occur in the near term and, due to the uncertainties inherent in setting assumptions, that the effect of such changes could be material to the financial statements. Investment securities are exposed to various risks, such as interest rate, market, and credit risks. It is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the statement of net assets available for benefits.

Annuity Contract

In December 2017, the Plan purchased an annuity contract from Western-Southern Life Assurance Company (Western-Southern). Under the agreement, Western-Southern assumed the obligation to pay future pension benefits, starting December 18, 2017, for certain participants of the Plan whose monthly benefit amounts commenced prior to January 1, 2017 and were \$300 or less per month. The purchase price of the annuity contract was \$70,734,000. A refund was received in 2018 for \$1,420,164, and a receivable has been recorded as of December 31, 2017. The net amount is reported in the accompanying statement of changes in net assets available for benefits for the year ended December 31, 2017.

Subsequent Events

The financial statements and related disclosures include evaluation of events up through and including October 11, 2018, which is the date the financial statements were available to be issued.

Note 3 - Unaudited Information

In 2017, the Plan changed its trustee from JPMorgan Chase Bank, N.A. to The Northern Trust Company (collectively, the "Trustees"). The Trustees of the Plan held the Plan's investments and executed all investment transactions during the periods under audit. The investment balances and related investment results included in the accompanying financial statements, supplemental schedule of assets held at end of year, and supplemental schedule of reportable transactions are based solely on information certified by the Trustees.

December 31, 2017 and 2016**Note 4 - Accumulated Plan Benefits**

The actuarial present value of accumulated plan benefits is determined by consulting actuaries from Willis Towers Watson. The calculation of the accumulated plan benefits is attributable to participants in the Plan, which was made as of and for the year ended December 31, 2016, the most recent actuarial valuation, is as follows:

Actuarial present value of accumulated plan benefits:	
Vested benefits:	
Participants currently receiving benefit payments	\$ 399,251,897
Active participants	297,578,375
Deferred participants	<u>106,121,439</u>
Total vested benefits	802,951,711
Nonvested benefits	<u>2,818,004</u>
Total actuarial present value of accumulated plan benefits	<u><u>\$ 805,769,715</u></u>

A summary of significant changes in the actuarial present value of accumulated plan benefits during the year ended December 31, 2016 is as follows:

Actuarial present value of accumulated plan benefits - Beginning of year	\$ 813,773,016
Increase (decrease) during the year attributable to:	
Benefits accumulated	4,518,422
Actuarial gains	(644,783)
Interest due to the decrease in the discount period	54,437,215
Benefits paid	(81,233,886)
Changes in actuarial assumptions	<u>14,919,731</u>
Net decrease	<u>(8,003,301)</u>
Actuarial present value of accumulated plan benefits - End of year	<u><u>\$ 805,769,715</u></u>

Changes in assumption occurring during the year ended December 31, 2016 included a decrease in the discount rate from 7.00 percent to 6.75 percent, updating from the MP-2014 base table with mortality improvement based on the RP-2014 scale to the MP-2014 base table with RP-2016 mortality improvement scale, as well as updating of various rates and assumptions affecting the expected timing and amounts of benefits such as retirement rates, withdrawal rates, disability incidence assumptions, and form of payment assumptions.

In December 2017, the Plan purchased a group annuity contract from Western-Southern. The impact of the annuity purchase has not been reflected in the footnote disclosure of accumulated plan benefits as of December 31, 2016 or the statement of changes in accumulated plan benefits for the year then ended. See Note 2 for additional information.

December 31, 2017 and 2016

Note 5 - Plan Termination

Although it has not expressed any intention to do so, the Company has the right under the Plan to terminate the Plan. In the event the Plan terminates, the net assets of the Plan will be allocated, generally to provide the following benefits in the order indicated:

1. To provide for expenses of the Plan, including any expenses relating to the termination of the Plan
2. To provide for benefits to participants who were transferred into the Plan from another qualified plan of the sponsor within five years prior to the date of termination of the Plan to the extent they had assets representing their accrued benefits transferred into the Plan
3. To provide benefits to participants (and to spouses and beneficiaries of participants) who were eligible for benefits or who would have been eligible for benefits had they retired within three years prior to the termination of the Plan
4. To provide benefits to participants (and to spouses and beneficiaries of participants) who have retired or who are eligible to retire on the date of the termination of the Plan
5. To provide benefits to participants and former participants not eligible to retire, but who are eligible for deferred retirement benefits (as defined by the Plan)
6. To provide benefits to participants not included in the above paragraphs
7. Any excess remaining after the above allocation will revert to the plan sponsor, Owens Corning.

The PBGC insures certain benefits under the Plan if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits, and certain disability and survivors' 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, which is adjusted periodically, of the amount of an individual's monthly benefit that the PBGC guarantees.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide those benefits and may also depend on the level of benefits guaranteed by the PBGC.

Note 6 - Tax Status

The Plan obtained its latest determination letter on March 5, 2018, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code (IRC). The plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Note 7 - Fair Value Measurements

Accounting standards require certain assets and liabilities be reported at fair value in the financial statements and provide a framework for establishing that fair value. The framework for determining fair value is based on a hierarchy that prioritizes the valuation techniques and inputs used to measure fair value.

The following tables present information about the Plan's assets measured at fair value on a recurring basis at December 31, 2017 and 2016.

Fair values determined by Level 1 inputs use quoted prices in active markets for identical assets that the Plan has the ability to access.

December 31, 2017 and 2016

Note 7 - Fair Value Measurements (Continued)

Fair values determined by Level 2 inputs use other inputs that are observable, either directly or indirectly. These Level 2 inputs include quoted prices for similar assets in active markets, quoted prices for identical or similar assets in markets that are not active, and inputs other than quoted prices that are observable for the asset.

Level 3 inputs are unobservable inputs, including inputs that are available in situations where there is little, if any, market activity for the related asset. These Level 3 fair value measurements are based primarily on management's own estimates using pricing models, discounted cash flow methodologies, or similar techniques taking into account the characteristics of the asset.

In instances whereby inputs used to measure fair value fall into different levels of the fair value hierarchy, fair value measurements in their entirety are categorized based on the lowest level input that is significant to the valuation. The Plan's assessment of the significance of particular inputs to these fair value measurements requires judgment and considers factors specific to each asset.

In 2017, it was determined that investments classified as common commingled funds in 2016 should have been classified as pooled investment hedge funds. The investment was still determined to be valued based on NAV as a practical expedient for fair value. Accordingly, the 2016 statement of net assets and fair value hierarchy have been restated. The amount reclassified was approximately \$17.3 million.

In 2017, it was determined that investments classified as mutual funds in 2016 should have been classified as common collective trust funds. Accordingly, the 2016 statement of net assets available for benefits has been restated to classify these investments, and they are no longer leveled in the fair value hierarchy. The amount reclassified was approximately \$33 million.

In 2017, it was determined that investments classified as other investments valued at NAV as a practical expedient for fair value in 2016 should have been classified as other investments measured at fair value using Level 2 input from the fair value hierarchy. Accordingly, the 2016 statement of net assets available for benefits has been restated to classify these investments, and they are no longer valued at NAV as a practical expedient for fair value, but are leveled in the fair value hierarchy. The amount reclassified was approximately \$10.6 million.

Assets Measured at Fair Value on a Recurring Basis at December 31, 2017			
	Investments (at Fair Value)	Level 1	Level 2
U.S. government, state, and municipal and corporate debt securities	\$ 303,660,746	\$ -	\$ 303,660,746
Corporate stocks	139,732,094	139,732,094	-
Mutual funds	26,960,823	26,960,823	-
Interest-bearing cash	2,539,237	-	2,539,237
Other investments	12,321,105	-	12,321,105
Total	485,214,005	\$ 166,692,917	\$ 318,521,088
Investments measured at NAV:			
Common collective trust funds:			
Debt securities (1)	58,796,275		
Equity (2)	123,864,348		
Money market funds (3)	12,366,558		
Commodity funds (6)	51,198,817		
Limited liability corporation (4)	48,480,861		
Pooled investment fund - Hedge funds (5)	53,199,189		
Total investments at fair value	\$ 833,120,053		

Notes to Financial Statements

December 31, 2017 and 2016

Note 7 - Fair Value Measurements (Continued)

Assets Measured at Fair Value on a Recurring Basis at December 31, 2016			
	Investments (at Fair Value)	Level 1	Level 2
U.S. government, state, and municipal and corporate debt securities	\$ 294,135,932	\$ -	\$ 294,135,932
Corporate stocks	171,632,592	171,632,592	-
Mutual funds	33,036,496	33,036,496	-
Other investments	10,639,418	-	10,639,418
Total	509,444,438	\$ 204,669,088	\$ 304,775,350
Investments measured at NAV:			
Common collective trust funds:			
Debt securities (1)	25,673,630		
Equity (2)	130,203,217		
Limited liability corporation (4)	49,677,237		
Pooled investment fund:			
Equity (2)	43,045,729		
Hedge fund (5)	34,956,186		
Collective investment trust - Equity (2)	25,753,742		
Total investments at fair value	\$ 818,754,179		

- (1) This class represents investments in actively managed common collective trust funds that invest in a variety of fixed-income investments, which may include corporate bonds, both U.S. and non-U.S. municipal securities, and wrapper contracts.
- (2) This class represents investments in actively managed common collective trust funds, pooled investment funds, and collective investment trusts that invest in equity securities, which may include common stocks, options, and futures.
- (3) This class represents investments in an actively managed common collective trust fund that invests primarily in fixed-income securities, including, but not limited to, bonds, notes, or other investments, such as government securities, commercial paper, certificates of deposits, master notes, or variable amount notes, with the objective of providing high current income consistent with the preservation of capital and the maintenance of liquidity.
- (4) This class represents investments in an actively managed limited liability company with investments in both equity and debt securities. The investments may include common stock, corporate bonds, U.S. and non-U.S. municipal securities, interest rate swaps, options, and futures.
- (5) This class represents investments in an actively managed pooled investment hedge fund that invests primarily in equity securities.
- (6) This class represents investments in actively managed common collective trust funds that invest primarily in derivatives and other commodity-linked instruments whose performance is expected to correspond to the performance of the underlying commodity, without investing directly in the physical commodity.

There were no unfunded commitments or redemption restrictions on the investments described above.

The Plan's policy is to recognize transfers between levels of the fair value hierarchy as of the actual date of the event of change in circumstances that caused the transfer.

Owens Corning Merged Retirement Plan

Schedule of Reportable Transactions

Form 5500, Schedule H, Line 4j
 EIN 34-4323452, Plan No. 001
 Year Ended December 31, 2017

(a) Identity of Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net (Loss) Gain
Category (i) - A single transaction that amounts to more than 5 percent of the beginning value of total plan assets:						
Northern Trust	COLTV SHORT TERM INVT FD CUSIP - 195998AC3	\$ 49,923,195	\$ -	\$ 49,923,195	\$ 49,923,195	\$ -
Northern Trust	COLTV SHORT TERM INVT FD CUSIP - 195998AC3	-	70,734,000	70,734,000	70,734,000	-
JPMorgan Chase Bank, N.A.	JPMORGAN 100% US TREASURY SECS AGENCY MONTHLY VARIABLE 12/31/2049	50,148,392	-	50,148,392	50,148,392	-
JPMorgan Chase Bank, N.A.	JPMORGAN 100% US TREASURY SECS AGENCY MONTHLY VARIABLE 12/31/2049	-	47,399,716	47,399,716	47,399,716	-
Category (iii) - Series of Transactions by Issue in Excess of 5 percent:						
Northern Trust	COLTV SHORT TERM INVT FD CUSIP - 195998AC3:					
	Purchases - 99	137,340,264	-	137,340,264	137,340,264	-
	Sales - 88	-	124,973,893	124,973,893	124,973,893	-
Northern Trust	UTD STATES TREAS 3% DUE 05-15-2047 CUSIP - 912810RX8:					
	Purchases - 121	24,246,548	-	24,246,848	24,246,848	-
	Sales - 106	-	27,064,576	27,115,350	27,064,576	(50,774)
JPMorgan Chase Bank, N.A.	BLACKROCK U.S.DEBT INDEX FUND E:					
	Purchases - 10	42,750,000	-	42,750,000	42,750,000	-
	Sales - 13	-	40,510,000	40,403,208	40,510,000	106,792
JPMorgan Chase Bank, N.A.	COMMITMENT TO PURCHASE FUND -					
	Purchases - 2	50,000,000	-	50,000,000	50,000,000	-
JPMorgan Chase Bank, N.A.	JPMORGAN 100% US TREASURY SECS AGENCY MONTHLY VARIABLE 12/31/2049:					
	Purchases - 793	313,393,566	-	313,393,566	313,393,566	-
	Sales - 723	-	318,695,476	318,695,476	318,695,476	-

Owens Corning Merged Retirement Plan

Schedule of Reportable Transactions (Continued)

Form 5500, Schedule H, Line 4j
 EIN 34-4323452, Plan No. 001
 Year Ended December 31, 2017

(a) Identity of Party Involved	(b) Description of Asset	(c) Purchase Price	(d) Selling Price	(g) Cost of Asset	(h) Current Value of Asset on Transaction Date	(i) Net (Loss) Gain
JPMorgan Chase Bank, N.A.	UNITED STATES OF AMERICA BOND FIXED 3% 15/FEB/2047:					
	Purchases - 369	\$ 84,094,779	\$ -	\$ 84,094,779	\$ 84,094,779	\$ -
	Sales - 420	-	76,946,371	77,039,192	76,946,371	(92,821)
Category (iv) - A series of transactions with respect to securities with, or in conjunction with, a person if any prior to subsequent single transaction with such person, with respect to securities, amounts to more than 5 percent of the beginning value of total plan assets:						
JPMorgan Chase Bank, N.A.	928989326 JPMORGAN 100% US TREASURY SECS AGENCYMONTHLY VARIABLE 12/31/2049:					
	Purchases - 793	313,393,566	-	313,393,566	313,393,566	-
	Sales - 723	-	318,695,476	318,695,476	318,695,476	-

There were no Category (ii) reportable transactions during the year.

◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Non-Interest Bearing Cash - USD</i>			
AUD - Australian dollar	15,223.960	15,223.96	15,223.96
CAD - Canadian dollar	923.150	923.15	923.15
CHF - Swiss franc	2,477.530	2,477.53	2,477.53
DKK - Danish krone	-4.340	-4.34	-4.34
EUR - Euro	6,271.130	6,271.13	6,271.13
GBP - British pound sterling	15,111.070	15,111.07	15,111.07
HKD - Hong Kong dollar	1,783.220	1,783.22	1,783.22
ILS - New Israeli shekel	1,120.080	1,120.08	1,120.08
JPY - Japanese yen	1,562.360	1,562.36	1,562.36
KRW - South Korean won	1.940	1.94	1.94
NOK - Norwegian krone	388.750	388.75	388.75
SEK - Swedish krona	-3.690	-3.69	-3.69
USD - United States dollar	0.000	0.00	0.00
Total - all currencies		44,855.16	44,855.16
Total Non-Interest Bearing Cash - USD		44,855.16	44,855.16

Receivables - Other - USD

Pending foreign exchange purchases: United States dollar	0.000	34,156.47	34,156.47
Total - all currencies		34,156.47	34,156.47
Pending trade sales: United States dollar	0.000	17,735,381.44	17,735,381.44
Total - all currencies		17,735,381.44	17,735,381.44
Pending trade sales: Japanese yen	0.000	34,040.12	34,230.23

** All or a portion of this security participates in Securities Lending.

◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Receivables - Other - USD</i>			
Pending trade sales: United States dollar	0.000	40,032.43	40,032.43
Other Receivables: United States dollar	0.000	7,300,000.00	7,300,000.00
Total - all currencies		7,374,072.55	7,374,262.66
Total Receivables - Other - USD		25,143,610.46	25,143,800.57
<i>Interest Bearing Cash - USD</i>			
USD - United States dollar	2,539,236.400	2,539,236.40	2,539,236.40
Total - all currencies		2,539,236.40	2,539,236.40
Total Interest Bearing Cash - USD		2,539,236.40	2,539,236.40
<i>U.S. Government Securities</i>			
United States - USD			
FHLB BD 5.5 07-15-2036 CUSIP: 3133XGAY0	75,000.000	103,155.75	102,861.60
FHLMC DTD 10/25/2000 6.75 03-15-2031 CUSIP: 3134A4AA2	455,000.000	664,714.05	650,669.57
FHLMC MTN 6.25 07-15-2032 SEDOL: B86ZQC8	350,000.000	496,597.50	490,974.40
FNMA DTD 11/03/2000 6.625 11-15-2030 CUSIP: 31359MGK3	275,000.000	392,227.00	386,734.15
FNMA NT 5.625 07-15-2037 CUSIP: 31398AFD9	280,000.000	387,343.60	392,993.44
FNMA 7.25 05-15-2030 CUSIP: 31359MFP3	280,000.000	420,226.80	409,607.80
TENNESSEE VY AUTH GLOBAL PWR BD SER A 4.25% DUE 09-15-2065 REG SEDOL: BYTX2R8	150,000.000	169,876.50	177,337.80
TENNESSEE VY AUTH GLOBAL PWR BD 2009 SERC 5.25% DUE 09-15-2039 REG SEDOL: B4NTYJ8	200,000.000	261,558.00	269,775.60
UNITED STATES OF AMER TREAS BONDS DTD 02/15/2015 2.5% DUE 02-15-2045 REG SEDOL: BVVT273	6,640,000.000	6,292,841.40	6,330,044.80

** All or a portion of this security participates in Securities Lending.

◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
U.S. Government Securities			
United States - USD			
UNITED STATES TREAS BDS 2.25% DUE 08-15-2046 CUSIP: 912810RT7	2,215,000.000	1,891,039.75	1,998,085.05
UNITED STATES TREAS BDS 2.875% DUE 11-15-2046 CUSIP: 912810RU4	1,035,000.000	1,010,183.08	1,061,723.70
UNITED STATES TREAS BDS .. 3.125% DUE 11-15-2041 REG CUSIP: 912810QT8	575,000.000	653,560.87	618,147.43
UNITED STATES TREAS BDS BD 3.125% DUE 02-15-2043 REG SEDOL: B89T3Q0	255,000.000	273,367.97	273,955.68
UNITED STATES TREAS BDS BD 3.75% DUE 08-15-2041 REG SEDOL: BZ56WG7	5,860,000.000	6,577,941.85	6,944,328.55
UNITED STATES TREAS BDS DTD 00209 3.5% DUE 02-15-2039 REG CUSIP: 912810QA9	2,650,000.000	2,976,768.38	3,026,692.20
UNITED STATES TREAS BDS DTD 00246 3% DUE 11-15-2045 REG SEDOL: BYQP1M5	5,910,000.000	6,040,244.25	6,206,652.45
UNITED STATES TREAS BDS DTD 02/15/2006 4.5% DUE 02-15-2036 REG SEDOL: BSTJW18	2,785,000.000	3,576,984.94	3,585,361.66
UNITED STATES TREAS BDS DTD 11/15/2012 2.75% DUE 11-15-2042 REG CUSIP: 912810QY7	6,430,000.000	5,803,054.82	6,470,689.04
UNITED STATES TREAS BDS DTD 2.75% 08-15-2047 SEDOL: BF53YK6	8,173,000.000	8,109,247.26	8,183,216.25
UNITED STATES TREAS BDS DTD 2.75% 11-15-2047 SEDOL: BF92XY6	500,000.000	500,839.84	500,820.50
UNITED STATES TREAS BDS 0 DEB 15/02/2040USD1000 4.625 DUE 02-15-2040REG SEDOL: BZ56W90	4,305,000.000	5,773,267.30	5,724,810.53
UNITED STATES TREAS BDS 00202 4.75% DUE 02-15-2037 REG CUSIP: 912810PT9	3,180,000.000	4,274,924.05	4,236,481.86
UNITED STATES TREAS BDS 00245 2.875% DUE 08-15-2045 REG SEDOL: BYSJ1Z8	535,000.000	532,366.80	548,667.65
UNITED STATES TREAS BDS 2.875 DUE DUE 05-15-2043 CUSIP: 912810RB6	8,090,000.000	7,488,791.43	8,318,477.78
UNITED STATES TREAS BDS 3.125 DUE 08-15-2044 SEDOL: BPYD753	5,105,000.000	5,511,817.45	5,486,879.53
UNITED STATES TREAS BDS 3.375 05-15-2044REG SEDOL: BYQLTW9	300,000.000	335,232.12	336,644.40
UNITED STATES TREAS BDS 3.625 DUE 02-15-2044 TBOND SEDOL: BJT0ZCO	1,710,000.000	2,030,648.61	1,998,762.57

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>U.S. Government Securities</i>			
United States - USD			
UNITED STATES TREAS BDS 3.625 DUE 08-15-2043 SEDOL: BCZQWC2	4,015,000.000	4,690,498.06	4,685,942.64
UNITED STATES TREAS BDS 3.75 DUE 11-15-2043 REG SEDOL: BGK9QZ5	3,025,000.000	3,548,519.76	3,604,357.08
UNITED STATES TREAS BDS 3% DUE 11-15-2044 REG SEDOL: BSJWZQ3	655,000.000	667,222.84	687,980.56
UNITED STATES TREAS BDS 3% DUE 05-1 5-2045 SEDOL: BXC4FZ0	1,355,000.000	1,394,748.59	1,423,014.23
UNITED STATES TREAS BILLS 03-08-2018 SEDOL: BYZ6839	1,065,000.000	1,061,567.59	1,062,512.16
UNITED STATES TREAS BILLS T BILL 0% 03-22-2018 SEDOL: BD03742	3,000,000.000	2,989,724.58	2,991,081.00
UNITED STATES TREAS NTS DTD 2.25% 11-15-2027 SEDOL: BF92XX5	1,010,000.000	996,892.09	995,756.98
US TREAS BDS 0 TREAS NT 15/11/2039 USD1000 4.375 DUE 11-15-2039 REG SEDOL: BYQLV23	435,000.000	565,330.35	559,705.80
US TREAS BDS 4.375 DUE 05-15-2040 REG SEDOL: BZ56WC3	320,000.000	411,460.07	412,600.00
UTD STATES TREAS 3% DUE 05-15-2047 SEDOL: BF0T9Z9	990,000.000	1,043,373.30	1,040,853.33
Total United States - USD		89,918,158.60	92,195,199.77
Total U.S. Government Securities		89,918,158.60	92,195,199.77
<i>Corporate Debt Instruments - Preferred</i>			
Netherlands - USD			
SHELL INTL FIN B V 3.75% DUE 09-12-2046 CUSIP: 822582BY7	330,000.000	318,795.00	336,573.60
Total Netherlands - USD		318,795.00	336,573.60
Switzerland - USD			
NOVARTIS CAP CORP 4% DUE 11-20-2045 CUSIP: 66989HAK4	290,000.000	290,207.10	315,023.52
Total Switzerland - USD		290,207.10	315,023.52

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Preferred</i>			
United Kingdom - USD			
SHELL INTERNATIONAL FIN 4.375% DUE 05-11-2045 SEDOL: BXQ9DY6	1,540,000.000	1,585,077.25	1,731,534.42
Total United Kingdom - USD		1,585,077.25	1,731,534.42
United States - USD			
ACE INA HLDGS INC 4.35% DUE 11-03-2045 SEDOL: BYSRKF5	415,000.000	457,612.20	468,574.43
BERKSHIRE HATHAWAY 4.4% DUE 05-15-2042 SEDOL: B630666	195,000.000	211,740.75	219,740.04
BURL NORTHN SANTA 5.75% DUE 05-01-2040 SEDOL: B4PXK12	300,000.000	384,066.00	390,911.10
CAROLINA PWR & LT 4.1 DUE 05-15-2042 SEDOL: B88N0G2	120,000.000	126,631.20	129,958.80
DISNEY WALT CO NEW 4.125 DUE 06-01-2044 CUSIP: 25468PDB9	575,000.000	587,334.59	620,986.78
DTE ELEC CO 3.7% DUE 06-01-2046 CUSIP: 23338VAF3	960,000.000	963,579.24	992,320.32
DUKE ENERGY PROGRESS LLC 3.6% 09-15-2047 CUSIP: 26442UAE4	646,000.000	640,515.80	647,610.48
DUKE ENERGY 4 DUE 09-30-2042 SEDOL: B8GF9H4	145,000.000	151,229.85	154,701.66
DUKE ENERGY 4.375% DUE 03-30-2044 CUSIP: 26442RAB7	835,000.000	867,605.33	948,901.52
GEN ELEC CAP CORP 6.15% DUE 08-07-2037 SEDOL: BCZSZ30	135,000.000	180,900.00	178,285.73
GENERAL ELEC CO 4.125% DUE 10-09-2042 SEDOL: B7T4807	55,000.000	57,244.00	57,618.06
GENERAL ELEC CO 4.5% DUE 03-11-2044 SEDOL: BKRVHN7	420,000.000	460,335.30	465,263.40
GRAINGER W W INC 4.2% DUE 05-15-2047 SEDOL: BYQMTX3	310,000.000	324,387.10	322,000.41
HOME DEPOT INC 4.25% DUE 04-01-2046 CUSIP: 437076BH4	1,245,000.000	1,272,612.73	1,390,411.02
HOME DEPOT INC 4.4 DUE 03-15-2045 REG SEDOL: BR30BC4	85,000.000	93,648.75	96,259.44
HOME DEPOT INC 5.4% DUE 09-15-2040 SEDOL: B3LQNX1	135,000.000	168,953.85	171,939.38

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Preferred</i>			
United States - USD			
HSBC BK USA N A GLOBAL MEDIUM TERM SUB BNT 5.625 DUE 08-15-2035 SEDOL: BG48WF0	105,000.000	127,515.15	132,339.38
INTERNATIONAL BUSINESS MACHS CORP 4 NTS DUE 06-20-2042 USD1000 SEDOL: B8J5PR3	95,000.000	95,380.00	100,606.71
JOHNSON & JOHNSON 4.375 DUE 12-05-2033 CUSIP: 478160BJ2	830,000.000	922,165.65	946,294.62
JOHNSON & JOHNSON 4.5 DUE 12-05-2043 SEDOL: BH7HX69	70,000.000	80,950.10	81,759.79
MEDTRONIC INC 4.375% DUE 03-15-2035 CUSIP: 585055BT2	1,465,000.000	1,621,496.05	1,651,515.01
MEDTRONIC INC 4.625% DUE 03-15-2045 SEDOL: BYMLDL0	225,000.000	256,145.20	262,136.70
NEVADA PWR CO 6.65% DUE 04-01-2036 SEDOL: B1G2SS0	100,000.000	136,760.00	138,976.10
NIKE INC 3.375% DUE 11-01-2046 SEDOL: BD5FYV9	1,270,000.000	1,190,642.80	1,224,796.90
NORTHERN STS PWR CO MINN 3.6% 09-15-2047 SEDOL: BD72XQ6	235,000.000	232,657.05	239,122.14
ORACLE CORP 4.125% DUE 05-15-2045 SEDOL: BWTM334	120,000.000	123,324.00	129,424.20
ORACLE CORP 4.375% DUE 05-15-2055 SEDOL: BWTM356	130,000.000	139,508.20	145,303.73
ORACLE CORP 5.375 DUE 07-15-2040 SEDOL: B7FNML7	365,000.000	448,804.00	461,479.36
PACIFICORP 6% DUE 01-15-2039 SEDOL: B3KTPK2	90,000.000	120,164.40	120,939.39
PEPSICO INC 3.45% DUE 10-06-2046 SEDOL: BD3VCR1	125,000.000	119,562.50	121,266.63
PEPSICO INC 4.45% DUE 04-14-2046 CUSIP: 713448DD7	505,000.000	541,773.07	573,851.70
PHILIP MORRIS INTERNATIONAL INC 3.875 BDS DUE 08-21-2042 USD1000 SEDOL: B90G0K0	245,000.000	238,701.05	244,334.09
POTOMAC ELEC PWR 4.15% DUE 03-15-2043 SEDOL: B95XX07	1,555,000.000	1,627,722.60	1,695,460.04
PROGRESSIVE CORP OH 4.125% DUE 04-15-2047 REG SEDOL: BDR0683	1,370,000.000	1,409,290.01	1,479,583.56

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Preferred</i>			
United States - USD			
PUB SVC ELEC & GAS 3.6% DUE 12-01-2047 SEDOL: BD1DFD6	340,000.000	341,059.40	348,137.90
PUBLIC SVC COLORADO 3.8% 06-15-2047 SEDOL: BDFZC71	225,000.000	230,197.50	235,943.55
SIMON PPTY GROUP L 3.375% DUE 12-01-2027 CUSIP: 828807DE4	140,000.000	138,899.60	140,648.48
SOUTHERN CALIF EDISON CO 4.65 DUE 10-01-2043 CUSIP: 842400FZ1	485,000.000	579,315.26	568,403.51
SOUTHN CAL GAS 3.75 DUE 09-15-2042 SEDOL: B8DRYG7	150,000.000	153,847.50	156,507.75
SOUTHWESTERN PUBLIC SERVICE 08-09-2017 3.7% DUE 08-15-2047 BEO SEDOL: BD93QB3	160,000.000	159,080.00	163,725.28
SOUTHWESTN PUB SVC 4.5% DUE 08-15-2041 CUSIP: 845743BN2	1,190,000.000	1,280,552.63	1,358,458.78
SPCL1 GEN ELEC CAP CORP 5.875% DUE 01-14-2038 SEDOL: B2NJ7Z1	122,000.000	158,568.21	157,768.69
TRAVELERS COS INC 3.75% DUE 05-15-2046 SEDOL: BD8BSC3	55,000.000	54,217.35	56,121.56
TRAVELERS COS INC 4% DUE 05-30-2047 SEDOL: BDS6RM1	340,000.000	353,253.20	362,046.62
UNION ELECTRIC COMPANY 3.65% DUE 04-15-2045 SEDOL: BYV3C43	275,000.000	273,135.50	280,017.38
UNION PAC CORP 4.25% DUE 04-15-2043 SEDOL: B8Q73Y5	55,000.000	59,772.90	60,314.21
UNITEDHEALTH GROUP 3.75% 10-15-2047 SEDOL: BYZLN95	100,000.000	99,076.00	102,026.80
UNITEDHEALTH GROUP 3.95 DUE 10-15-2042 SEDOL: BBNBGG4	100,000.000	103,398.00	103,943.20
UNITEDHEALTH GROUP 4.75% DUE 07-15-2045 CUSIP: 91324PCR1	1,405,000.000	1,498,042.85	1,659,591.62
UNITEDHEALTH GROUP 6.875% DUE 02-15-2038 SEDOL: BG49598	155,000.000	222,569.15	224,815.88
VISA INC 4.3% DUE 12-14-2045 SEDOL: BYPHFN1	623,000.000	684,861.90	708,930.39
WA GAS LT CO 3.796% DUE 09-15-2046 SEDOL: BDHDQP9	120,000.000	118,233.60	123,143.28

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Preferred</i>			
United States - USD			
WELLS FARGO & CO 3.9% DUE 05-01-2045 CUSIP: 94974BGK0	1,545,000.000	1,521,298.46	1,602,514.17
WESTAR ENERGY INC 4.125 DUE 03-01-2042 SEDOL: B744PD4	95,000.000	101,804.85	101,914.48
Total United States - USD		24,512,142.38	25,519,646.15
Total Corporate Debt Instruments - Preferred		26,706,221.73	27,902,777.69
<i>Corporate Debt Instruments - Other</i>			
Australia - USD			
BARRICK PD 5.95% DUE 10-15-2039 SEDOL: BG48MX8	160,000.000	195,276.30	199,592.00
PVTPL COMMONWEALTH BANK AUST 3.9% 07-12-2047 SEDOL: BF550C6	105,000.000	104,594.70	107,337.41
WESTPAC BKG CORP 4.322% DUE 11-23-2031 CUSIP: 961214DF7	1,444,000.000	1,474,313.89	1,487,770.53
Total Australia - USD		1,774,184.89	1,794,699.94
Belgium - USD			
ANHEUSER BUSCH INC 4.439% DUE 10-06-2048 SEDOL: BF7MH35	610,000.000	652,405.30	664,525.46
ANHEUSER-BUSCH 4.7% DUE 02-01-2036 CUSIP: 035242AM8	570,000.000	632,226.70	637,344.93
ANHEUSER-BUSCH 4.9% DUE 02-01-2046 SEDOL: BYMLGZ5	1,985,000.000	2,125,169.79	2,300,593.17
Total Belgium - USD		3,409,801.79	3,602,463.56
Brazil - USD			
VALE OVERSEAS LTD 6.875% DUE 11-21-2036 SEDOL: B1HMKF0	485,000.000	553,365.91	594,125.00
VALE OVERSEAS LTD 8.25% DUE 01-17-2034 SEDOL: 2317935	30,000.000	38,700.00	39,637.50
VALE S A 5.625% DUE 09-11-2042 SEDOL: B4M6ZX1	315,000.000	317,071.25	344,925.00

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
Brazil - USD			
Total Brazil - USD		909,137.16	978,687.50
Canada - USD			
ALIMENTATION 3.55% DUE 07-26-2027 CUSIP: 01626PAH9	275,000.000	277,081.75	274,745.35
BARRICK GOLD CORP 5.25% DUE 04-01-2042 SEDOL: B8L1XS6	40,000.000	46,180.00	46,116.00
BARRICK N AMER FIN 5.7% DUE 05-30-2041 SEDOL: B4TYCN7	55,000.000	66,190.20	67,581.03
BURLINGTON RES FIN CO 7.2 DUE 08-15-2031/08-14-2031 BEO CUSIP: 12201PAB2	470,000.000	638,391.87	644,005.28
CDN NAT RES LTD 5.85% DUE 02-01-2035 SEDOL: B04SDS8	60,000.000	66,961.80	70,337.70
MANULIFE FINL CORP 4.061% DUE 02-24-2032 CUSIP: 56501RAE6	770,000.000	774,779.04	775,808.88
METHANEX CORP 5.65% DUE 12-01-2044 CUSIP: 59151KAJ7	70,000.000	72,499.70	72,739.24
PETRO-CDA 6.8% DUE 05-15-2038 SEDOL: B2RJ2C9	275,000.000	364,496.00	379,014.08
PVTPL COTT HLDGS INC SR 5.5% DUE 04-01-2025 BEO CUSIP: 221644AA5	245,000.000	251,375.00	251,737.50
PVTPL RITCHIE BROS AUCTIONEERS INC 144A 5.375% DUE 01-15-2025 CUSIP: 767744AA3	135,000.000	136,125.00	139,387.50
TRANSALTA CORP 6.5% DUE 03-15-2040 SEDOL: B640X20	180,000.000	177,562.80	178,650.00
Total Canada - USD		2,871,643.16	2,900,122.56
Chile - USD			
PVPTL CELULOSA ARAUCO Y CONSTITUCION S A 11-02-2027 CUSIP: 151191BA0	435,000.000	429,427.68	432,020.25
Total Chile - USD		429,427.68	432,020.25
China - USD			
ALIBABA GROUP HLDG 3.4% DUE 12-06-2027 CUSIP: 01609WAT9	1,080,000.000	1,074,203.60	1,079,727.84

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Debt Instruments - Other			
China - USD			
Total China - USD		1,074,203.60	1,079,727.84
France - USD			
EDF S A 4.95% DUE 10-13-2045 CUSIP: 268317AQ7	1,340,000.000	1,505,757.80	1,520,341.22
ORANGE NT STEP UP 03-01-2031 02-28-2031 SEDOL: B2PPTQ2	135,000.000	205,760.25	202,539.83
PVTPL AIRBUS GROUP 3.95% 04-10-2047 CUSIP: 009279AC4	90,000.000	93,385.62	95,930.28
PVTPL EDF S A NT 6 DUE 01-22-2114 BEO CUSIP: 268317AL8	40,000.000	43,814.40	44,662.08
Total France - USD		1,848,718.07	1,863,473.41
Germany - USD			
DEUTSCHE TELEKOM STEP CPN 8.75% DUE 06-15-2030 SEDOL: B1S7195	80,000.000	120,250.40	118,367.28
Total Germany - USD		120,250.40	118,367.28
Italy - USD			
PVTPL ENEL FIN INTL N V NT 4.75% DUE 05-25-2047 CUSIP: 29278GAC2	720,000.000	752,410.33	779,595.84
Total Italy - USD		752,410.33	779,595.84
Mexico - USD			
AMER MOVIL SAB DE CV 6.125% 03-30-2040 SEDOL: B8C3GC6	85,000.000	104,773.55	108,010.44
COCA-COLA FEMSA S A B DE C V 5.25 DUE 11-26-2043 SEDOL: BJ4G4H1	90,000.000	104,843.70	106,616.79
FOMENTO ECONOMICO 4.375% DUE 05-10-2043 SEDOL: BFPMGV8	120,000.000	123,802.70	126,375.48
Total Mexico - USD		333,419.95	341,002.71

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Debt Instruments - Other			
Netherlands - USD			
DEUTSCHE TELEKOM 9.25% DUE 06-01-2032 SEDOL: 2952767	205,000.000	326,310.80	321,963.16
Total Netherlands - USD		326,310.80	321,963.16
New Zealand - USD			
GENESIS ENERGY L P/GENESIS ENERGY FIN 6.5% 10-01-2025 CUSIP: 37185LAJ1	122,000.000	122,000.00	123,830.00
Total New Zealand - USD		122,000.00	123,830.00
Norway - USD			
STATOIL ASA 5.1 DUE 08-17-2040 SEDOL: B522X65	185,000.000	215,185.35	223,053.21
Total Norway - USD		215,185.35	223,053.21
Peru - USD			
SOUTHN COPPER CORP 5.25% DUE 11-08-2042 SEDOL: B8FM8R9	130,000.000	139,415.00	145,213.77
SOUTHN COPPER CORP 5.875% DUE 04-23-2045 SEDOL: BWXV3J3	325,000.000	381,310.10	392,547.03
SOUTHN COPPER CORP 7.5% DUE 07-27-2035 SEDOL: B8Q7066	20,000.000	27,358.80	27,180.60
SOUTHN COPPER 6.75% DUE 04-16-2040 SEDOL: B806KL4	45,000.000	58,693.05	58,667.94
Total Peru - USD		606,776.95	623,609.34
Spain - USD			
BANCO SANTANDER S FIXED 5.179% DUE 11-19-2025 CUSIP: 80281TAE8	1,020,000.000	1,033,701.20	1,101,595.92
TELEFONICA EMISIONES S A U 5.213% 03-08-2047 REG SEDOL: BYWMQF8	1,135,000.000	1,214,997.75	1,288,055.89
Total Spain - USD		2,248,698.95	2,389,651.81

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Debt Instruments - Other			
Switzerland - USD			
GLENCORE FDG LLC 4% DUE 03-27-2027 CUSIP: 378272AN8	1,410,000.000	1,390,893.80	1,415,665.38
Total Switzerland - USD		1,390,893.80	1,415,665.38
United Kingdom - USD			
AON PLC 4.6% DUE 06-14-2044 SEDOL: BN40JL0	150,000.000	159,864.00	163,638.30
ASTRAZENECA PLC 4.375% DUE 11-16-2045 SEDOL: BYQNQH9	120,000.000	130,900.80	130,541.04
B A T CAP CORP 4.54% DUE 08-15-2047 CUSIP: 05526DBE4	605,000.000	615,543.92	637,009.34
BARCLAYS PLC 4.95% DUE 01-10-2047 SEDOL: BD72S38	300,000.000	324,643.41	332,899.50
HSBC HLDGS PLC 4.041% 03-13-2028 SEDOL: BF243H2	210,000.000	218,771.70	218,849.40
HSBC HLDGS PLC 6.5% DUE 09-15-2037 SEDOL: BFN0JF9	230,000.000	303,963.90	302,468.63
PVTPL BAT CAPITAL CORP 4.39% DUE 08-15-2037 CUSIP: 05526DBC8	230,000.000	230,000.00	241,523.69
SANTANDER UK GROUP 3.823% DUE 11-03-2028 SEDOL: BF5R442	190,000.000	189,513.60	190,440.80
Total United Kingdom - USD		2,173,201.33	2,217,370.70
United States - USD			
ABBOTT LABS 3.75% DUE 11-30-2026 SEDOL: BYQHX36	260,000.000	268,216.00	266,985.16
ABBOTT LABS 4.75% DUE 11-30-2036 SEDOL: BYVQ5V0	290,000.000	318,290.66	325,844.29
ABBOTT LABS 4.9% DUE 11-30-2046 SEDOL: BYQHX58	300,000.000	332,721.00	343,949.10
ABBVIE INC FIXED 4.5% DUE 05-14-2035 SEDOL: BXDZFY1	265,000.000	280,624.40	291,060.63
ABBVIE INC 4.3% DUE 05-14-2036 SEDOL: BYP8MR7	1,405,000.000	1,413,865.85	1,505,496.84
ABBVIE INC 4.4% DUE 11-06-2042 SEDOL: BCZM189	100,000.000	105,122.00	107,214.60

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
ACTAVIS FDG SCS 4.55% DUE 03-15-2035 SEDOL: BWDBND7	335,000.000	359,471.75	354,485.61
ACTAVIS FDG SCS 4.75% DUE 03-15-2045 SEDOL: BWDBNG0	165,000.000	174,392.43	175,651.74
ACTAVIS FDG SCS 4.85% DUE 06-15-2044 SEDOL: BT6T3K4	100,000.000	109,493.00	107,042.50
ADT CORP 4.125 DUE 06-15-2023 CUSIP: 00101JAH9	180,000.000	170,425.00	180,000.00
AECOM 5.125% DUE 03-15-2027 CUSIP: 00774CAB3	150,000.000	154,125.00	152,797.50
AECOM 5.875% DUE 10-15-2024 CUSIP: 00766TAD2	280,000.000	298,700.00	303,296.00
AGL CAP CORP 4.4% DUE 06-01-2043 SEDOL: B98CZ49	110,000.000	114,250.40	117,008.21
ALABAMA POWER CO 3.7% 12-01-2047 SEDOL: BZ4F287	135,000.000	134,825.85	137,815.43
ALABAMA PWR CO 3.75% DUE 03-01-2045 SEDOL: BYZ5H95	90,000.000	90,271.80	92,245.14
ALABAMA PWR CO 3.85% DUE 12-01-2042 SEDOL: B905R28	151,000.000	150,291.81	155,915.35
ALABAMA PWR CO 4.3% DUE 01-02-2046 CUSIP: 010392FP8	1,150,000.000	1,194,848.86	1,284,438.45
ALLSTATE CORP 4.2% DUE 12-15-2046 SEDOL: BDSFRM8	1,540,000.000	1,592,644.25	1,680,263.20
ALLSTATE CORP 4.5% DUE 06-15-2043 SEDOL: BBG7S30	60,000.000	66,531.00	67,829.10
ALTRIA GROUP INC 3.875% DUE 09-16-2046 SEDOL: BD91617	335,000.000	325,193.21	332,424.19
ALTRIA GROUP INC 4.25% DUE 08-09-2042 SEDOL: B8K84P2	245,000.000	256,372.90	257,122.60
ALTRIA GROUP INC 4.5% DUE 05-02-2043 SEDOL: B7ZKNH1	120,000.000	128,554.80	130,389.60
AMAZON COM INC 4.05% DUE 08-22-2047 SEDOL: BD5KBP7	135,000.000	138,239.24	145,491.80
AMAZON COM INC 4.25% DUE 08-22-2057 SEDOL: BD5KBM4	115,000.000	119,179.10	125,452.81

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
AMEREN ILL CO 3.7% 12-01-2047 SEDOL: BDR0F08	1,180,000.000	1,173,872.80	1,207,399.60
AMERN GREETINGS 7.875% DUE 02-15-2025 CUSIP: 026375AQ8	240,000.000	245,139.26	259,200.00
AMERN INTL GROUP 4.375% DUE 01-15-2055 SEDOL: BVCJNG8	125,000.000	121,716.25	127,316.38
AMERN INTL GROUP 4.5% DUE 07-16-2044 SEDOL: BP8G1N4	145,000.000	150,401.63	156,179.79
AMERN INTL GROUP 6.25% DUE 05-01-2036 SEDOL: B1CYG08	90,000.000	114,463.80	116,167.68
AMERN INTL GROUP 8.175% DUE 05-15-2068 SEDOL: B606MS1	100,000.000	136,059.00	136,000.00
AMERN WTR CAP CORP 3.75% DUE 09-01-2047 SEDOL: BDF0M54	140,000.000	139,570.20	144,462.22
AMGEN INC 4.95% DUE 10-01-2041 CUSIP: 031162BE9	215,000.000	237,514.80	249,194.03
AMGEN INC 5.15% DUE 11-15-2041 SEDOL: B76M525	90,000.000	103,784.40	108,009.54
ANADARKO PETE CO 6.2% DUE 03-15-2040 SEDOL: B665LR4	320,000.000	366,822.40	388,016.96
ANADARKO PETE CORP 0% DUE 10-10-2036 SEDOL: BH86FD6	500,000.000	209,375.00	214,275.00
ANADARKO PETE CORP 6.45% DUE 09-15-2036 SEDOL: B1FGZM6	235,000.000	278,676.60	287,830.82
ANDEAVOR LOGISTICS LP/CORP 5.2% 12-01-2047 SEDOL: BDR0F19	65,000.000	64,784.20	67,792.14
ANTERO MIDSTREAM PARTNERS LP/5.375% 09-15-2024 CUSIP: 03690AAC0	200,000.000	207,850.00	206,000.00
ANTHEM INC 3.65% 12-01-2027 SEDOL: BFMCM2P7	935,000.000	936,874.67	953,071.68
ANTHEM INC 4.375% 12-01-2047 SEDOL: BFMCM2M4	740,000.000	751,262.39	786,799.08
APACHE CORP FIXED 4.25% DUE 01-15-2044 SEDOL: BLNMSB6	105,000.000	98,484.75	101,721.27
APACHE CORP 5.1% DUE 09-01-2040 SEDOL: B58CQJ3	270,000.000	282,425.40	287,653.95

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
APPLE INC FIXED 3.75% 11-13-2047 CUSIP: 037833DG2	460,000.000	451,258.01	473,110.92
APPLE INC 3.75% DUE 09-12-2047 SEDOL: BF58H35	140,000.000	139,200.60	143,471.86
APPLE INC 3.85% DUE 05-04-2043 CUSIP: 037833AL4	240,000.000	243,210.57	249,349.92
APPLE INC 3.85% DUE 08-04-2046 SEDOL: BDCWVV9	365,000.000	368,720.65	380,391.69
APPLE INC 4.65% DUE 02-23-2046 CUSIP: 037833BX7	255,000.000	290,098.20	298,613.93
APX GROUP INC 8.75% DUE 12-01-2020 CUSIP: 00213MAD6	385,000.000	400,118.75	392,700.00
ARAMARK SVCS INC 5.125% DUE 01-15-2024 CUSIP: 038522AK4	140,000.000	145,835.87	146,930.00
ARIZONA PUB SVC CO 3.75% DUE 05-15-2046 SEDOL: BYZJJZ7	330,000.000	325,343.70	339,822.78
ASBURY AUTOMOTIVE 6% DUE 12-15-2024 CUSIP: 043436AN4	235,000.000	242,525.00	244,682.00
ASCENSION HLTH 3.945% DUE 11-15-2046 SEDOL: BYYXY44	130,000.000	134,448.30	137,459.40
ASCENSION HLTH 4.847% DUE 11-15-2053 SEDOL: BBMSWS0	80,000.000	91,920.00	93,311.12
AT&T INC 4.35% DUE 06-15-2045 CUSIP: 00206RBK7	540,000.000	465,142.81	498,204.54
AT&T INC 4.5% DUE 03-09-2048 SEDOL: BD3HCY6	805,000.000	749,094.19	754,269.71
AT&T INC 4.5% DUE 05-15-2035 CUSIP: 00206RCP5	970,000.000	946,002.97	964,244.02
AT&T INC 4.55% DUE 03-09-2049 SEDOL: BD3HCX5	705,000.000	670,562.03	663,530.49
AT&T INC 4.75% DUE 05-15-2046 SEDOL: BX2H2X6	115,000.000	110,597.05	112,475.41
AT&T INC 4.8% DUE 06-15-2044 SEDOL: BN8KPY1	225,000.000	220,855.50	222,543.23
AT&T INC 4.9% DUE 08-14-2037 CUSIP: 00206REN8	875,000.000	876,127.65	886,020.63

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
AT&T INC 5.15% DUE 02-14-2050 SEDOL: BD9MM78	890,000.000	881,836.60	901,092.96
AT&T INC 5.15% DUE 03-15-2042 SEDOL: BYY3Z96	470,000.000	479,715.67	487,657.43
AT&T INC 5.25% DUE 03-01-2037 CUSIP: 00206RDR0	295,000.000	300,056.30	311,999.08
AT&T INC 5.3% DUE 08-14-2058 CUSIP: 00206REQ1	450,000.000	448,947.00	451,476.45
AUTOZONE INC 3.125% DUE 04-21-2026 SEDOL: BD39B78	105,000.000	101,441.55	102,270.42
B & G FOODS INC 5.25% DUE 04-01-2025 CUSIP: 05508RAE6	62,000.000	62,620.00	63,063.30
BALT GAS & ELEC CO 6.35% DUE 10-01-2036 SEDOL: B23WTP4	60,000.000	80,402.40	79,964.82
BALTIMORE GAS & ELEC CO 3.75% DUE 08-15-2047 SEDOL: BD3CWY1	90,000.000	89,279.10	92,208.96
BANK AMER CORP BNDS 4.443% 01-20-2048 SEDOL: BYMX8C2	65,000.000	69,435.60	73,252.21
BANK AMER CORP FLTG RT 4.244% DUE 04-24-2038 SEDOL: BYWC0C3	235,000.000	244,696.43	254,864.79
BANK AMER CORP 3.419% DUE 12-20-2028 SEDOL: BFMJBZ1	255,000.000	253,056.90	255,054.83
BANK AMER CORP 5% DUE 01-21-2044 SEDOL: BJ7B592	160,000.000	184,600.65	193,276.80
BAXALTA INC 5.25% DUE 06-23-2045 SEDOL: BD4F5R3	205,000.000	237,654.26	238,913.15
BED BATH & BEYOND 5.165% DUE 08-01-2044 CUSIP: 075896AC4	230,000.000	204,518.30	202,320.88
BERRY PLASTICS 5.125% DUE 07-15-2023 CUSIP: 085790AY9	205,000.000	210,235.54	213,200.00
BLUELINE RENT FIN 9.25% DUE 03-15-2024 CUSIP: 09628UAA4	210,000.000	218,537.50	224,175.00
BOARDWALK PIPELINES LP 4.45% 07-15-2027 CUSIP: 096630AF5	620,000.000	624,749.65	630,750.18
BOARDWALK 5.95% DUE 06-01-2026 CUSIP: 096630AE8	1,055,000.000	1,166,251.90	1,176,800.81

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
BORGWARNER INC 4.375% DUE 03-15-2045 SEDOL: BWC4XV5	70,000.000	71,075.14	72,095.31
BOYD GAMING CORP 6.375% DUE 04-01-2026 CUSIP: 103304BM2	115,000.000	124,200.00	123,912.50
BRAND ENERGY & 8.5% DUE 07-15-2025 CUSIP: 10524PAB6	230,000.000	247,337.50	241,500.00
BUCKEYE PARTNERS L 5.85% DUE 11-15-2043 SEDOL: BGDY29	110,000.000	118,403.78	118,479.57
BWAY HLDG CO 7.25% DUE 04-15-2025 CUSIP: 12429TAE4	145,000.000	146,440.00	149,712.50
CALUMET SPECIALTY 7.75% DUE 04-15-2023 CUSIP: 131477AQ4	400,000.000	400,500.00	402,000.00
CAP 1 FINL CORP 3.75% DUE 03-09-2027 SEDOL: BDFC7T9	1,550,000.000	1,558,141.17	1,566,538.50
CBS CORP NEW 4.85% DUE 07-01-2042 CUSIP: 124857AJ2	855,000.000	899,478.65	896,677.83
CCO HLDGS LLC / 5.75% DUE 01-15-2024 CUSIP: 1248EPBE2	190,000.000	197,837.50	195,225.00
CD&R WTRWKS MERGER 6.125% DUE 08-15-2025 CUSIP: 14987KAA1	140,000.000	142,620.00	142,100.00
CDW LLC / CDW FIN 5% DUE 09-01-2023 CUSIP: 12513GBB4	55,000.000	55,729.39	56,856.25
CDW LLC / CDW FIN 5% DUE 09-01-2025 CUSIP: 12513GBC2	205,000.000	214,493.75	212,175.00
CEDAR FAIR L P / 5.375% DUE 06-01-2024 CUSIP: 150191AJ3	495,000.000	514,625.00	517,275.00
CELGENE CORP FIXED 4.35% DUE 11-15-2047 CUSIP: 151020AW4	1,100,000.000	1,112,931.10	1,142,601.91
CELGENE CORP 3.45% DUE 11-15-2027 SEDOL: BF4TJS8	75,000.000	74,886.00	74,944.13
CELGENE CORP 4.625% DUE 05-15-2044 CUSIP: 151020AM6	75,000.000	80,443.50	80,019.30
CELGENE CORP 5% DUE 08-15-2045 SEDOL: BYQH7V2	120,000.000	132,482.62	136,150.80
CENT GARDEN & PET 6.125% DUE 11-15-2023 CUSIP: 153527AL0	175,000.000	187,612.50	185,062.50

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
CENTERPOINT ENERGY 5.85 DUE 01-15-2041 SEDOL: B4PFJQ6	85,000.000	106,210.90	108,447.51
CH & DWIGHT INC 3.15% DUE 08-01-2027 SEDOL: BF0CDT0	185,000.000	185,995.30	182,267.37
CH & DWIGHT INC 3.95% DUE 08-01-2047 SEDOL: BF0CDS9	170,000.000	169,321.50	170,612.68
CHARTER COMMUNICATIONS OPER LLC/CHARTE BEO SEDOL: BFFFBV2 4.2% DUE 03-15-2028	225,000.000	224,453.25	223,328.25
CHARTER 6.484% DUE 10-23-2045 SEDOL: BYQ7R23	140,000.000	162,654.80	163,230.20
CIGNA CORP FIXED 3.05% DUE 10-15-2027 SEDOL: BF58H46	90,000.000	89,263.80	88,401.15
CIGNA CORP 3.875% 10-15-2047 SEDOL: BF58H57	210,000.000	204,097.77	210,250.95
CINEMARK USA INC 4.875% DUE 06-01-2023 CUSIP: 172441AZ0	145,000.000	147,900.00	146,812.50
CINEMARK USA INC 5.125% DUE 12-15-2022 CUSIP: 172441AX5	195,000.000	198,862.50	199,387.50
CINGULAR WIRELESS 7.125% DUE 12-15-2031 SEDOL: 2011549	145,000.000	187,225.45	184,425.79
CINTAS CORP NO 2 3.7% DUE 04-01-2027 SEDOL: BD096S7	325,000.000	339,155.34	338,170.63
CITIGROUP INC 3.52% 10-27-2028 SEDOL: BYWG4Z6	245,000.000	245,000.00	246,155.91
CITIGROUP INC 3.668% DUE 07-24-2028 SEDOL: BF347Y6	290,000.000	292,616.31	294,219.21
CITIGROUP INC 3.887% DUE 01-10-2028 SEDOL: BDDXTT8	140,000.000	143,508.40	144,911.48
CITIGROUP INC 4.75% DUE 05-18-2046 SEDOL: BDGLCL2	370,000.000	397,973.02	407,869.50
CITIGROUP INC 6.875% DUE 02-15-2098 SEDOL: 2312093	65,000.000	89,456.25	88,839.08
CITIGROUP INC 6% DUE 10-31-2033 SEDOL: BG48R22	85,000.000	103,189.15	103,731.28
CLEV CLINIC FNDTN 4.858% DUE 01-01-2114 SEDOL: BYT8J72	75,000.000	78,278.25	84,339.08

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
COMCAST CORP NEW FIXED 3.999% DUE 11-01-2049 SEDOL: BFW31L9	1,028,000.000	985,743.84	1,052,693.59
COMCAST CORP NEW 4.049% DUE 11-01-2052 SEDOL: BFWQ3S9	378,000.000	371,712.73	386,780.18
COMCAST CORP NEW 4.25% DUE 01-15-2033 CUSIP: 20030NBH3	1,280,000.000	1,282,969.53	1,395,155.20
COMMONWEALTH EDISON CO 3.75% 08-15-2047 SEDOL: BDT5L92	100,000.000	101,050.10	103,914.40
COMWLTH EDISON CO 3.65% DUE 06-15-2046 SEDOL: BYQHP74	115,000.000	113,810.90	116,157.48
COMWLTH EDISON CO 4.35% DUE 11-15-2045 SEDOL: BYQ6HF3	135,000.000	148,158.45	151,441.92
COMWLTH EDISON CO 4.6% DUE 08-15-2043 SEDOL: BCZYK44	65,000.000	73,834.80	74,787.57
CONOCO FDG CO 7.25% DUE 10-15-2031 CUSIP: 20825UAC8	325,000.000	351,910.00	448,187.68
CONOCOPHILLIPS CO 5.95% DUE 03-15-2046 SEDOL: BZ78LD1	60,000.000	80,486.40	80,820.78
CONS EDISON CO N Y 4.3% DUE 12-01-2056 SEDOL: BD3GJ31	320,000.000	336,536.15	349,176.00
CONS EDISON CO N Y 4.5% DUE 12-01-2045 SEDOL: BD60YD5	1,595,000.000	1,695,746.18	1,834,390.36
CONSOL ENERGY INC 8% DUE 04-01-2023 CUSIP: 20854PAN9	115,000.000	122,992.50	123,280.00
CONSTELLATION 3.7% DUE 12-06-2026 SEDOL: BDDWHX5	300,000.000	309,337.50	308,469.90
CONSTELLATION 4.5% DUE 05-09-2047 SEDOL: BDGKT74	125,000.000	130,389.11	137,109.75
COSTCO WHSL CORP 3% DUE 05-18-2027 SEDOL: BDFVGN3	65,000.000	65,624.00	65,094.58
CROWN CASTLE INTL CORP NEW 4.75% 05-15-2047 CUSIP: 22822VAF8	640,000.000	655,360.50	673,727.36
CSX CORP 3.95% DUE 05-01-2050 SEDOL: BWX8CF3	125,000.000	123,880.00	124,376.63
CSX CORP 6.22 DUE 04-30-2040 SEDOL: B3LFCL9	80,000.000	106,844.80	106,462.08

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
CVS CAREMARK CORP 5.3 DUE 12-05-2043 SEDOL: BH458J4	150,000.000	173,674.50	174,544.50
CVS HEALTH CORP 5.125% DUE 07-20-2045 SEDOL: BYPFC45	1,045,000.000	1,191,105.41	1,197,668.23
CYRUSONE LP / 5.375% DUE 03-15-2027 CUSIP: 23283PAN4	150,000.000	158,597.50	157,500.00
CYRUSONE LP / 5% DUE 03-15-2024 CUSIP: 23283PAL8	150,000.000	155,785.00	155,625.00
DIAMOND 1 FIN CORP 7.125% DUE 06-15-2024 CUSIP: 25272KAW3	150,000.000	163,312.50	164,229.60
DIEBOLD INC 8.5% DUE 04-15-2024 CUSIP: 253651AC7	310,000.000	341,112.50	329,375.00
DISH DBS CORP 5.875% DUE 11-15-2024 CUSIP: 25470XAW5	335,000.000	345,694.92	326,206.25
DISH DBS CORP 7.75% DUE 07-01-2026 CUSIP: 25470XAY1	245,000.000	267,050.00	257,556.25
DOMINION RES INC 7% DUE 06-15-2038 SEDOL: B39ZDT6	150,000.000	202,789.50	207,158.85
DOMINION RESOURCES INC 4.9% 08-01-2041 SEDOL: B4XHFS8	200,000.000	223,129.31	231,121.40
DONNELLEY FINL 8.25% DUE 10-15-2024 CUSIP: 25787GAC4	250,000.000	263,475.00	267,500.00
DOW CHEMICAL CO 4.375% DUE 11-15-2042 SEDOL: BFZDDH6	185,000.000	192,489.83	194,649.97
DR PEPPER SNAPPLE 4.5% DUE 11-15-2045 SEDOL: BF4SN61	340,000.000	361,500.70	365,339.86
DR PEPPER SNAPPLE 4.5% DUE 11-15-2045 SEDOL: BY7RHT9	80,000.000	85,952.80	85,962.32
DUKE ENERGY FLA PROJ FIN LLC 2.538% DUE 09-01-2029 SEDOL: BF03TV7	380,000.000	371,320.80	368,413.04
DUKE ENERGY 4.2% DUE 08-15-2045 SEDOL: BYV3CD2	210,000.000	228,406.50	231,599.55
DUKE UNIV HLTH SYS 3.92% DUE 06-01-2047 CUSIP: 26443CAA1	1,370,000.000	1,408,784.72	1,433,250.16
EL PASO NAT GAS CO 8.375% DUE 06-15-2032 SEDOL: 2787237	170,000.000	217,577.90	223,301.29

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
EL PASO PIPELN 4.7% DUE 11-01-2042 SEDOL: B82B6J7	165,000.000	156,911.70	159,733.04
ELDORADO RESORTS INC 6.0% 04-01-2025 CUSIP: 28470RAF9	245,000.000	258,935.00	256,025.00
ELDORADO RESORTS 7% DUE 08-01-2023 CUSIP: 28470RAC6	125,000.000	133,125.00	133,593.75
ENERGY TRANSFER FIXED 6.125% DUE 12-15-2045 SEDOL: BYQ24Q1	35,000.000	38,059.29	38,007.10
ENERGY TRANSFER 5.95 DUE 10-01-2043 CUSIP: 29273RAZ2	290,000.000	320,027.60	308,336.41
ENERGY TRANSFER 6.05% DUE 06-01-2041 SEDOL: B4LTG94	310,000.000	331,414.80	332,150.12
ENERGY TRANSFER 6.5% DUE 02-01-2042 CUSIP: 29273RAR0	715,000.000	813,584.20	809,605.23
ENERGY TRANSFER 7.5% DUE 07-01-2038 CUSIP: 29273RAJ8	240,000.000	285,086.86	297,582.00
ENGILITY CORP FIXED 8.875% DUE 12-31-2024 CUSIP: 29285XAD4	165,000.000	177,171.28	176,343.75
ENLINK MIDSTREAM PARTNERS LP 5.05% DUE 04-01-2045 SEDOL: BSM8V15	275,000.000	264,679.25	271,620.25
ENLINK MIDSTREAM 5.6% DUE 04-01-2044 SEDOL: BSKSC9	90,000.000	93,774.60	94,493.70
ENTERPRISE PRODS OPER LLC GTD SR NT 4.85DUE 08-15-2042 SEDOL: B5LM203	110,000.000	115,687.00	120,793.53
ENTERPRISE PRODS 5.1% DUE 02-15-2045 CUSIP: 29379VBC6	1,080,000.000	1,138,479.51	1,232,352.36
ENTERPRISE PRODS 6.125% DUE 10-15-2039 SEDOL: B4RMRV6	240,000.000	296,148.00	301,914.00
EOG RES INC FIXED 3.9% DUE 04-01-2035 SEDOL: BWCN5Z0	100,000.000	97,940.00	102,067.50
EQT CORP 3.9% DUE 10-01-2027 CUSIP: 26884LAF6	1,450,000.000	1,438,138.60	1,441,491.40
EQUINIX INC 5.375% DUE 05-15-2027 CUSIP: 29444UAR7	120,000.000	128,700.00	128,400.00
ERP OPER LTD 4.5% DUE 06-01-2045 SEDOL: BXQ9SK7	110,000.000	118,632.80	120,621.16

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<i>Corporate Debt Instruments - Other</i>			
United States - USD			
EXELON CORP 4.45% DUE 04-15-2046 SEDOL: BD073T1	225,000.000	237,399.75	244,512.90
EXELON GENERATION 5.6 DUE 06-15-2042 CUSIP: 30161MAN3	480,000.000	485,302.35	526,305.12
EXXON MOBIL CORP 4.114% DUE 03-01-2046 SEDOL: BYYD0G8	125,000.000	131,607.50	139,904.50
FED EXPRESS CORP 7.6% DUE 07-01-2097 SEDOL: B4R2H61	105,000.000	150,288.60	157,302.71
FEDEX CORP 4.1% DUE 04-15-2043 SEDOL: B8HKM13	135,000.000	134,540.10	137,914.25
FEDEX CORP 4.4% DUE 01-15-2047 SEDOL: BYYPSG0	350,000.000	368,014.50	373,459.10
FEDT RETAIL HLDGS 6.375% DUE 03-15-2037 SEDOL: B1TWZV9	83,000.000	85,696.67	84,642.57
FL PWR & LT CO 3.7% 12-01-2047 SEDOL: BF3RG04	1,585,000.000	1,592,101.35	1,652,061.35
FORD MTR CO DEL NT 4.75 01-15-2043 SEDOL: B94Q0Z1	1,260,000.000	1,200,906.56	1,277,805.06
FORD MTR CO DEL 5.291% DUE 12-08-2046 SEDOL: BYPL1V3	190,000.000	196,986.30	206,759.71
FORD MTR CO DEL 7.45% DUE 07-16-2031 SEDOL: 2445643	15,000.000	19,112.85	19,608.20
GCI INC 6.875% DUE 04-15-2025 CUSIP: 36155WAK2	115,000.000	124,200.00	122,475.00
GE CAP INTL FDG CO 4.418% DUE 11-15-2035 SEDOL: BYNWXZ6	3,008,000.000	2,918,516.59	3,255,429.05
GENERAL MTRS CO 5.15% DUE 04-01-2038 SEDOL: BD93QC4	660,000.000	665,812.05	703,661.64
GENERAL MTRS CO 6.25% DUE 10-02-2043 SEDOL: BP8Y7Q3	210,000.000	237,115.20	248,738.49
GENERAL MTRS CO 6.6% DUE 04-01-2036 SEDOL: BYXXXG0	220,000.000	258,247.00	268,045.36
GENERAL MTRS CO 6.75% DUE 04-01-2046 CUSIP: 37045VAL4	580,000.000	676,381.95	730,260.02
GEORGIA PWR CO 5.95% DUE 02-01-2039 SEDOL: B4WXB34	100,000.000	123,944.00	126,039.90

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
GILEAD SCIENCES 4.8% DUE 04-01-2044 SEDOL: BKHDRD3	265,000.000	292,772.00	307,485.86
GOLDMAN SACHS FLTG RT 4.017% DUE 10-31-2038 SEDOL: BYZKX58	870,000.000	874,531.45	894,701.04
GOLDMAN SACHS 4.8% DUE 07-08-2044 SEDOL: BP4W4X7	65,000.000	72,346.95	74,136.08
GOLDMAN SACHS 5.15% DUE 05-22-2045 SEDOL: BY58YT3	300,000.000	339,452.30	347,893.50
GOLDMAN SACHS 6.125% DUE 02-15-2033 SEDOL: B7M7YX8	338,000.000	422,826.55	430,800.27
GOLDMAN SACHS 6.75% DUE 10-01-2037 SEDOL: B9CMD63	35,000.000	45,788.58	46,852.51
GRAINGER W W INC FIXED 4.6% DUE 06-15-2045 SEDOL: BYZWY62	145,000.000	156,899.30	158,714.68
HALLIBURTON CO 4.75% DUE 08-01-2043 SEDOL: BCR5XW4	110,000.000	114,701.90	120,100.86
HALLIBURTON CO 5% DUE 11-15-2045 SEDOL: BYNR4N6	355,000.000	382,842.75	407,667.45
HARTFORD FINL SVCS 6.1% DUE 10-01-2041 SEDOL: BFN0JK4	65,000.000	85,205.70	86,232.32
HASBRO INC 6.35% DUE 03-15-2040 CUSIP: 418056AS6	525,000.000	610,690.20	631,735.65
HCA INC 5.375% DUE 02-01-2025 CUSIP: 404119BR9	480,000.000	496,125.00	496,800.00
HEALTHSOUTH CORP 5.75 DUE 11-01-2024 CUSIP: 421924BK6	155,000.000	160,037.50	158,681.25
HESS CORP 6% DUE 01-15-2040 SEDOL: B55GWZ6	160,000.000	174,704.00	176,808.96
HEWLETT PACKARD STEP CPN 6.35% DUE 10-15-2045 SEDOL: BDCT8F6	120,000.000	128,462.40	127,039.68
HIGHWOODS REAL TY LP 3.875% DUE 03-01-2027 CUSIP: 431282AP7	836,000.000	836,957.95	837,477.21
HILTON WORLDWIDE FIXED 4.625% DUE 04-01-2025 CUSIP: 432891AH2	210,000.000	216,199.04	215,775.00
HOME DEPOT INC 3.9% DUE 06-15-2047 SEDOL: BDGLXQ4	125,000.000	126,120.67	131,825.38

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Debt Instruments - Other			
United States - USD			
HRG GROUP INC 7.75% DUE 01-15-2022 CUSIP: 40434JAC4	185,000.000	196,100.00	191,937.50
HSBC BK USA N A 7 DUE 01-15-2039 SEDOL: BG48WG1	40,000.000	57,320.80	59,102.36
HSBC BK USA 5.875 11-01-2034 CUSIP: 4042Q1AA5	550,000.000	659,513.80	709,360.85
HUGHES SATELLITE 7.625% DUE 06-15-2021 CUSIP: 444454AA0	175,000.000	190,906.25	193,375.00
IN MICH PWR CO 4.55% DUE 03-15-2046 SEDOL: BYPJ106	130,000.000	145,258.10	148,271.89
INGLES MKTS INC 5.75% DUE 06-15-2023 CUSIP: 457030AJ3	255,000.000	259,818.75	257,550.00
INTERNATIONAL PAPER CO 4.35% DUE 08-15-2048 SEDOL: BF037N5	260,000.000	260,501.43	271,449.62
INTL PAPER CO 4.4% DUE 08-15-2047 SEDOL: BYYGTQ0	205,000.000	207,104.50	214,217.01
INTL PAPER CO 4.8% DUE 06-15-2044 SEDOL: BN70J06	155,000.000	167,701.55	169,671.68
INTL PAPER CO 6 DUE 11-15-2041 SEDOL: B6ZW898	85,000.000	106,553.45	106,392.29
INTL PAPER CO 7.3% DUE 11-15-2039 SEDOL: B3MDYN8	80,000.000	111,277.60	112,695.60
IRON MOUNTAIN INC DEL 5.75 DUE 08-15-2024 CUSIP: 46284PAP9	735,000.000	756,100.00	744,187.50
JOHNSON & JOHNSON 3.4% 01-15-2038 CUSIP: 478160CL6	270,000.000	269,198.10	276,551.01
JOHNSON & JOHNSON 3.5% 01-15-2048 CUSIP: 478160CM4	375,000.000	373,566.30	383,618.25
JOHNSON & JOHNSON 3.625% DUE 03-03-2037 SEDOL: BF01Z57	130,000.000	134,829.50	137,342.53
JOHNSON & JOHNSON 3.75% DUE 03-03-2047 SEDOL: BF01Z35	220,000.000	231,462.00	234,918.86
JOHNSON CTLS INTL 5.125% DUE 09-14-2045 SEDOL: BDH2HN1	205,000.000	238,709.17	240,643.56
JONAH ENERGY LLC / 7.25% DUE 10-15-2025 CUSIP: 47987LAA9	150,000.000	151,125.00	151,125.00

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
JPMORGAN CHASE & CO BNDS 4.26% 02-22-2048 SEDOL: BZ7NF45	825,000.000	869,887.47	892,945.35
JPMORGAN CHASE & CO NT FIXED/FLTG RATE DUE 05-01-2028/10-25-2017 REG CUSIP: 46647PAF3	900,000.000	904,959.00	915,611.40
JPMORGAN CHASE & CO 3.964% DUE 11-15-2048 SEDOL: BD0G1Q1	295,000.000	295,749.38	304,595.47
JPMORGAN CHASE & 3.882% DUE 07-24-2038 SEDOL: BF348B0	115,000.000	115,713.25	118,216.32
KIMCO RLTY CORP RT 4.25% DUE 04-01-2045 SEDOL: BWGCKR0	240,000.000	231,525.60	238,966.80
KIMCO RLTY CORP 4.125% DUE 12-01-2046 SEDOL: BDS6CH1	50,000.000	47,939.00	48,729.95
KIMCO RLTY CORP 4.45% 09-01-2047 SEDOL: BF7TVZ6	505,000.000	501,257.95	518,778.93
KINDER MORGAN INC 5.3% DUE 12-01-2034 SEDOL: BSWG9S2	100,000.000	104,307.00	106,676.40
KINDER MORGAN 6.5% DUE 09-01-2039 CUSIP: 494550BD7	690,000.000	730,124.37	814,336.62
KINDRED HEALTHCARE 8.75% DUE 01-15-2023 CUSIP: 494580AF0	170,000.000	180,837.50	180,200.00
KRAFT FOODS GROUP 5% DUE 06-04-2042 CUSIP: 50076QAE6	115,000.000	123,096.00	123,397.76
KRAFT HEINZ FOODS 4.375% DUE 06-01-2046 CUSIP: 50077LAB2	140,000.000	135,996.00	138,677.00
KROGER CO 3.875% DUE 10-15-2046 SEDOL: BYVZCX8	95,000.000	83,328.30	86,971.93
KROGER CO 4.45% DUE 02-01-2047 SEDOL: BYND735	1,330,000.000	1,294,893.30	1,327,987.71
KROGER CO 5.15% DUE 08-01-2043 SEDOL: BCF0W80	105,000.000	108,670.80	113,552.99
LEGG MASON INC 5.625 DUE 01-15-2044 REG SEDOL: BJ4H805	105,000.000	111,177.15	117,061.98
LIBERTY MEDIA CORP 8.25% DUE 02-01-2030 CUSIP: 530715AJ0	300,000.000	326,393.75	325,500.00
LINCOLN NATL CORP 7% DUE 06-15-2040 CUSIP: 534187BA6	690,000.000	927,720.56	951,126.36

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
LIVE NATION ENMT 4.875% DUE 11-01-2024 CUSIP: 538034AK5	170,000.000	172,125.00	174,250.00
LKQ CORP 4.75 DUE 05-15-2023 CUSIP: 501889AB5	250,000.000	244,833.19	255,625.00
LOCKHEED MARTIN 3.8% DUE 03-01-2045 SEDOL: BVYPPC4	335,000.000	331,627.17	339,283.31
LOCKHEED MARTIN 4.5% DUE 05-15-2036 SEDOL: BDB6BN7	110,000.000	122,667.60	123,342.78
LOWES COS INC 4.05% DUE 05-03-2047 SEDOL: BYWC120	945,000.000	957,922.08	1,005,969.51
LOWES COS INC 4.65 DUE 04-15-2042 SEDOL: B7B2LT9	160,000.000	179,212.80	182,841.44
MA INST TECH 3.885% DUE 07-01-2116 SEDOL: BZB26Q7	155,000.000	147,473.20	152,160.25
MA INST TECH 4.678% DUE 07-01-2114 SEDOL: BM7SF38	105,000.000	113,767.50	122,614.70
MAGELLAN MIDSTREAM 4.2% DUE 10-03-2047 SEDOL: BF0KZ10	120,000.000	120,925.20	120,997.32
MARATHON OIL CORP 6.6% DUE 10-01-2037 SEDOL: B27ZDL3	110,000.000	121,265.46	137,822.41
MARATHON OIL CORP 6.8% DUE 03-15-2032 SEDOL: BBMT8K7	90,000.000	109,379.70	109,504.98
MARATHON PETE CORP 5.85% DUE 12-15-2045 CUSIP: 56585AAM4	695,000.000	729,866.16	800,551.74
MARATHON PETE CORP 5% DUE 09-15-2054 SEDOL: BQSC311	165,000.000	166,263.90	167,104.74
MARATHON PETE CORP 6.5% DUE 03-01-2041 SEDOL: B6W1ZC9	300,000.000	348,764.30	376,004.10
MARKEL CORP 4.3% 11-01-2047 SEDOL: BF00112	70,000.000	69,568.10	71,897.00
MARSH & MCLENNAN COS INC 4.35% 01-30-2047 SEDOL: BYQ8HY8	105,000.000	112,162.05	116,306.30
MASTEC INC 4.875% DUE 03-15-2023 CUSIP: 576323AN9	210,000.000	208,875.00	214,200.00
MASTERCARD INC 3.8% DUE 11-21-2046 SEDOL: BD6KVZ6	110,000.000	112,904.00	116,918.56

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<i>Corporate Debt Instruments - Other</i>			
United States - USD			
MAY DEPT STORES CO 6.7% DUE 07-15-2034 SEDOL: BG48Z73	45,000.000	48,394.80	47,099.43
MCDONALD'S CORP 3.625 DUE 05-01-2043 SEDOL: B831BL3	105,000.000	98,199.15	100,881.48
MCDONALDS CORP MEDIUM TERM NTS BOOK ENTRTRANCHE # TR 00104 5.7 01 FEB 2039 SEDOL: B3L2856	78,000.000	94,021.09	98,384.68
MCDONALDS CORP 4.875% DUE 12-09-2045 SEDOL: BYWKW98	55,000.000	61,894.26	63,714.70
MEM 4.2% DUE 07-01-2055 SEDOL: BVFB1T0	125,000.000	129,237.50	135,146.63
MEMORIAL SLOAN-KETTERING CANCER CTR TAXABLE BD SER 2012A 4.125 7-1-52 SEDOL: B90DSL8	67,000.000	68,084.06	70,584.23
MERCER INTL INC 7.75% DUE 12-01-2022 CUSIP: 588056AR2	255,000.000	273,393.75	270,300.00
METLIFE INC STEP CPN 4.721% DUE 12-15-2044 SEDOL: BRF1CN3	220,000.000	245,124.00	255,757.26
METLIFE INC 4.125% DUE 08-13-2042 SEDOL: B815P82	100,000.000	102,316.00	105,856.50
METLIFE INC 4.6% DUE 05-13-2046 SEDOL: BYQ29M2	40,000.000	44,247.22	45,626.40
METLIFE INC 4.875% DUE 11-13-2043 SEDOL: BGDXX74	85,000.000	97,348.80	99,745.46
METLIFE INC 5.875% DUE 02-06-2041 SEDOL: B4Z51H1	70,000.000	89,428.50	91,005.04
MGIC INVT CORP WIS 5.75% DUE 08-15-2023 CUSIP: 552848AF0	145,000.000	152,696.80	158,593.75
MICROSOFT CORP FIXED 4.5% DUE 02-06-2057 SEDOL: BYP2P81	265,000.000	293,332.15	313,792.86
MICROSOFT CORP 3.7% DUE 08-08-2046 CUSIP: 594918BT0	750,000.000	748,729.34	781,883.25
MICROSOFT CORP 3.95% DUE 08-08-2056 CUSIP: 594918BU7	130,000.000	137,742.80	138,760.96
MICROSOFT CORP 4.1% DUE 02-06-2037 CUSIP: 594918BZ6	950,000.000	978,249.37	1,060,681.65
MICROSOFT CORP 4% DUE 02-12-2055 CUSIP: 594918BE3	545,000.000	560,159.30	583,056.81

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<i>Corporate Debt Instruments - Other</i>			
United States - USD			
MIDAMERICAN ENERGY 4.8% DUE 09-15-2043 CUSIP: 595620AL9	835,000.000	974,906.61	1,002,942.72
MIDAMERICAN ENERGY 5.95% DUE 05-15-2037 SEDOL: B2374T8	160,000.000	205,728.00	209,618.88
MONSANTO CO NEW 4.7% DUE 07-15-2064 SEDOL: BP4W578	430,000.000	442,807.10	448,738.97
MORGAN STANLEY 3.971% 07-22-2038 SEDOL: BZ9P947	490,000.000	493,248.81	507,392.06
MORGAN STANLEY 4.375% DUE 01-22-2047 SEDOL: BYM4WR8	295,000.000	311,458.35	323,373.69
MOSAIC CO NEW SR NT 5.625 DUE 11-15-2043 CUSIP: 61945CAE3	272,000.000	284,937.73	293,070.21
MOTOROLA SOLUTIONS 5.5% DUE 09-01-2044 CUSIP: 620076BE8	490,000.000	513,422.92	497,585.20
MOUNT SINAI HOSP 3.981% BNDS 07-01-2048 SEDOL: BFX4N26	75,000.000	75,000.00	75,867.08
MPT OPER 6.375% DUE 03-01-2024 CUSIP: 55342UAF1	150,000.000	159,750.00	158,625.00
NETFLIX INC 5.75% DUE 03-01-2024 CUSIP: 64110LAG1	185,000.000	196,562.50	196,793.75
NEW YORK & 4.024% DUE 08-01-2045 SEDOL: BWWD066	80,000.000	81,584.80	84,642.08
NEWELL BRANDS INC 5.375% DUE 04-01-2036 SEDOL: BD3J3G1	110,000.000	129,563.50	128,742.46
NEWELL BRANDS INC 5.5% DUE 04-01-2046 SEDOL: BD3J3M7	915,000.000	1,098,054.38	1,090,933.46
NEWMONT MNG CORP 5.875% DUE 04-01-2035 SEDOL: B06N1P4	60,000.000	70,888.20	72,705.36
NEWMONT MNG CORP 6.25% DUE 10-01-2039 SEDOL: BG490N7	40,000.000	50,240.00	51,149.44
NOBLE ENERGY INC 4.95% DUE 08-15-2047 SEDOL: BD0NMRO	240,000.000	238,855.35	256,837.92
NORDSTROM INC 5% DUE 01-15-2044 SEDOL: BNFX1H8	500,000.000	476,580.00	482,034.50
NORTHROP GRUMMAN 3.25% DUE 01-15-2028 SEDOL: BF15KF3	175,000.000	174,907.25	175,255.68

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<i>Corporate Debt Instruments - Other</i>			
United States - USD			
NORTHROP GRUMMAN 4.03% DUE 10-15-2047 SEDOL: BF15KD1	550,000.000	552,167.98	574,807.20
NORTHWELL 3.979% DUE 11-01-2046 SEDOL: BD8BW10	130,000.000	123,329.70	126,851.79
NORTHWESTN MUT 6.063% DUE 03-30-2040 SEDOL: B58P7W2	55,000.000	72,150.65	73,839.59
NYU HOSPS CTR 4.368% DUE 07-01-2047 SEDOL: BF29YJ6	60,000.000	62,391.60	64,651.92
NYU HOSPS CTR 5.75% DUE 07-01-2043 SEDOL: BCJSQG6	80,000.000	101,341.60	104,156.80
OK GAS & ELEC CO FIXED 3.85% DUE 08-15-2047 SEDOL: BYXGKK2	120,000.000	119,618.40	124,915.68
ONCOR ELEC 5.25% DUE 09-30-2040 SEDOL: B3LR312	109,000.000	131,498.69	135,906.43
ONEOK INC NEW 4.95% DUE 07-13-2047 CUSIP: 682680AT0	620,000.000	632,784.40	645,038.08
ORACLE CORP 3.8% 11-15-2037 SEDOL: BF4ZFF5	1,920,000.000	1,943,687.05	2,013,640.32
ORACLE CORP 4% DUE 07-15-2046 SEDOL: BY7RD02	255,000.000	261,194.52	271,322.81
ORACLE CORP 4% 11-15-2047 SEDOL: BD390R1	455,000.000	458,618.30	484,521.77
PAC GAS & ELEC CO 2.95% DUE 03-01-2026 SEDOL: BD6R3M8	195,000.000	190,797.75	189,850.25
PAC GAS & ELEC CO 4.45 DUE 04-15-2042 SEDOL: B80L9N4	275,000.000	304,463.50	294,136.43
PAC GAS & ELEC CO 4.75 DUE 02-15-2044 SEDOL: BJZ7ZR0	285,000.000	320,660.20	315,945.02
PAC GAS & ELEC CO 6.05% DUE 03-01-2034 CUSIP: 694308GE1	275,000.000	345,735.50	346,621.28
PAC GAS & ELEC CO 6.25% DUE 03-01-2039 SEDOL: B614LG5	40,000.000	51,514.00	51,994.16
PACIFICORP 4.1 DUE 02-01-2042 SEDOL: B6XX5C4	110,000.000	116,058.80	119,197.98
PECO ENERGY CO FIXED 3.7% 09-15-2047 SEDOL: BYVPKV2	50,000.000	49,811.50	51,326.65

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United States - USD			
PERRIGO FIN PLC 4.9% DUE 12-15-2044 SEDOL: BDR71F6	95,000.000	97,249.60	98,257.65
PFIZER INC 4.125% DUE 12-15-2046 SEDOL: BZ3FFH8	255,000.000	272,763.30	283,083.15
PHILLIPS 66 4.875% DUE 11-15-2044 SEDOL: BSPCC33	30,000.000	33,221.70	34,361.58
PINNACLE ENTMT INC NEW 5.625% 05-01-2024 CUSIP: 72348YAA3	195,000.000	201,106.25	208,650.00
PINNACLE FOODS FIN 5.875% DUE 01-15-2024 CUSIP: 72347QAL7	205,000.000	218,922.92	216,787.50
PITNEY BOWES INC STEP CPN 3.875% DUE 05-15-2022 CUSIP: 724479AL4	145,000.000	141,085.00	133,218.75
PLAINS ALL AMERN PIPELINE L P / PAA FIN 5.15 DUE 06-01-2042 REG SEDOL: B6Y16K2	110,000.000	106,605.40	107,107.44
PLAINS ALL AMERN 6.65% DUE 01-15-2037 SEDOL: B23G0D1	60,000.000	69,567.00	68,510.34
PPL ELEC UTILS 4.75 DUE 07-15-2043 CUSIP: 69351UAR4	920,000.000	1,063,704.00	1,094,696.04
PROCTER & GAMBLE FIXED 3.5% DUE 10-25-2047 CUSIP: 742718FB0	550,000.000	544,682.90	555,363.60
PROGRESS ENERGY 7% DUE 10-30-2031 SEDOL: 2812623	85,000.000	115,090.85	113,584.40
PROTECTIVE LIFE 8.45% DUE 10-15-2039 CUSIP: 743674AY9	620,000.000	821,632.84	932,121.02
PUGET SOUND ENERGY INC 5.638% DUE 04-15-2041 SEDOL: B55VBD2	170,000.000	214,959.90	221,250.41
PVPTL FARMERS INS EXCHANGE 4.747% DUE 11-01-2057 BEO CUSIP: 309601AE2	550,000.000	552,178.00	551,540.00
PVPTL LPL HLDGS INC 5.75% DUE 09-15-2025/03-10-2017 CUSIP: 50212YAB0	365,000.000	372,501.25	371,387.50
PVTPL ADVANCED DISPOSAL SERVICES INC BNDS 5.625% DUE 11-15-2024 CUSIP: 00790XAA9	485,000.000	495,800.00	495,912.50
PVTPL AEP TRANSMISSION CO LLC SR NT SER H 3.75% 12-01-2047 SEDOL: BDD87Y4	145,000.000	144,650.55	149,122.35
PVTPL AMAZON COM INC 3.875% 08-22-2037 CUSIP: 023135BD7	1,185,000.000	1,208,613.85	1,257,402.32

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<i>Corporate Debt Instruments - Other</i>			
United States - USD			
PVTPL BAKER HUGHES A GE CO LLC/BAKER HUGHES 144A 4.08 DUE 12-15-2047 CUSIP: 05723KAC4	835,000.000	840,097.60	849,249.28
PVTPL BRIGHTHOUSE FINL INC 4.7% 06-22-2047 SEDOL: BF38340	1,240,000.000	1,227,187.73	1,264,966.16
PVTPL CBS RADIO INC 7.25% DUE 11-01-2024 CUSIP: 124847AC8	310,000.000	322,432.50	326,856.25
PVTPL CCO HLDGS LLC/CCO HLDGS CAP CORP BNDS 5.75% DUE 02-15-2026 CUSIP: 1248EPBM4	255,000.000	265,837.50	264,881.25
PVTPL CENTURY ALUM CO SR SECD NT 7.5 DUE 06-01-2021 BEO CUSIP: 156431AK4	200,000.000	206,250.00	205,000.00
PVTPL CHARTER COMMUNICATIONS OPER 3.75% 02-15-2028 CUSIP: 161175BJ2	515,000.000	490,970.10	493,477.12
PVTPL COMMSCOPE TECHNOLOGIES FINANCE BNDS 6.0% DUE 06-15-2025 CUSIP: 20337YAA5	255,000.000	268,618.75	270,937.50
PVTPL ECOLAB INC 3.95% 12-01-2047 SEDOL: BDR0F20	80,000.000	79,581.60	81,776.64
PVTPL ERAC USA FINANCE LLC 4.2% 11-01-2046 SEDOL: BYM4ZC4	160,000.000	153,480.00	156,703.68
PVTPL ESH HOSPITALITY INC 144A 5.25% 05-01-2025 CUSIP: 26907YAA2	420,000.000	426,100.00	424,200.00
PVTPL EVERI PMTS INC 7.5% 12-15-2025 CUSIP: 30034VAB4	220,000.000	220,000.00	218,075.00
PVTPL FIRST DATA CORP NEW 5.75% DUE 01-15-2024 CUSIP: 32008DAB2	330,000.000	343,650.00	341,550.00
PVTPL HALLIBURTON CO DEB 144A 7.6% DUE 08-15-2096 BEO SEDOL: B2QP9M7	60,000.000	82,402.85	85,186.26
PVTPL HEINZ H J FIN CO GTD NT 144A 7.125% DUE 08-01-2039 BEO SEDOL: B3VJFD4	170,000.000	224,928.70	230,121.69
PVTPL HERC RENTALS INC BNDS 7.75% DUE 06-01-2024 CUSIP: 42806LAB7	137,000.000	149,672.50	150,357.50
PVTPL HESS INF PART / FIN CORP 5.625% 2-01-2026 CUSIP: 428102AA5	176,000.000	176,000.00	181,720.00
PVTPL INCEPTION MRGR/RACKSPACE 8.625% 11-15-2024 CUSIP: 45332JAA0	260,000.000	273,065.00	277,550.00
PVTPL JACOBS ENMT INC SR SECD NT 7.875% 02-01-2024 CUSIP: 469815AH7	140,000.000	144,889.71	149,800.00

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
PVTPL KAR AUCTION SVCS INC 5.125% DUE 06-01-2025 BEO CUSIP: 48238TAA7	255,000.000	258,160.00	261,375.00
PVTPL KEYSpan GAS EAST CORP CORPBOND 5.819% DUE 04-01-2041 BEO SEDOL: B5NKKP6	95,000.000	122,211.80	124,676.48
PVTPL LG FINANCE 144A 5.875% DUE 11-01-2024/11-01-2019 BEO CUSIP: 535919AL8	265,000.000	279,637.50	279,906.25
PVTPL MONONGAHELA PWR 5.4 DUE 12-15-2043 BEO SEDOL: BGMTTQ5	125,000.000	152,718.75	155,621.75
PVTPL MOTIVA ENTERPRISES LLC SR NT 144A 6.85% DUE 01-15-2040/01-11-2010 BEO SEDOL: B5MMVT4	220,000.000	264,622.60	276,288.54
PVTPL NORTHWESTERN MUT LIFE INS CO SURPLUS 3.85% 09-30-2047 CUSIP: 668138AA8	685,000.000	680,483.54	694,422.86
PVTPL PAR PETE LLC/PAR PETE FIN CORP SR 7.75% 12-15-2025 CUSIP: 69889MAA0	164,000.000	162,806.08	163,385.00
PVTPL PERFORMANCE FOOD GROUP CO 5.5% DUE 06-01-2024 BEO CUSIP: 71376LAB6	390,000.000	402,968.75	402,675.00
PVTPL PRIME SEC SVCS BORROWER LLC/PRIME FIN 9.25% 05-15-2023 BEO CUSIP: 74166MAA4	225,000.000	239,233.46	249,750.00
PVTPL PRUDENTIAL FINL INC 3.935% DUE 12-07-2049 BEO SEDOL: BF4PG63	127,000.000	121,951.67	129,846.20
PVTPL S C JOHNSON & SON INC 4.35% DUE 09-30-2044 BEO CUSIP: 78408LAC1	205,000.000	209,762.15	222,283.55
PVTPL SERVICEMASTER CO 5.125% 11-15-2024 CUSIP: 817610AA6	395,000.000	399,968.75	399,937.50
PVTPL SIRIUS XM RADIO INC 5.375% DUE 04-15-2025 CUSIP: 82967NAU2	255,000.000	268,412.50	265,518.75
PVTPL SIX FLAGS ENTMT CORP NEW 4.875% DUE 07-31-2024/06-16-2016 CUSIP: 83001AAB8	220,000.000	218,556.25	223,300.00
PVTPL US FOODS INC 5.875% 06-15-2024 CUSIP: 90290MAB7	380,000.000	394,326.14	399,000.00
PVTPL VFH PARENT LLC/ORCHESTRA CO-ISSUER INC 07-20-2017 6.75% DUE 06-15-2022 CUSIP: 91823KAA7	150,000.000	153,240.00	157,875.00
PVTPL VIASAT INC SR NT 144A 5.625% 09-15-2025 CUSIP: 92552VAK6	175,000.000	175,890.00	176,312.50
PVTPL WRANGLER BUYER CORP 6% DUE 10-01-2025 BEO CUSIP: 98213CAA8	125,000.000	126,556.25	128,750.00

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<i>Corporate Debt Instruments - Other</i>			
United States - USD			
PVTPL XPO LOGISTICS INC SR NT 144A 6.125% DUE 09-01-2023/08-25-2016 BEO CUSIP: 983793AF7	265,000.000	276,725.00	280,237.50
QUAD / GRAPHICS 7% DUE 05-01-2022 CUSIP: 747301AC3	270,000.000	264,412.50	279,450.00
REGAL ENTMT GROUP 5.75% DUE 02-01-2025 CUSIP: 758766AF6	365,000.000	375,037.50	374,125.00
REGENCY CTRS L P 4.4% DUE 02-01-2047 SEDOL: BYXJZ95	35,000.000	35,354.17	36,068.10
REYNOLDS AMERN INC FIXED 5.7% DUE 08-15-2035 SEDOL: BZ0W055	95,000.000	112,987.30	113,238.67
REYNOLDS AMERN INC FIXED 5.85% DUE 08-15-2045 SEDOL: BZ0HGG3	50,000.000	61,132.75	62,438.50
RHP HOTEL PTYS LP 5% DUE 04-15-2023 CUSIP: 749571AD7	575,000.000	586,325.00	587,937.50
ROCKWELL COLLINS 3.5% DUE 03-15-2027 SEDOL: BYVBMD6	155,000.000	158,044.20	157,817.44
RPM INTL INC 4.25% DUE 01-15-2048 CUSIP: 749685AW3	135,000.000	134,995.95	134,213.09
RWJ BARNABAS HLTH 3.949% DUE 07-01-2046 CUSIP: 78349AAB9	120,000.000	117,321.60	122,332.56
S CAROLINA ELEC & 4.1% DUE 06-15-2046 SEDOL: BZB1G20	105,000.000	105,863.10	106,689.24
S CAROLINA ELEC & 5.1% DUE 06-01-2065 SEDOL: BY58YK4	150,000.000	173,665.50	171,629.70
S CAROLINA ELEC & 5.45% DUE 02-01-2041 SEDOL: B4359G8	145,000.000	169,623.90	171,413.49
SABINE PASS LIQUEFACTION LLC 5.0% 03-15-2027 CUSIP: 785592AS5	1,180,000.000	1,260,932.65	1,266,229.68
SBA COMMUNICATIONS 4.875% DUE 09-01-2024 CUSIP: 78388JAV8	320,000.000	330,775.00	328,800.00
SCIENTIFIC GAMES FIXED 10% DUE 12-01-2022 CUSIP: 80874YAU4	320,000.000	334,668.75	351,200.00
SCOTTS MIRACLE-GRO CO FORMERLY 6.0% DUE 10-15-2023 CUSIP: 810186AM8	155,000.000	160,837.50	164,106.25
SEAGATE HDD CAYMAN 4.875% DUE 06-01-2027 CUSIP: 81180WAR2	560,000.000	527,641.10	535,455.76

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<i>Corporate Debt Instruments - Other</i>			
United States - USD			
SHERWIN WILLIAMS CO 4 DUE 12-15-2042 SEDOL: B93L8Z3	105,000.000	101,655.75	105,283.61
SOUTHERN CAL EDISON 3.6% 02-01-2045 SEDOL: BVDPXD2	330,000.000	326,944.20	332,706.00
SOUTHERN CO 4.25% DUE 07-01-2036 SEDOL: BYT1517	235,000.000	244,630.30	247,643.24
SOUTHERN PWR CO 5.15% DUE 09-15-2041 SEDOL: B6ST6C4	130,000.000	141,196.90	144,584.18
SOUTHERN PWR CO 5.25% DUE 07-15-2043 SEDOL: BCB8385	165,000.000	180,220.15	186,552.96
SOUTHN CAL EDISON 5.5% DUE 03-15-2040 SEDOL: B65ZDS0	210,000.000	268,583.70	268,944.69
SOUTHN CO GAS CAP 3.95% DUE 10-01-2046 SEDOL: BD30007	165,000.000	160,629.15	163,826.69
SPRINT CORP FIXED 7.625% DUE 02-15-2025 CUSIP: 85207UAJ4	280,000.000	298,543.75	293,300.00
SPRINT NEXTEL CORP 6 DUE 11-15-2022 CUSIP: 852061AS9	275,000.000	275,130.83	275,000.00
SS&C TECHNOLOGIES 5.875% DUE 07-15-2023 CUSIP: 78467JAC4	230,000.000	243,118.75	242,650.00
SUMMIT MATLS LLC / 6.125% DUE 07-15-2023 CUSIP: 86614RAG2	255,000.000	264,036.84	265,200.00
SUNOCO LOGISTICS 4.95% DUE 01-15-2043 SEDOL: B8BHLQ8	205,000.000	191,234.25	192,848.83
SUNOCO LOGISTICS 5.3% DUE 04-01-2044 SEDOL: BL9FKB3	115,000.000	113,615.40	113,493.39
SUNOCO LOGISTICS 5.35% DUE 05-15-2045 SEDOL: BSN4Q84	245,000.000	242,503.45	243,459.69
SYNCHRONY FINL 3.95% DUE 12-01-2027 SEDOL: BD2BV19	290,000.000	288,529.70	288,779.97
SYSCO CORP 4.85% DUE 10-01-2045 SEDOL: BZ974R1	175,000.000	194,288.50	200,014.68
T-MOBILE USA INC 6% DUE 04-15-2024 CUSIP: 87264AAQ8	175,000.000	186,375.00	185,500.00
TARGET CORP FIXED 3.9% DUE 11-15-2047 SEDOL: BYZQN45	230,000.000	229,179.40	234,111.94

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<i>Corporate Debt Instruments - Other</i>			
United States - USD			
TARGET CORP 3.625% DUE 04-15-2046 SEDOL: BD073D5	1,235,000.000	1,146,205.60	1,202,040.32
TEACHERS INS & 4.27% DUE 05-15-2047 SEDOL: BF19248	205,000.000	213,183.60	216,795.91
TELEFLEX INC 5.25% DUE 06-15-2024 CUSIP: 879369AD8	95,000.000	98,719.25	99,037.50
TIME WARNER CABLE 5.5% DUE 09-01-2041 SEDOL: B441BS1	380,000.000	417,224.80	396,069.44
TIME WARNER CABLE 5.875% DUE 11-15-2040 SEDOL: B66BW80	190,000.000	216,653.20	206,148.29
TIME WARNER CABLE 6.55% DUE 05-01-2037 CUSIP: 88732JAJ7	258,000.000	302,143.13	303,427.09
TIME WARNER CABLE 6.75% DUE 06-15-2039 SEDOL: B62X8Y8	430,000.000	525,304.33	515,947.12
TIME WARNER INC FIXED 4.65% DUE 06-01-2044 SEDOL: BMTS707	65,000.000	64,647.70	66,099.02
TOWNSQUARE MEDIA 6.5% DUE 04-01-2023 CUSIP: 892231AA9	270,000.000	265,787.50	263,925.00
TRANSDIGM INC 6% DUE 07-15-2022 CUSIP: 893647AW7	225,000.000	230,062.50	229,500.00
UNION PAC CORP 3.799% DUE 10-01-2051 SEDOL: BDCWS88	55,000.000	54,736.55	56,077.34
UNION PAC CORP 4.05% DUE 11-15-2045 SEDOL: BYQGY41	35,000.000	36,690.50	37,829.89
UNION PAC CORP 4.375% DUE 11-15-2065 SEDOL: BYQGY30	190,000.000	204,134.10	207,489.31
UNITED TECHNOLOGIES CORP 4.15% 05-15-2045 SEDOL: BWTZ6W3	60,000.000	61,011.60	63,915.78
UNIV NOTRE DAME DU 3.438% DUE 02-15-2045 SEDOL: BFBN2W8	40,000.000	39,375.60	40,199.68
UTD PARCEL SVC INC 3.75% 11-15-2047 SEDOL: BDRYRR1	1,245,000.000	1,254,270.95	1,285,471.22
UTD RENTALS N AMER 5.75% DUE 11-15-2024 CUSIP: 911365BB9	140,000.000	147,350.00	147,350.00
UTD TECHNOLOGIES 3.75% DUE 11-01-2046 CUSIP: 913017CJ6	335,000.000	329,793.70	335,533.66

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
UTD TECHNOLOGIES 4.5% DUE 06-01-2042 SEDOL: B8J6DZ0	145,000.000	157,517.93	160,712.93
VA ELEC & PWR CO SR NT 2008 SER B 8.875 DUE 11-15-2038 SEDOL: B3FD1W3	120,000.000	203,532.00	206,749.80
VA ELEC & PWR CO 3.8% DUE 09-15-2047 SEDOL: BZ0WZD8	305,000.000	303,645.80	315,744.54
VA ELEC & PWR CO 6.35% DUE 11-30-2037 CUSIP: 927804FE9	380,000.000	498,556.04	523,841.78
VERIZON COMMUNICATIONS BNDS 5.25% DUE 03-16-2037 REG CUSIP: 92343VDU5	1,045,000.000	1,065,093.92	1,149,167.69
VERIZON COMMUNICATIONS 4.4% DUE 11-01-2034 REG CUSIP: 92343VCQ5	1,905,000.000	1,887,281.66	1,941,269.30
VERIZON COMMUNICATIONS 4.522% 09-15-2048 CUSIP: 92343VCX0	115,000.000	109,698.50	113,234.52
VERIZON 3.85% DUE 11-01-2042 SEDOL: B8HCRP8	95,000.000	84,645.95	85,932.63
VERIZON 4.672% DUE 03-15-2055 SEDOL: BYM0W21	1,259,000.000	1,163,273.03	1,215,494.00
VERIZON 4.75% DUE 11-01-2041 SEDOL: BBNBGK8	195,000.000	190,680.75	198,793.92
VERIZON 4.812% DUE 03-15-2039 SEDOL: BDFLJN4	265,000.000	269,080.59	277,245.12
VERIZON 5.012% DUE 08-21-2054 SEDOL: BVYRK47	877,000.000	882,681.16	898,038.35
VIACOM INC NEW 4.375% DUE 03-15-2043 SEDOL: BCHWWF1	290,000.000	261,049.30	251,048.94
VIACOM INC NEW 5.85% DUE 09-01-2043 CUSIP: 92553PAU6	55,000.000	59,623.30	56,909.44
WALGREENS BOOTS 4.65% DUE 06-01-2046 SEDOL: BYVG9R4	110,000.000	112,191.20	115,879.28
WELLS FARGO & CO NEW MEDIUM TERM SR 4.65% 11-04-2044 SEDOL: BS9FPF1	150,000.000	158,856.90	163,574.10
WELLS FARGO & CO 4.4% DUE 06-14-2046 SEDOL: BD39X50	290,000.000	298,184.19	305,845.89
WELLS FARGO & CO 4.75% DUE 12-07-2046 SEDOL: BDSFRX9	400,000.000	436,523.12	447,055.60

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Debt Instruments - Other</i>			
United States - USD			
WELLS FARGO & CO 4.9% DUE 11-17-2045 SEDOL: BYQ29R7	370,000.000	403,346.35	418,759.71
WELLS FARGO & CO 5.375% DUE 11-02-2043 SEDOL: BG48MR2	70,000.000	83,542.90	83,355.44
WELLS FARGO & CO 5.606% DUE 01-15-2044 SEDOL: BJTGHH7	25,000.000	30,145.08	30,822.38
WELLS FARGO CAP X 5.95% DUE 12-01-2086 SEDOL: B1JNGS6	95,000.000	107,499.15	107,825.00
WESLEYAN UNIV CONN 4.781% DUE 07-01-2116 SEDOL: BYYH7Z8	105,000.000	102,635.40	111,461.70
WESTLAKE CHEM CORP 5% DUE 08-15-2046 SEDOL: BDFZV41	370,000.000	396,277.40	415,630.99
WESTVACO CORP DEL 8.2% DUE 01-15-2030 SEDOL: 2546814	125,000.000	177,625.00	175,733.00
WILLIAM MARSH RICE 3.774% DUE 05-15-2055 SEDOL: BWX1XY8	185,000.000	192,459.05	196,573.60
WILLIAMS PARTNERS 3.75% DUE 06-15-2027 SEDOL: BF6Q7G1	590,000.000	587,243.90	591,226.02
WILLIAMS PARTNERS 5.4% DUE 03-04-2044 SEDOL: BKGRXP0	105,000.000	110,357.10	117,849.17
ZAYO GROUP LLC / 6.375% DUE 05-15-2025 CUSIP: 989194AL9	110,000.000	118,662.50	116,325.00
ZAYO GROUP LLC / 6% DUE 04-01-2023 CUSIP: 989194AM7	300,000.000	309,052.08	312,465.00
21ST CENTY FOX 6.15% DUE 03-01-2037 SEDOL: BWXSB8	320,000.000	402,444.65	419,085.76
21ST CENTY FOX 6.2% DUE 12-15-2034 CUSIP: 90131HBF1	1,055,000.000	1,217,574.88	1,362,372.14
21ST CENTY FOX 6.65% DUE 11-15-2037 SEDOL: BWV6C71	55,000.000	73,330.40	75,647.28
21ST CENTY FOX 6.9% DUE 08-15-2039 SEDOL: BWX5TS6	210,000.000	286,866.30	296,388.33
21ST CENTY FOX 7.75% DUE 12-01-2045 SEDOL: BWXSBT0	105,000.000	153,683.25	166,573.26

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Corporate Debt Instruments - Other			
United States - USD			
21ST CENTY FOX 7.9% DUE 12-01-2095 SEDOL: BDHSSN6	45,000.000	63,814.05	69,269.90
Total United States - USD		147,969,583.12	152,192,090.56
Total Corporate Debt Instruments - Other		168,575,847.33	173,397,395.05
Corporate Stock - Common			
Australia - AUD			
AMCOR LIMITED NPV SEDOL: 6066608	8,384.000	62,434.36	101,117.36
AUST & NZ BANK GRP NPV SEDOL: 6065586	4,667.000	110,396.94	104,909.45
BEACH ENERGY LTD NPV SEDOL: 6088204	305,498.000	257,063.60	297,486.86
BHP BILLITON LTD NPV SEDOL: 6144690	18,257.000	368,622.88	422,251.11
BLUESCOPE STEEL NPV SEDOL: 6533232	20,074.000	174,353.59	241,322.52
CIMIC GROUP LIMITED NPV SEDOL: BX17Q13	5,698.000	146,602.95	229,296.74
COCA-COLA AMATIL NPV SEDOL: 6123451	36,495.000	274,324.33	242,914.25
COMMONWEALTH BANK OF AUSTRALIA NPV SEDOL: 6215035	3,966.000	241,573.94	249,215.24
CSL LTD NPV SEDOL: 6185495	4,295.000	433,672.48	474,673.94
CSR LIMITED NPV SEDOL: 6238645	40,433.000	134,451.63	150,533.44
DULUXGROUP LTD NPV SEDOL: B3VL4P5	22,600.000	114,383.94	135,402.68
FORTESCUE METALS GRP LTD NPV SEDOL: 6086253	60,615.000	183,546.78	231,360.92
HARVEY NORMAN HLDG NPV SEDOL: 6173508	61,921.000	218,595.56	201,959.40
LINK ADMINISTRATIO NPV SEDOL: BYZBCY3	30,532.000	162,210.06	201,552.30

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Stock - Common</i>			
Australia - AUD			
MACQUARIE GP LTD NPV SEDOL: B28YTC2	3,829.000	244,724.10	298,377.15
NATL AUSTRALIA BK NPV SEDOL: 6624608	3,644.000	33,845.35	84,279.07
ORICA LIMITED NPV SEDOL: 6458001	10,773.000	144,387.74	152,512.45
ORORA LTD NPV SEDOL: BH4TCW7	35,121.000	76,822.02	93,122.93
OZ MINERALS LTD COMSTK SEDOL: 6397825	8,538.000	40,870.98	61,170.45
PERPETUAL LIMITED NPV SEDOL: 6682394	1,484.000	59,220.29	56,120.36
QANTAS AIRWAYS NPV SEDOL: 6710347	54,621.000	161,690.23	215,317.95
RIO TINTO LIMITED NPV SEDOL: 6220103	3,914.000	148,202.44	232,079.82
ST BARBARA LIMITED NPV SEDOL: 6317072	83,440.000	197,660.99	249,303.12
TELSTRA CORP LTD NPV SEDOL: 6087289	19,316.000	65,859.88	54,842.08
WESTPAC BKG CORP NPV SEDOL: 6076146	6,193.000	143,123.43	151,854.86
WOOLWORTHS GRP LTD NPV SEDOL: 6981239	5,137.000	89,694.32	109,688.80
WORLEYPARSONS LIMITED NPV SEDOL: 6562474	14,836.000	119,353.95	166,517.08
Total Australia - AUD		4,407,688.76	5,209,182.33
Austria - EUR			
LENZING AG NPV SEDOL: 4512330	304.000	52,446.04	38,639.82
OMV AG NPV SEDOL: 4651459	4,317.000	158,540.52	273,863.00
UNIQA INSURANCE GR NPV SEDOL: 4422332	14,037.000	137,393.18	148,666.66
WIENERBERGER AG NPV SEDOL: 5699373	1,552.000	34,556.38	37,589.65

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Stock - Common			
Austria - EUR			
Total Austria - EUR		382,936.12	498,759.13
Belgium - EUR			
ANHEUSER-BUSCH INB NPV SEDOL: BYYHL23	1,511.000	155,361.57	168,975.90
BEKAERT SA NPV SEDOL: 5827431	1,621.000	73,597.81	70,940.09
PROXIMUS SEDOL: B00D9P6	6,669.000	227,645.44	219,022.51
Total Belgium - EUR		456,604.82	458,938.50
Canada - CAD			
BOYD GROUP INCOME TRUST UNITS SEDOL: 2438900	1,997.000	102,423.55	160,802.37
CORUS ENTERTAINMNT CLASS 'B' NON-VTG NPV SEDOL: 2484516	22,350.000	240,161.95	208,703.46
ENERFLEX LTD COM NPV SEDOL: B4Y2RV9	0.000	0.00	0.00
FINNING INTL INC COM NPV SEDOL: 2339177	10,747.000	245,694.84	272,073.78
GENWORTH MI CANADA COM NPV SEDOL: B3NWXJQ2	1,419.000	31,314.77	49,264.93
INTERTAPE POLYMER COM NPV SEDOL: 2459901	9,183.000	149,025.92	157,502.43
SUPERIOR PLUS CORP COM NPV SEDOL: B3KTPS0	20,831.000	192,598.08	197,345.44
TRICAN WELL SERVIC COM NPV SEDOL: 2869964	46,512.000	182,292.10	151,457.73
Total Canada - CAD		1,143,511.21	1,197,150.14
Canada - USD			
CDN IMPERIAL BK COMM TORONTO ONT COM STK SEDOL: 2418872	1,731.000	134,692.96	168,616.71
CDN NAT RES LTD COM CDN NAT RES COM STK SEDOL: 2125202	19,205.000	610,752.94	686,002.60

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Stock - Common</i>			
Canada - USD			
MDC PARTNERS INC CL A SUB VTG SHS CL A SUB VTG SHS CUSIP: 552697104	21,421.000	214,196.40	208,854.75
Total Canada - USD		959,642.30	1,063,474.06
China - HKD			
CHINA MEDICAL SYS USD0.005 SEDOL: B6WY993	102,000.000	178,134.17	237,734.26
Total China - HKD		178,134.17	237,734.26
Denmark - DKK			
DANSKE BANK A/S DKK10 SEDOL: 4588825	9,350.000	296,383.44	364,324.88
DFDS AS DKK20 SEDOL: BYSS4Q7	1,210.000	68,629.92	64,652.76
H.LUNDBECK A/S DKK5 SEDOL: 7085259	2,526.000	148,787.43	128,328.82
NOVO-NORDISK AS DKK0.2 SERIES'B' SEDOL: BHC8X90	6,853.000	260,360.63	369,706.55
ROCKWOOL INTL SER'B'DKK10 SEDOL: 4713490	318.000	62,763.42	90,213.86
ROYAL UNIBREW A/S DKK2 (POST SPLIT) SEDOL: BX8ZX20	5,322.000	233,824.15	319,127.73
TOPDANMARK AS DKK1 SEDOL: B94P973	4,859.000	186,839.08	210,099.01
VESTAS WIND SYSTEM DKK1 SEDOL: 5964651	3,740.000	269,570.48	258,646.54
Total Denmark - DKK		1,527,158.55	1,805,100.15
Finland - EUR			
METSO OYJ NPV SEDOL: 5713422	6,333.000	172,969.79	216,504.86
NOKIAN RENKAAT OYJ NPV SEDOL: B07G378	1,809.000	62,141.41	82,110.95
ORION CORPORATION SER'B'NPV SEDOL: B17NY40	3,343.000	129,223.52	124,763.66

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Stock - Common</i>			
Finland - EUR			
STORA ENSO OYJ SER'R'NPV SEDOL: 5072673	21,534.000	257,046.06	341,843.14
UPM-KYMMENE CORP NPV SEDOL: 5051252	10,613.000	152,951.84	330,199.40
Total Finland - EUR		774,332.62	1,095,422.01
France - EUR			
ALTEN NPV SEDOL: 5608915	3,388.000	211,385.23	283,195.10
APERAM S.A. SEDOL: B58C6H1	7,001.000	333,982.96	360,861.95
AXA EUR2.29 SEDOL: 7088429	13,772.000	266,456.28	409,053.05
BNP PARIBAS EUR2 SEDOL: 7309681	7,507.000	427,223.93	561,146.78
BOUYGUES EUR1 SEDOL: 4002121	2,025.000	89,687.79	105,313.47
CNP ASSURANCES EUR1.00 SEDOL: 5543986	8,336.000	143,684.81	192,740.03
EDF EUR0.5 SEDOL: B0NJ17	13,485.000	153,096.42	168,728.86
ENGIE COMSTK SEDOL: B0C2CQ3	22,915.000	400,958.49	394,446.65
EURONEXT EUR1.60 SEDOL: BNBNSG0	4,631.000	283,052.31	288,110.49
EUTELSAT COMMUNICA EUR1 SEDOL: B0M7KJ7	5,673.000	163,852.52	131,440.22
L'OREAL EUR0.20 SEDOL: 4057808	221.000	40,885.92	49,081.44
LVMH MOET HENNESSY LOUIS VUITTON SE EUR0.30 SEDOL: 4061412	1,004.000	204,839.40	295,855.04
MICHELIN (CGDE) EUR2 SEDOL: 4588364	2,003.000	202,960.46	287,541.96
NEOPOST EUR1 SEDOL: 5617096	3,053.000	125,313.85	87,985.02
PEUGEOT SA EUR1 SEDOL: 7103526	13,942.000	299,708.69	283,853.06

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Stock - Common			
France - EUR			
RUBIS EUR1.25(POST SPLIT) SEDOL: BDT88L2	3,271.000	138,379.84	231,662.65
SAFRAN SA EUR0.20 SEDOL: B058TZ6	623.000	59,351.25	64,269.14
SANOFI EUR2 SEDOL: 5671735	7,057.000	593,777.96	608,860.21
SCHNEIDER ELECTRIC EUR4.00 SEDOL: 4834108	763.000	58,555.77	64,922.67
SCOR SE EUR7.876972 SEDOL: B1LB9P6	5,038.000	171,600.57	202,934.86
SOCIETE GENERALE EUR1.25 SEDOL: 5966516	3,794.000	134,425.82	196,128.72
SPIE EUR0.47 SEDOL: BYZFY3	6,015.000	173,506.88	156,771.15
STMICROELECTRONICS EUR1.04 SEDOL: 5962343	19,256.000	162,784.86	420,831.43
TARKETT EUR5 SEDOL: BGH15L3	3,942.000	120,387.94	165,579.71
TOTAL EUR2.5 SEDOL: B15C557	7,716.000	377,217.37	426,624.12
TOTAL SA RIGHT 03/01/2018 SEDOL: BFNX969	7,716.000	0.00	0.00
VINCI EUR2.50 SEDOL: B1XH026	4,826.000	378,420.97	493,449.46
Total France - EUR		5,715,498.29	6,931,387.24
Germany - EUR			
ADIDAS AG SEDOL: 4031976	897.000	156,010.53	180,040.22
ALLIANZ SE NPV(REGD)(VINKULIERT) SEDOL: 5231485	2,959.000	460,752.27	680,431.56
AURELIUS EQUITY OP NPV SEDOL: B17NLM7	2,999.000	116,170.44	205,124.32
BASF - ORD SHS COMSTK SEDOL: 5086577	6,128.000	498,222.94	675,069.05
BAYER AG NPV (REGD) SEDOL: 5069211	1,791.000	148,693.38	223,665.82

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Stock - Common			
Germany - EUR			
CECONOMY AG ORD NPV SEDOL: 5041413	5,142.000	50,312.08	77,829.75
COVESTRO AG NPV SEDOL: BYTBWY9	2,428.000	121,553.89	250,824.13
DAIMLER AG ORD NPV(REGD) SEDOL: 5529027	1,497.000	128,477.35	127,269.92
DEUTSCHE LUFTHANSA ORD NPV (REGD)(VINK) SEDOL: 5287488	3,275.000	43,264.52	120,810.09
DEUTSCHE TELEKOM NPV(REGD) SEDOL: 5842359	3,631.000	59,170.08	64,507.76
DUERR AG ORD NPV SEDOL: 5119901	1,606.000	191,680.91	205,480.07
GRAND CITY PROPERT NPV SEDOL: B8K9X70	10,904.000	163,611.22	257,287.75
HANNOVER RUECK SE ORD NPV(REGD) SEDOL: 4511809	960.000	88,573.39	120,925.37
HOCHTIEF AG NPV SEDOL: 5108664	1,573.000	229,444.95	278,795.52
HUGO BOSS AG SEDOL: B88MHC4	2,043.000	151,595.21	174,032.46
JENOPTIK AG NPV SEDOL: 5470556	1,008.000	28,215.51	33,340.65
METRO AG (NEW) SEDOL: BD6QT83	8,288.000	172,982.69	165,704.65
RHEINMETALL AG NPV SEDOL: 5334588	3,439.000	328,241.72	437,113.02
SALZGITTER AG ORD NPV SEDOL: 5465358	4,341.000	149,809.17	248,097.18
SAP SE SEDOL: 4846288	2,142.000	153,200.30	240,364.03
SIEMENS AG NPV(REGD) SEDOL: 5727973	1,640.000	202,702.32	228,735.60
SOFTWARE AG NPV (REGD) SEDOL: BF06WX9	4,989.000	218,046.93	280,728.49
STABILUS S.A. EUR0.01 SEDOL: BMM1PP4	2,225.000	91,283.63	200,249.92

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Stock - Common			
Germany - EUR			
TALANX AG NPV SEDOL: B8F0TD6	3,313.000	110,715.59	135,539.00
TELEFONICA DEUTSCH NPV SEDOL: B7VG6L8	40,901.000	208,647.00	205,590.89
Total Germany - EUR		4,271,378.02	5,817,557.22
Hong Kong - HKD			
AIA GROUP LTD NPV SEDOL: B4TX8S1	34,400.000	228,339.19	293,293.08
CHOW TAI FOOK JEWELRY HKD1 SEDOL: B4R39F7	46,400.000	34,363.08	48,671.54
CK ASSET HOLDINGS LTD SEDOL: BYZQ077	40,000.000	313,594.12	349,481.28
KERRY PROPERTIES HKD1 SEDOL: 6486314	39,500.000	125,074.53	177,609.28
MAN WAH HOLDINGS L HKD0.4 SEDOL: B58YWF7	206,800.000	197,822.62	196,554.31
MELCO INTL DEV NPV SEDOL: B092QP3	48,000.000	140,742.95	141,225.23
SJM HOLDINGS LTD. NPV SEDOL: B2NR3Y6	96,000.000	89,560.85	85,963.18
SUN HUNG KAI PROP NPV SEDOL: 6859927	14,000.000	211,467.51	233,533.32
WH GROUP LIMITED COMSTK SEDOL: BLLHKZ1	301,000.000	251,323.53	339,608.30
WHARF REAL ESTATE HKD0.1 SEDOL: BF0GWS4	35,000.000	154,394.30	232,816.96
WHARF(HLDGS) NPV SEDOL: 6435576	39,000.000	103,979.69	134,701.24
WHEELLOCK & COMPANY NPV SEDOL: 6981488	27,000.000	170,373.72	192,726.39
YUE YUEN INDL HLDG HKD0.25 SEDOL: 6586537	36,000.000	130,216.12	141,378.74
Total Hong Kong - HKD		2,151,252.21	2,567,562.85

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Stock - Common			
Israel - ILS			
BK LEUMI LE ISRAEL ILS1 SEDOL: 6076425	18,827.000	86,289.38	113,721.77
Total Israel - ILS		86,289.38	113,721.77
Israel - USD			
ADR NICE LTD SPONSORED ADR CUSIP: 653656108	2,792.000	177,560.23	256,612.72
CHECK PT SOFTWARE TECHNOLOGIES SEDOL: 2181334	2,986.000	301,780.86	309,409.32
Total Israel - USD		479,341.09	566,022.04
Italy - EUR			
AZIMUT HLDG S.P.A NPV SEDOL: B019M65	11,897.000	221,790.15	228,146.12
A2A SPA EUR0.52 SEDOL: 5499131	136,019.000	160,073.64	251,857.37
BANCA IFIS EUR1 SEDOL: 7242087	4,752.000	141,655.98	232,641.85
BREMBO SPA NPV SEDOL: BF37983	10,279.000	127,285.05	156,386.11
CATTOLICA ASSICURA EUR3 SEDOL: 4731027	8,443.000	70,549.06	91,752.11
DIASORIN SPA EUR1 SEDOL: B234WN9	2,564.000	122,516.13	227,835.00
ENAV S.P.A. EUR1 SEDOL: BD0CRV6	19,972.000	74,972.21	108,160.53
ENEL SPA EUR1 SEDOL: 7144569	79,022.000	350,905.87	486,783.77
ENI SPA EUR1 SEDOL: 7145056	5,625.000	89,436.81	93,212.11
EXOR NV EUR0.01 SEDOL: BYSLCX9	1,174.000	50,443.15	72,037.68
FERRARI NV COM EUR0.01 SEDOL: BD6G507	2,815.000	234,649.34	295,603.05
FIAT CHRYSLER AUTOMOBILES NV SEDOL: BRJFWP3	4,604.000	49,793.71	82,429.69

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Stock - Common</i>			
Italy - EUR			
GEDI GRUPPO EDITOR EUR0.15 SEDOL: 5836200	222.000	202.12	187.00
INTERPUMP GROUP EUR0.52 SEDOL: 5161407	5,292.000	94,873.92	166,618.50
INTESA SANPAOLO EUR0.52 SEDOL: 4076836	48,229.000	154,258.90	160,420.08
IREN SPA EUR1 SEDOL: 4783211	81,322.000	198,307.49	244,128.66
MAIRE TECNIMONT SP NPV SEDOL: BBGTNT7	6,661.000	37,145.45	34,537.65
MEDIOBANCA SPA EUR0.5 SEDOL: 4574813	7,277.000	72,331.63	82,663.58
OVS SPA NPV SEDOL: BW0D7R8	25,716.000	191,367.53	171,537.15
POSTE ITALIANE SPA NPV SEDOL: BYYN701	10,306.000	68,953.41	77,655.92
RECORDATI EUR0.125 SEDOL: B07DRZ5	1,610.000	50,820.85	71,647.66
SARAS RAFFINERIE NPV SEDOL: B04F679	69,541.000	172,748.70	167,343.69
Total Italy - EUR		2,735,081.10	3,503,585.28
Japan - JPY			
AEON MALL CO LTD NPV SEDOL: 6534202	8,900.000	169,241.04	174,128.72
AOZORA BANK NPV SEDOL: B1G1854	2,900.000	103,940.17	112,885.04
ARCS COMPANY LTD NPV SEDOL: 6721930	1,400.000	31,277.97	32,660.45
ASAHI GLASS CO NPV SEDOL: 6055208	3,500.000	116,009.18	151,620.06
AZBIL CORP NPV SEDOL: 6985543	6,200.000	185,959.03	269,134.49
CITIZEN WATCH CO NPV SEDOL: 6197304	32,300.000	190,875.50	237,124.72
CKD CORP NPV SEDOL: 6160050	11,000.000	183,844.45	247,829.56

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<i>Corporate Stock - Common</i>			
Japan - JPY			
DAI NIPPON PRINTNG NPV SEDOL: 6250906	7,200.000	158,185.40	160,617.84
DAIICHI SANKYO COM NPV SEDOL: B0J7D91	5,100.000	113,251.53	132,966.71
DAITO TRUST CONST NPV SEDOL: 6250508	300.000	53,450.22	61,185.09
DAIWA HOUSE INDS NPV SEDOL: 6251363	3,600.000	122,333.31	138,279.63
DENKA COMPANY LTD NPV SEDOL: 6309820	3,400.000	103,760.48	136,271.64
DENSO CORP NPV SEDOL: 6640381	5,500.000	234,930.40	330,195.30
EXEDY CORP NPV SEDOL: 6250412	1,000.000	29,980.68	30,936.53
FUJI MEDIA HOLDINGS INC NPV SEDOL: 6036582	6,900.000	103,014.60	108,537.95
FUJITSU Y50 SEDOL: 6356945	14,450.000	79,242.04	102,965.07
FUKUOKA FINANCIAL NPV SEDOL: B1TK1Y8	37,000.000	166,731.53	207,909.45
HITACHI CHEMICAL NPV SEDOL: 6429126	5,200.000	117,247.83	133,588.99
HITACHI NPV SEDOL: 6429104	63,000.000	336,644.57	490,969.37
HONDA MOTOR CO NPV SEDOL: 6435145	9,100.000	249,646.49	311,976.92
HOSIDEN CORP NPV SEDOL: 6439813	14,500.000	158,137.84	214,185.53
HOYA CORP NPV SEDOL: 6441506	1,800.000	82,770.84	89,928.10
H20 RETAILING SHS SEDOL: 6408705	3,800.000	62,199.56	79,575.68
IBIDEN CO LTD NPV SEDOL: 6456102	12,800.000	204,585.93	191,687.53
JAFCO CO LTD NPV SEDOL: 6471439	4,400.000	245,650.81	255,055.48

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<i>Corporate Stock - Common</i>			
Japan - JPY			
JAPAN PETROLEUM EX NPV SEDOL: 6711696	2,400.000	91,225.21	63,659.12
JSR CORP NPV SEDOL: 6470986	24,800.000	470,059.91	488,294.72
JTEKT CORPORATION NPV SEDOL: 6497082	4,400.000	64,710.39	75,618.29
K'S HOLDINGS CORP NPV SEDOL: 6484277	4,900.000	106,950.50	125,664.45
KAMIGUMI CO LTD NPV SEDOL: 6482668	11,400.000	260,748.67	252,287.62
KANDENKO CO LTD NPV SEDOL: 6483586	19,500.000	181,994.91	205,299.60
KAO CORP NPV SEDOL: 6483809	6,200.000	349,120.05	419,332.45
KDDI CORP NPV SEDOL: 6248990	3,500.000	75,464.92	87,134.93
KEYENCE CORP NPV SEDOL: 6490995	100.000	53,725.35	56,031.96
KINDEN CORP NPV SEDOL: 6492924	10,200.000	164,683.80	166,423.44
KOBAYASHI PHARMACEUTICALS NPV SEDOL: 6149457	1,300.000	66,319.78	84,474.03
KOBE STEEL LTD SEDOL: 6496023	13,400.000	135,623.39	124,305.37
KOMATSU NPV SEDOL: 6496584	11,300.000	294,496.88	409,067.02
KYORIN HOLDINGS INC NPV SEDOL: B0YZFP0	1,700.000	36,220.14	31,872.17
LEOPALACE 21 CORP NPV SEDOL: 6598424	37,300.000	231,055.58	290,055.93
LION CORP NPV SEDOL: 6518808	12,300.000	173,687.10	233,115.85
MARUBENI CORP NPV SEDOL: 6569464	48,200.000	295,635.80	349,187.93
MATSUMOTOKIYOSHI H NPV SEDOL: B249GC0	3,200.000	107,124.14	131,806.48

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<i>Corporate Stock - Common</i>			
Japan - JPY			
MITSUBISHI CORP NPV SEDOL: 6596785	16,600.000	362,264.18	458,728.81
MITSUBISHI TANABE PHARMA CORP SEDOL: 6870984	3,500.000	69,644.62	72,454.51
MITSUBISHI UFJ FIN NPV SEDOL: 6335171	78,000.000	462,583.50	572,207.72
MITSUI & CO LTD NPV SEDOL: 6597302	23,000.000	313,167.50	374,043.50
MIXI. INC NPV SEDOL: B1BSCX6	1,800.000	94,540.52	80,852.20
MIZUHO FINANCIAL GROUP NPV SEDOL: 6591014	135,300.000	265,638.29	245,737.95
MS&AD INS GP HLDGS NPV SEDOL: B2Q4CS1	6,200.000	189,664.88	209,913.89
NEC CORP NPV SEDOL: 6640400	10,600.000	275,111.72	286,054.15
NIFCO INC NPV SEDOL: 6639163	3,200.000	212,470.22	218,446.52
NIPPON ELECTRIC GLASS CO LTD SEDOL: 6642666	3,300.000	97,781.45	125,965.38
NIPPON EXPRESS CO NPV SEDOL: 6642127	2,200.000	145,684.10	146,276.08
NIPPON PAPER INDUSTRIES CO JPY50 SEDOL: B8B8PJ2	6,600.000	123,336.59	125,496.67
NIPPON STEEL AND SUMITOMO METAL CORPORATION SEDOL: 6642569	13,500.000	316,678.66	346,458.06
NIPPON TELEGRAPH & TELEPHONE CORP NPV SEDOL: 6641373	2,800.000	135,027.77	131,760.32
NIPPON YUSEN KABUSHIKI KAISHA NPV SEDOL: 6643960	12,600.000	257,555.50	307,478.03
NISSAN MOTOR CO LTD SEDOL: 6642860	21,200.000	195,017.42	211,435.42
NISSIN FOODS HOLDINGS CO LTD NPV SEDOL: 6641760	1,700.000	104,828.72	124,198.85
NOMURA HOLDINGS NPV SEDOL: 6643108	29,300.000	171,230.48	172,990.95

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<i>Corporate Stock - Common</i>			
Japan - JPY			
NOMURA RL EST INC NPV SEDOL: B1CWJM5	5,300.000	107,570.57	118,844.21
NTT DOCOMO NPV SEDOL: 6129277	15,000.000	363,782.17	354,327.56
OJI HOLDINGS CORP SEDOL: 6657701	31,000.000	146,731.91	206,391.48
OPEN HOUSE CO LTD NPV SEDOL: BD3D170	6,200.000	155,809.69	333,528.63
ORIX CORP NPV SEDOL: 6661144	10,600.000	131,433.50	179,207.28
OSG CORPORATION CO NPV SEDOL: 6655620	0.000	0.00	0.00
PARAMOUNT BED HLDG NPV SEDOL: B5W8JJ8	1,100.000	41,840.70	54,487.35
PIGEON CORP NPV SEDOL: 6688080	8,800.000	337,219.15	335,126.50
POLA ORBIS HLDG IN NPV SEDOL: B5N4QN8	6,000.000	173,854.01	210,652.46
RECRUIT HLDGS CO L NPV SEDOL: BQRRZ00	2,100.000	50,010.34	52,197.07
RESONA HOLDINGS NPV SEDOL: 6421553	27,300.000	109,157.14	163,121.44
RICOH CO LTD NPV SEDOL: 6738220	30,900.000	269,976.38	287,193.08
ROHTO PHARMACEUTICAL CO NPV SEDOL: 6747367	10,300.000	239,782.84	275,215.27
SANKYO CO LTD NPV SEDOL: 6775432	4,900.000	162,421.31	154,198.85
SBI HLDGS INC NPV SEDOL: 6309466	8,400.000	96,023.14	175,680.43
SCREEN HOLDINGS CO LTD NPV SEDOL: 6251028	2,600.000	151,085.46	212,800.71
SEINO HOLDINGS NPV SEDOL: 6793423	14,400.000	237,467.65	228,814.91
SEKISUI HOUSE NPV SEDOL: 6793906	5,900.000	97,048.61	106,608.52

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Stock - Common			
Japan - JPY			
SINFONIA TECH CO LTD SEDOL: 6804604	39,000.000	170,211.23	150,945.41
SOFTBANK GROUP CORP SEDOL: 6770620	1,749.000	93,987.27	138,491.61
SOJITZ CORPORATION SEDOL: 6594143	89,820.000	203,970.40	275,878.56
SOMPO HOLDINGS INC SEDOL: B62G7K6	1,100.000	43,445.98	42,613.40
SONY CORP NPV SEDOL: 6821506	800.000	32,422.32	36,097.65
SUMIDA CORP NPV SEDOL: 6808952	9,500.000	162,564.37	162,929.43
SUMITOMO BAKELITE NPV SEDOL: 6858504	30,000.000	165,522.38	252,463.38
SUMITOMO CORP NPV SEDOL: 6858946	23,500.000	291,519.44	399,489.57
SUMITOMO ELECTRIC NPV SEDOL: 6858708	12,600.000	185,972.29	213,075.90
SUMITOMO MITSUI FINANCIAL GROUP NPV SEDOL: 6563024	900.000	37,979.18	38,892.14
SUZUKEN CO LTD NPV SEDOL: 6865560	2,000.000	68,379.75	82,290.28
TAKEDA PHARMACEUTICAL CO NPV SEDOL: 6870445	4,600.000	216,814.57	261,381.27
TEIJIN LTD NPV SEDOL: 6880507	11,600.000	241,770.96	258,464.27
TIS INC SEDOL: B2Q4CR0	2,200.000	51,699.43	76,848.65
TODA CORP NPV SEDOL: 6893884	33,000.000	179,349.48	264,820.24
TOKYO ELECTRON NPV SEDOL: 6895675	300.000	50,458.36	54,327.56
TOKYU CONST(NEW) NPV SEDOL: 6689351	5,700.000	51,659.91	55,557.92
TOKYU FUDOSAN HOLDINGS CORPORATION NPV SEDOL: BDC6LT2	10,100.000	60,256.02	73,071.46

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Stock - Common			
Japan - JPY			
TOYOTA MOTOR CORP NPV SEDOL: 6900643	11,389.000	580,104.24	729,239.74
TOYOTA TSUSHO CORP NPV SEDOL: 6900580	1,000.000	22,853.47	40,257.43
ULVAC INC NPV SEDOL: 6599483	3,300.000	123,496.22	207,989.35
UNICHARM CORP NPV SEDOL: 6911485	8,900.000	222,008.23	231,447.40
WACOAL HOLDINGS NPV SEDOL: 6932204	1,500.000	43,226.47	47,403.46
ZENKOKU HOSHO CO L NPV SEDOL: B92MT10	5,100.000	148,135.58	219,347.54
Total Japan - JPY		16,873,006.16	19,968,065.59
KOREA, REPUBLIC OF - KRW			
DOOSAN BOBCAT INC KRW500 SEDOL: BYX9GP8	7,734.000	223,481.91	258,630.80
MANDO (NEW) SEDOL: BQJZQJ8	892.000	207,592.74	257,047.31
Total KOREA, REPUBLIC OF - KRW		431,074.65	515,678.11
Netherlands - EUR			
AMG ADVANCED METAL EUR0.02 SEDOL: B1Z95S1	5,058.000	140,305.84	254,576.90
ASM INTL NV EUR0.04 SEDOL: 5165294	3,361.000	173,175.31	227,503.06
ASML HOLDING NV EUR0.09 SEDOL: B929F46	356.000	46,468.20	62,049.42
ASR NEDERLAND NV EUR0.16 SEDOL: BD9PNF2	10,036.000	305,459.15	413,417.42
ING GROEP N.V. EUR0.01 SEDOL: BZ57390	30,263.000	437,097.89	556,907.63
NN GROUP N.V. EUR0.12 SEDOL: BNG8PQ9	7,537.000	282,739.13	326,901.54
UNILEVER NV CVA EUR0.16 SEDOL: B12T3J1	4,301.000	168,305.84	242,505.73

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Stock - Common</i>			
Netherlands - EUR			
Total Netherlands - EUR		1,553,551.36	2,083,861.70
Netherlands - USD			
INTERXION HOLDING NV COM EUR0.10 CUSIP: N47279109	4,943.000	179,308.48	291,290.99
Total Netherlands - USD		179,308.48	291,290.99
New Zealand - NZD			
CONTACT ENERGY NPV SEDOL: 6152529	12,939.000	46,230.40	51,164.33
SPARK NEW ZEALAND LTD COM SEDOL: 6881436	74,448.000	189,207.64	192,199.13
Total New Zealand - NZD		235,438.04	243,363.46
Norway - NOK			
SUBSEA 7 SA USD2 SEDOL: 5258246	10,697.000	154,943.04	160,860.09
TGS NOPEC GEOPH.CO NOK0.25 SEDOL: B15SLC4	3,533.000	75,789.27	83,883.02
Total Norway - NOK		230,732.31	244,743.11
Portugal - EUR			
ENERGIAS DE PORTUGAL SA EUR1(REGD) SEDOL: 4103596	61,901.000	205,283.68	214,444.15
JERONIMO MARTINS EUR1 SEDOL: B1Y1SQ7	7,535.000	125,249.63	146,532.83
Total Portugal - EUR		330,533.31	360,976.98
Singapore - HKD			
BOC AVIATION LTD NPV SEDOL: BYZJV17	27,400.000	148,868.01	145,985.19
Total Singapore - HKD		148,868.01	145,985.19

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Stock - Common			
Singapore - SGD			
DBS GROUP HLDGS NPV SEDOL: 6175203	10,013.000	118,897.09	186,189.05
Total Singapore - SGD		118,897.09	186,189.05
Spain - EUR			
ACS ACTIVIDADES CO EUR0.5 SEDOL: B01FLQ6	6,019.000	188,017.54	235,764.82
AENA SME S.A. EUR10 SEDOL: BVRZ8L1	1,605.000	306,894.44	325,711.01
AMADEUS IT GROUP EUR0.01 SEDOL: B3MSM28	5,959.000	265,432.77	430,121.17
BANCO SANTANDER EUR0.50(REGD) SEDOL: 5705946	71,454.000	601,741.43	470,108.99
BBVA(BILB-VIZ-ARG) EUR0.49 SEDOL: 5501906	25,374.000	201,928.73	216,696.25
ENDESA SA EUR1.2 SEDOL: 5271782	11,306.000	230,151.03	242,403.86
GAS NATURAL SDG EUR1 SEDOL: 5650422	7,495.000	168,311.64	173,249.93
IBERDROLA SA EUR0.75 SEDOL: B288C92	38,640.000	246,878.53	299,736.99
MAPFRE EUR0.10 SEDOL: B1G40S0	43,208.000	156,629.61	138,945.80
REPSOL SA EUR1 SEDOL: 5669354	19,338.000	275,317.65	342,394.70
SIEMENS GAMESA RENEWABLE ENERGY SEDOL: B01CP21	10,312.000	215,753.22	141,533.69
TELEFONICA SA EUR1 SEDOL: 5732524	7,633.000	119,560.96	74,471.37
Total Spain - EUR		2,976,617.55	3,091,138.58
Sweden - SEK			
ATLAS COPCO AB SER'A'NPV (POST SPLIT) SEDOL: BXC8BS7	6,204.000	189,363.71	268,391.67
ELECTROLUX AB SER'B'NPV (POST SPLIT) SEDOL: B1KKBX6	7,040.000	192,128.75	227,257.65

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Stock - Common			
Sweden - SEK			
ERICSSON SER'B'NPV SEDOL: 5959378	25,469.000	156,402.55	167,512.14
HEMFOSA FASTIGHETER AB NPV (POST SPLIT) SEDOL: BXRTNW3	20,735.000	251,954.16	278,323.85
ICA GRUPPEN AB NPV SEDOL: B0S1651	1,886.000	60,907.98	68,621.61
INTRUM JUSTITIA AB NPV SEDOL: 7371431	5,246.000	171,026.74	194,334.27
JM AB NPV SEDOL: B142FZ8	3,988.000	138,471.90	91,035.99
KINDRED GROUP PLC SDR EACH REP 1 SEDOL: BYSY2K5	3,417.000	35,649.84	48,996.13
L E LUNDBERGFORETA SER'B'NPV SEDOL: 4538002	718.000	43,462.37	53,756.82
NETENT AB SER'B'NPV SEDOL: BD467Z8	20,843.000	197,596.75	143,832.61
PEAB AB SER'B'NPV SEDOL: 4407760	3,031.000	35,675.33	26,136.01
SANDVIK AB NPV SEDOL: B1VQ252	21,044.000	258,766.26	369,346.30
SWEDBANK AG SEK20 SER'A' SEDOL: 4846523	8,352.000	195,300.61	201,876.13
Total Sweden - SEK		1,926,706.95	2,139,421.18
Switzerland - CHF			
ADECCO GROUP AG CHF0.1 (REGD) SEDOL: 7110720	4,049.000	290,196.28	309,751.62
BALOISE HOLDING AG CHF0.10 (REGD) (VINKULIERT) SEDOL: 7124594	709.000	95,419.79	110,369.73
BUCHER INDUSTRIES CHF0.20 (REGD) SEDOL: B07ZBW6	147.000	53,290.28	59,735.25
CEMBRA MONEY BANK CHF1 (REGD) SEDOL: BFSSBH4	5,704.000	335,921.52	531,768.49
DORMAKABA HOLDING CHF0.10 'B'(REGD) SEDOL: 7050417	153.000	129,208.37	142,480.76
FLUGHAFEN ZURICH AG SEDOL: BYQ8481	383.000	81,533.91	87,604.62

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Stock - Common			
Switzerland - CHF			
FORBO HLDGS AG CHF28(REGD) SEDOL: 4350035	22.000	34,533.05	33,976.40
GEORG FISCHER AG CHF1.00 (REGD) SEDOL: 4341783	281.000	258,601.06	371,398.66
NESTLE SA CHF0.10(REGD) SEDOL: 7123870	9,757.000	628,618.77	839,031.91
NOVARTIS AG CHF0.50 (REGD) SEDOL: 7103065	6,305.000	436,692.46	533,126.73
ROCHE HLDGS AG GENUSSSCHEINE NPV SEDOL: 7110388	2,013.000	363,098.87	509,188.81
SCHINDLER-HLDG AG CHF0.10 (PTG CERT) SEDOL: B11TCY0	753.000	134,657.68	173,317.50
SIKA AG CHF0.60 (BR) SEDOL: 4808084	35.000	144,276.48	277,988.71
SWISS LIFE HOLDINGS AG SEDOL: 7437805	474.000	69,845.02	167,809.13
SWISS RE AG CHF0.10 SEDOL: B545MG5	1,385.000	92,365.68	129,688.30
UBS GROUP CHF0.10 (REGD) SEDOL: BRJL176	4,746.000	67,599.17	87,371.21
ZURICH INSURANCE GROUP AG CHF0.10 SEDOL: 5983816	566.000	150,821.85	172,268.45
Total Switzerland - CHF		3,366,680.24	4,536,876.28
Switzerland - GBP			
IWG PLC ORD GBP0.01 SEDOL: BYVQYS0	16,138.000	62,669.21	56,192.17
WIZZ AIR HLDGS PLC ORD GBP0.0001 SEDOL: BN574F9	6,925.000	158,600.34	344,734.85
Total Switzerland - GBP		221,269.55	400,927.02
Taiwan - TWD			
BIZLINK HOLDING IN TWD10 SEDOL: B5SG8Y4	22,000.000	213,089.97	205,890.75
BIZLINK HOLDING RTS 09/01/2018 SEDOL: 8A7PGEU	456.000	0.00	1,049.65

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Stock - Common</i>			
Taiwan - TWD			
SINBON ELECTRONICS TWD10 SEDOL: 6349354	73,000.000	212,072.54	211,700.86
Total Taiwan - TWD		425,162.51	418,641.26
United Kingdom - GBP			
ABCAM ORD GBP0.002 SEDOL: B677469	14,503.000	178,629.05	206,979.77
ASTRAZENECA ORD USD0.25 SEDOL: 0989529	2,123.000	92,266.73	147,069.42
BP ORD USD0.25 SEDOL: 0798059	45,427.000	390,015.65	321,206.37
BRITISH AMERICAN TOBACCO ORD GBP0.25 SEDOL: 0287580	6,187.000	375,250.49	419,979.77
BURBERRY GROUP ORD GBP0.0005 SEDOL: 3174300	7,049.000	125,897.45	170,876.80
CENTAMIN PLC ORD NPV (DI) SEDOL: B5TT187	48,876.000	93,266.72	104,663.24
CLOSE BROS GROUP ORD GBP0.25 SEDOL: 0766807	2,680.000	55,927.38	52,495.36
DECHRA PHARMA ORD GBP0.01 SEDOL: 0963318	9,223.000	163,980.80	261,505.65
DIAGEO ORD PLC SEDOL: 0237400	4,637.000	119,412.73	170,931.14
FERREXPO PLC ORD GBP0.10 SEDOL: B1XH2C0	26,376.000	92,834.35	104,578.49
GLAXOSMITHKLINE ORD GBP0.25 SEDOL: 0925288	20,920.000	429,617.93	374,261.33
GLENCORE PLC ORD USD0.01 SEDOL: B4T3BW6	11,190.000	32,359.41	59,035.37
G4S PLC ORD 25P SEDOL: B01FLG6	64,518.000	254,897.57	233,028.88
HSBC HLDGS ORD USD0.50(UK REG) SEDOL: 0540528	74,155.000	738,578.23	769,301.85
IG GROUP HLDGS ORD GBP0.00005 SEDOL: B06QFB7	13,075.000	123,961.13	126,905.73
INCHCAPE ORD GBP0.10 SEDOL: B61TVQ0	6,539.000	56,770.09	69,217.09

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Stock - Common</i>			
United Kingdom - GBP			
INTERCONTINENTAL HOTELS GROUP SEDOL: BD8QVH4	2,253.000	125,740.49	143,823.14
INTERMED CAP GRP ORD GBP0.2625 SEDOL: BYT1DJ1	14,426.000	212,833.78	223,639.31
INVESTEC ORD GBP0.0002 SEDOL: B17BBQ5	26,493.000	190,496.58	191,735.49
JUPITER FUND MGT ORD GBP0.02 SEDOL: B53P200	47,534.000	331,427.50	404,135.72
LEGAL & GENERAL GP ORD GBP0.025 SEDOL: 0560399	100,247.000	299,428.52	370,619.79
LLOYDS BANKING GP ORD GBP0.1 SEDOL: 0870612	480,184.000	435,834.11	442,096.65
MARKS & SPENCER GP ORD GBP0.25 SEDOL: 3127489	66,288.000	325,691.57	282,284.63
MONDI PLC GBP SEDOL: B1CRLC4	11,396.000	186,773.18	297,681.82
MONEYSUPERMARKET.C ORD GBP0.0002 SEDOL: B1ZBKY8	14,323.000	61,067.06	69,015.33
PARAGON BANKING GR ORD GBP1 SEDOL: B2NGPM5	13,273.000	73,896.58	88,105.44
PERSIMMON ORD GBP0.10 SEDOL: 0682538	9,786.000	284,115.31	362,456.80
PLAYTECH PLC ORD NPV SEDOL: B7S9G98	11,691.000	140,303.74	136,088.10
PRUDENTIAL GBP0.05 SEDOL: 0709954	3,241.000	57,803.66	83,542.14
RECKITT BENCK GRP ORD GBP0.10 SEDOL: B24CGK7	837.000	72,520.62	78,340.51
REDROW ORD GBP0.10 SEDOL: 0728238	31,408.000	268,975.10	278,078.58
RELX PLC SEDOL: B2B0DG9	6,280.000	115,477.70	147,732.76
RIO TINTO ORD GBP0.10 SEDOL: 0718875	7,216.000	236,317.36	384,796.17
ROYAL DUTCH SHELL 'A'SHS EUR0.07(GBP) SEDOL: B03MLX2	13,820.000	424,828.47	463,636.18

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
Corporate Stock - Common			
United Kingdom - GBP			
ROYAL DUTCH SHELL 'B'ORD EUR0.07 SEDOL: B03MM40	11,157.000	367,338.07	378,598.72
RPC GROUP ORD GBP0.05 SEDOL: 0719737	18,525.000	198,346.86	220,901.23
SAINSBURY(J) ORD GBP0.28571428 SEDOL: B019KW7	23,006.000	104,374.57	75,126.98
SSE PLC ORD GBP0.50 SEDOL: 0790873	4,046.000	82,052.74	72,246.60
SSP GROUP PLC ORD GBP0.01 SEDOL: BNGWY42	35,761.000	157,256.57	330,406.02
TAYLOR WIMPEY ORD GBP0.01 SEDOL: 0878230	104,956.000	253,317.69	293,045.16
UDG HEALTHCARE PLC ORD EUR0.05 SEDOL: 3302480	18,002.000	150,218.27	205,776.16
UNILEVER PLC ORD GBP0.031111 SEDOL: B10RZP7	4,261.000	188,059.08	237,796.65
VODAFONE GROUP ORD USD0.2095238 SEDOL: BH4HKS3	72,438.000	188,208.17	230,277.71
WM MORRISON SUPERMARKETS ORD GBP0.10 SEDOL: 0604316	71,711.000	205,033.56	213,318.54
3I GROUP ORD GBP0.738636 SEDOL: B1YW440	21,788.000	180,161.51	269,242.44
Total United Kingdom - GBP		9,241,564.13	10,566,581.03
United Kingdom - USD			
FERROGLOBE PLC COM NPV CUSIP: G33856108	16,844.000	179,413.15	272,872.80
Total United Kingdom - USD		179,413.15	272,872.80
United States - USD			
ABBOTT LAB COM SEDOL: 2002305	7,875.000	314,752.98	449,426.25
ACADIA HEALTHCARE CO INC COM CUSIP: 00404A109	5,653.000	231,809.85	184,457.39
ACTIVISION BLIZZARD INC COM STK SEDOL: 2575818	6,448.000	222,119.57	408,287.36

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Stock - Common</i>			
United States - USD			
AEROJET ROCKETDYNE HLDGS INC COM CUSIP: 007800105	8,660.000	265,716.59	270,192.00
ALEXION PHARMACEUTICALS INC COM SEDOL: 2036070	2,295.000	274,931.26	274,459.05
ALLERGAN PLC. COM STK SEDOL: BY9D546	3,585.000	691,896.56	586,434.30
ALPHABET INC CAP STK USD0.001 CL C SEDOL: BYY88Y7	1,348.000	910,812.19	1,410,547.20
ALPHABET INC CAPITAL STOCK USD0.001 CL A SEDOL: BYVY8G0	635.000	338,650.82	668,909.00
AMAZON COM INC COM SEDOL: 2000019	470.000	525,178.73	549,650.90
AMC ENTMT HLDGS INC CL A COM CL A COM CUSIP: 00165C104	20,070.000	318,630.38	303,057.00
AMERICAN INTERNATIONAL GROUP INC COM SEDOL: 2027342	4,050.000	242,401.38	241,299.00
AMERISOURCEBERGEN CORP COM SEDOL: 2795393	3,325.000	263,807.25	305,301.50
ANTHEM INC COM SEDOL: BSPHGL4	1,385.000	178,882.38	311,638.85
AON PLC COM SEDOL: B5BTOK0	534.000	55,050.53	71,556.00
APPLE INC COM STK SEDOL: 2046251	11,165.000	1,047,792.65	1,889,452.95
ASTEC INDS INC COM CUSIP: 046224101	4,956.000	264,607.88	289,926.00
AT&T INC COM SEDOL: 2831811	21,885.000	904,559.46	850,888.80
AUTOZONE INC COM SEDOL: 2065955	395.000	211,642.58	280,991.15
BANC CALIF INC COM CUSIP: 05990K106	13,595.000	284,180.77	280,736.75
BANK NEW YORK MELLON CORP COM STK SEDOL: B1Z77F6	12,550.000	536,429.79	675,943.00
BEACON ROOFING SUPPLY INC COM CUSIP: 073685109	3,543.000	132,402.09	225,901.68

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Stock - Common</i>			
United States - USD			
BELMOND LTD COM STOCK CUSIP: G1154H107	9,178.000	106,326.09	112,430.50
BERKSHIRE HATHAWAY INC-CL B SEDOL: 2073390	7,860.000	1,046,988.84	1,558,009.20
BIOGEN INC COMMON STOCK SEDOL: 2455965	2,295.000	642,768.15	731,118.15
BLACKHAWK NETWORK HLDGS INC COMMON STOCK CUSIP: 09238E104	5,283.000	218,311.73	188,338.95
BLACKROCK INC COM STK SEDOL: 2494504	405.000	144,446.63	208,052.55
BRISTOL MYERS SQUIBB CO COM SEDOL: 2126335	3,170.000	175,198.77	194,257.60
BROADCOM LIMITED COM NPV SEDOL: BD9WQP4	3,489.000	562,695.91	896,324.10
C&J ENERGY SVCS INC NEW COM CUSIP: 12674R100	6,009.000	196,464.75	201,121.23
CA INC COM CUSIP: 12673P105	245.000	0.00	8,153.60
CAMBREX CORP COM CUSIP: 132011107	4,667.000	197,522.03	224,016.00
CARBONITE INC COM CUSIP: 141337105	9,861.000	221,286.10	247,511.10
CELGENE CORP COM SEDOL: 2182348	4,840.000	512,119.38	505,102.40
CHEGG INC COM CUSIP: 163092109	17,968.000	230,894.08	293,237.76
CHEMICAL FINL CORP COM CUSIP: 163731102	5,669.000	232,442.14	303,121.43
CHEVRON CORP COM SEDOL: 2838555	6,570.000	714,929.81	822,498.30
CIGNA CORPORATION SEDOL: 2196479	2,930.000	363,759.93	595,053.70
CISCO SYSTEMS INC SEDOL: 2198163	20,785.000	656,331.71	796,065.50
CITIGROUP INC COM NEW COM NEW SEDOL: 2297907	19,032.000	957,398.83	1,416,171.12

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<i>Corporate Stock - Common</i>			
United States - USD			
COMCAST CORP NEW-CL A SEDOL: 2044545	30,665.000	845,417.32	1,228,133.25
CONAGRA BRANDS INC COM USD5 SEDOL: 2215460	5,740.000	216,035.77	216,225.80
COSTCO WHOLESALE CORP NEW COM SEDOL: 2701271	1,165.000	190,908.34	216,829.80
CVS HEALTH CORP COM SEDOL: 2577609	4,944.000	367,956.69	358,440.00
DOLLAR GEN CORP NEW COM SEDOL: B5B1S13	4,215.000	308,630.20	392,037.15
DXP ENTERPRISES INC COM NEW STK CUSIP: 233377407	6,091.000	205,564.70	180,110.87
DYNEGY INC NEW DEL COM CUSIP: 26817R108	26,001.000	277,320.22	308,111.85
EATON CORP PLC COM USD0.50 SEDOL: B8KQN82	1,890.000	123,958.31	149,328.90
ELECTR ARTS COM SEDOL: 2310194	222.000	12,304.32	23,323.32
EOG RESOURCES INC COM SEDOL: 2318024	5,099.000	460,181.06	550,233.09
EVERI HLDGS INC COM CUSIP: 30034T103	22,216.000	188,856.04	167,508.64
EXPEDIA INC DEL COM NEW SEDOL: B748CK2	2,250.000	297,462.04	269,482.50
EXXON MOBIL CORP COM SEDOL: 2326618	11,180.000	886,067.67	935,095.20
FACEBOOK INC COM USD0.000006 CL 'A' SEDOL: B7TL820	8,645.000	1,007,937.87	1,525,496.70
FAIRMOUNT SANTROL HLDGS INC COMMON STOCK CUSIP: 30555Q108	28,712.000	263,861.64	150,163.76
FB FINL CORP COM CUSIP: 30257X104	2,608.000	110,859.86	109,509.92
FEDEX CORP COM SEDOL: 2142784	5,172.000	847,870.45	1,290,620.88
FIDELITY NATL INFORMATION SVCS INC COM STK SEDOL: 2769796	5,300.000	373,263.09	498,677.00

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◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Stock - Common</i>			
United States - USD			
FIVE BELOW INC COM USD0.01 CUSIP: 33829M101	2,477.000	103,358.48	164,274.64
FLEETCOR TECHNOLOGIES INC COM SEDOL: B4R28B3	1,292.000	196,003.13	248,619.56
G-III APPAREL GROUP LTD COM CUSIP: 36237H101	6,000.000	235,576.57	221,340.00
GENERAL ELECTRIC CO SEDOL: 2380498	16,720.000	315,371.81	291,764.00
GOGO INC COM CUSIP: 38046C109	19,535.000	290,466.68	220,354.80
GRAY T.V INC COM CL B CUSIP: 389375106	28,855.000	345,719.34	483,321.25
HALLIBURTON CO COM SEDOL: 2405302	10,708.000	495,317.26	523,299.96
HAMILTON LANE INC CL A CL A CUSIP: 407497106	7,408.000	175,157.14	262,169.12
HARSCO CORP COM CUSIP: 415864107	14,382.000	178,650.63	268,224.30
HONEYWELL INTL INC COM STK SEDOL: 2020459	7,515.000	704,586.09	1,152,500.40
HORTONWORKS INC COM CUSIP: 440894103	11,974.000	113,574.63	240,797.14
ICU MED INC COM CUSIP: 44930G107	971.000	131,340.49	209,736.00
INSTRUCTURE INC COM CUSIP: 45781U103	5,253.000	161,648.92	173,874.30
IRONWOOD PHARMACEUTICALS INC COM CL A CUSIP: 46333X108	15,281.000	257,550.65	229,062.19
ITT INC COM CUSIP: 45073V108	3,795.000	160,115.33	202,539.15
JELD-WEN HLDG INC COM CUSIP: 47580P103	6,044.000	190,692.68	237,952.28
JOHNSON & JOHNSON COM USD1 SEDOL: 2475833	8,940.000	962,368.31	1,249,096.80
JOHNSON CTLS INTL PLC COM USD0.01 SEDOL: BY7QL61	10,336.000	428,949.64	393,904.96

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<i>Corporate Stock - Common</i>			
United States - USD			
JPMORGAN CHASE & CO COM SEDOL: 2190385	16,460.000	1,106,846.08	1,760,232.40
KEANE GROUP INC COM CUSIP: 48669A108	18,307.000	357,596.58	348,016.07
KULICKE & SOFFA INDS INC COM SEDOL: 2498001	11,951.000	210,904.77	290,827.59
K2M GROUP HLDGS INC COM CUSIP: 48273J107	9,269.000	174,306.85	166,842.00
LIVANOVA PLC ORD GBP1.00 (DI) CUSIP: G5509L101	2,787.000	197,322.53	222,737.04
LOWES COS INC COM SEDOL: 2536763	12,775.000	866,077.76	1,187,308.50
MACOM TECHNOLOGY SOLUTIONS HOLDINGS INC COM STK SEDOL: B5B15Y5	2,382.000	104,616.35	77,510.28
MARRIOTT INTL INC NEW COM STK CL A SEDOL: 2210614	2,046.000	188,225.60	277,703.58
MASTERCARD INC CL A SEDOL: B121557	5,789.000	491,244.10	876,223.04
MC DONALDS CORP COM SEDOL: 2550707	1,985.000	227,670.52	341,658.20
MEDIA GEN INC CVR COMMON STOCK CUSIP: 584CVR997	4,502.000	0.00	0.00
MEDTRONIC PLC COMMON STOCK STOCK SEDOL: BTN1Y11	3,090.000	226,535.84	249,517.50
MICROSOFT CORP COM SEDOL: 2588173	17,420.000	833,565.39	1,490,106.80
MILACRON HLDGS CORP COM CUSIP: 59870L106	14,659.000	248,855.57	280,573.26
MIMECAST LIMITED MIMECAST LTD CUSIP: G14838109	7,538.000	215,398.15	216,114.46
MINDBODY INC COM CL A COM CL A CUSIP: 60255W105	9,744.000	262,127.81	296,704.80
MODEL N INC COM USD0.00015 CUSIP: 607525102	9,133.000	99,498.47	143,844.75
MONDELEZ INTL INC COM SEDOL: B8CKK03	10,495.000	436,243.90	449,186.00

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Stock - Common</i>			
United States - USD			
MORGAN STANLEY COM STK USD0.01 SEDOL: 2262314	15,540.000	498,764.07	815,383.80
MOSAIC CO/THE SEDOL: B3NPHP6	7,610.000	184,870.48	195,272.60
NEXSTAR MEDIA GROUP INC CL A CL A CUSIP: 65336K103	4,763.000	157,328.03	372,466.60
NOBLE CORP PLC COMMON STOCK CUSIP: G65431101	49,243.000	282,729.78	222,578.36
NUCOR CORP COM SEDOL: 2651086	6,690.000	385,026.14	425,350.20
PACIRA PHARMACEUTICALS INC COM CUSIP: 695127100	5,758.000	268,699.85	262,852.70
PALO ALTO NETWORKS INC COM USD0.0001 SEDOL: B87ZMX0	1,550.000	220,360.81	224,657.00
PENN NATL GAMING INC COM CUSIP: 707569109	10,105.000	177,903.14	316,589.65
PEPSICO INC COM SEDOL: 2681511	5,758.000	556,328.07	690,499.36
PFIZER INC COM SEDOL: 2684703	24,065.000	772,780.11	871,634.30
PHILIP MORRIS INTL COM STK NPV SEDOL: B2PKRQ3	12,940.000	1,175,298.51	1,367,111.00
PINNACLE ENTMT INC NEW COM CUSIP: 72348Y105	5,768.000	65,710.14	188,786.64
PJT PARTNERS INC COM CL A COM CL A CUSIP: 69343T107	4,126.000	156,710.24	188,145.60
PLANET FITNESS INC CL A CL A CUSIP: 72703H101	6,685.000	140,503.86	231,501.55
PVH CORP COM USD1 SEDOL: B3V9F12	3,810.000	379,468.66	522,770.10
Q2 HLDGS INC COM CUSIP: 74736L109	5,685.000	205,406.42	209,492.25
RED ROCK RESORTS INC CL A CL A CUSIP: 75700L108	10,504.000	214,598.06	354,404.96
RESOLUTE ENERGY CORP COM USD0.0001 (POST REV SPLT) CUSIP: 76116A306	7,848.000	235,275.89	246,976.56

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Corporate Stock - Common</i>			
United States - USD			
ROYAL CARIBBEAN CRUISES COM STK SEDOL: 2754907	800.000	59,982.47	95,424.00
S.W. AIRL CO COM SEDOL: 2831543	3,775.000	231,247.99	247,073.75
S&P GLOBAL INC COM SEDOL: BYV2325	1,010.000	102,286.33	171,094.00
SANCHEZ ENERGY CORP COM CUSIP: 79970Y105	27,830.000	226,149.59	147,777.30
SCHNEIDER NATL INC WIS CL B CL B CUSIP: 80689H102	9,366.000	235,513.39	267,492.96
SCIENTIFIC GAMES CORP CUSIP: 80874P109	6,114.000	78,028.22	313,648.20
SCRIPPS E W CO OHIO CL A NEW COM STK CUSIP: 811054402	10,515.000	178,883.83	164,349.45
SEALED AIR CORP NEW COM STK SEDOL: 2232793	4,925.000	217,981.09	242,802.50
SEAWORLD ENTMT INC COM CUSIP: 81282V100	17,848.000	313,465.35	242,197.36
SEMTECH CORP COM CUSIP: 816850101	8,309.000	252,980.21	284,167.80
SHERWIN-WILLIAMS CO COM SEDOL: 2804211	1,629.000	471,608.05	667,955.16
SINCLAIR BROADCAST GROUP INC CL A CUSIP: 829226109	11,369.000	263,450.40	430,316.65
SOUTHERN CO COM STK SEDOL: 2829601	6,880.000	347,322.29	330,859.20
SPX FLOW INC COM CUSIP: 78469X107	5,316.000	167,449.36	252,775.80
STARBUCKS CORP COM SEDOL: 2842255	6,765.000	387,542.19	388,513.95
STERLING BANCORP DEL COM CUSIP: 85917A100	13,867.000	324,412.86	341,128.20
SUMMIT MATLS INC CL A CL A CUSIP: 86614U100	10,603.000	224,086.47	333,358.32
SYMANTEC CORP COM SEDOL: 2861078	5,190.000	148,005.00	145,631.40

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<i>Corporate Stock - Common</i>			
United States - USD			
SYSCO CORP COM SEDOL: 2868165	8,195.000	411,797.48	497,682.35
TAPESTRY INC COM USD0.01 SEDOL: BF09HX3	10,195.000	347,170.32	450,924.85
TOPBUILD CORP COM CUSIP: 89055F103	4,142.000	137,622.89	313,715.08
TOTAL SYS SVCS INC COM SEDOL: 2897697	4,290.000	240,976.30	339,296.10
TX CAP BANCSHARES INC COM CUSIP: 88224Q107	4,537.000	245,524.21	403,339.30
TYLER TECHNOLOGIES INC COM STK CUSIP: 902252105	907.000	112,298.61	160,584.35
U S SILICA HLDGS INC CUSIP: 90346E103	5,738.000	215,865.90	186,829.28
VENATOR MATERIALS COM USD0.001 CUSIP: G9329Z100	15,061.000	320,172.36	333,149.32
VERIZON COMMUNICATIONS COM SEDOL: 2090571	10,876.000	521,067.48	575,666.68
VERSUM MATLS LLC COM CUSIP: 92532W103	5,675.000	191,717.80	214,798.75
VERTEX PHARMACEUTICALS INC COM SEDOL: 2931034	840.000	71,115.05	125,882.40
WEBSTER FNCL CORP WATERBURY CONN COM CUSIP: 947890109	5,825.000	222,232.15	327,132.00
WELLCARE HLTH PLANS INC COM CUSIP: 94946T106	1,112.000	109,992.59	223,634.32
WELLS FARGO & CO NEW COM STK SEDOL: 2649100	21,745.000	1,120,012.98	1,319,269.15
WESTERN ALLIANCE BANCORPORATION COM CUSIP: 957638109	5,871.000	101,544.00	332,416.02
WPX ENERGY INC COM SHS CUSIP: 98212B103	21,467.000	220,592.45	302,040.69
WRIGHT MEDICAL GROUP NV EUR0.03 CUSIP: N96617118	9,038.000	223,536.72	200,643.60

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Corporate Stock - Common			
United States - USD			
WSFS FINANCIAL CORP COM CUSIP: 929328102	5,704.000	238,643.37	272,936.40
Total United States - USD		49,434,120.22	63,199,884.94
Total Corporate Stock - Common		113,141,792.35	139,732,094.25
Value of Interest in Common/Collective Trusts			
Europe, Australia, and Far East Region - USD			
CF BLACKROCK EAFE EQTY INDEX FD CUSIP: 066889CF1	90,655.450	15,728,140.95	24,282,814.90
Total Europe, Australia, and Far East Region - USD		15,728,140.95	24,282,814.90
Global Region - USD			
CF BLACKROCK US DEBT INDEX FUND E CUSIP: 8EN99YB29	815,720.860	33,260,415.31	33,813,134.65
Total Global Region - USD		33,260,415.31	33,813,134.65
International Region - USD			
CF CORECOMMODITY MANAGEMENT - FOUNDERS II FUND (CAYMAN), LTD CUSIP: 2Y999MM13	23,368.710	23,368,710.00	25,219,553.90
Total International Region - USD		23,368,710.00	25,219,553.90
United States - USD			
CF BLACKROCK MONEY MARKET FD CUSIP: 066459CF3	187.000	187.00	187.00
CF BLACKROCK RUSSELL 1000 INDEX FUND CUSIP: 0674299B8	235,907.820	21,105,666.72	47,443,752.42
CF BLACKROCK RUSSELL 2000 INDEX FD CUSIP: 7419932P3	342,635.090	6,897,861.58	17,728,160.21
CF INVESCO BALANCED -RISK COMMODITY TRUST FD CUSIP: 175996FF9	2,527,165.630	23,909,354.56	25,979,262.68
CF LOOMIS SAYLES HIGH YIELD FULL DISCRETION NHIT A FD CUSIP: 650995657	1,162,006.560	11,689,785.95	24,983,141.04

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Value of Interest in Common/Collective Trusts</i>			
United States - USD			
COLTV SHORT TERM INVT FD CUSIP: 195998AC3	12,366,370.890	12,366,370.89	12,366,370.89
Total United States - USD		75,969,226.70	128,500,874.24
Total Value of Interest in Common/Collective Trusts		148,326,492.96	211,816,377.69
<i>Value of Interest in Registered Investment Companies</i>			
International Region - USD			
MFC ISHARES TR MSCI EAFE ETF SEDOL: 2801290	16,676.000	1,163,768.05	1,172,489.56
Total International Region - USD		1,163,768.05	1,172,489.56
United States - USD			
MFO DFA INVT DIMENSIONS GROUP INC SECS PORTFOLIO CUSIP: 23320G554 GLOBALREAL ESTATE	2,355,098.900	25,923,728.43	25,788,332.96
Total United States - USD		25,923,728.43	25,788,332.96
Total Value of Interest in Registered Investment Com		27,087,496.48	26,960,822.52
<i>Other</i>			
Australia - AUD			
CHARTER HALL GROUP NPV (STAPLED) SEDOL: B15F6S6	45,208.000	204,594.71	212,863.82
DEXUS PROPERTY GROUP NPV SEDOL: B033YN6	21,522.000	158,555.64	164,125.97
STOCKLAND NPV (STAPLED) SEDOL: 6850856	75,771.000	255,971.43	265,504.02
Total Australia - AUD		619,121.78	642,493.81
Canada - USD			
QUEBEC PROV CDA PROVINCE DE QUEBEC DUE 09-15-2029 BEO CUSIP: 748148QR7 GLOBAL NOTE 7.5%	513,000.000	746,636.75	729,765.59

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Other</i>			
Canada - USD			
Total Canada - USD		746,636.75	729,765.59
Chile - USD			
REPUBLIC OF CHILE BNDS 3.86% DUE 06-21-2047 REG SEDOL: BDT5NK7	235,000.000	235,709.70	241,345.00
Total Chile - USD		235,709.70	241,345.00
Colombia - USD			
COLOMBIA REP GLOBAL BD 3.875% DUE 04-25-2027/01-25-2027 REG CUSIP: 195325DL6	185,000.000	187,972.54	188,330.00
COLOMBIA REP 5% DUE 06-15-2045 REG CUSIP: 195325CU7	1,130,000.000	1,133,390.00	1,194,975.00
Total Colombia - USD		1,321,362.54	1,383,305.00
Emerging Markets Region - USD			
CF WELLS FARGO EMERGING MARKETS EQUITY FUND CUSIP: 949915TT9	2,365,062.960	22,941,257.08	34,409,620.29
Total Emerging Markets Region - USD		22,941,257.08	34,409,620.29
France - EUR			
KLEPIERRE EUR1.40 SEDOL: 7582556	5,281.000	210,345.17	232,508.36
Total France - EUR		210,345.17	232,508.36
Global Region - USD			
CF LIGHTHOUSE GLOBAL LONG/SHORT FUND LTD CL A CUSIP: 190995N22	8,293.340	12,325,292.82	17,342,191.01
Total Global Region - USD		12,325,292.82	17,342,191.01
International Region - USD			
CF PRISMA SPECTRUM FUND LTD CLASS E SERIES 2016-09 CUSIP: 50499MPO6	1,015.250	1,038,104.85	1,069,641.46

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Other</i>			
International Region - USD			
CF PRISMA SPECTRUM LTD CL E SER 2010-01FD CUSIP: 136994720	12,147.460	14,214,793.33	16,133,043.46
Total International Region - USD		15,252,898.18	17,202,684.92
Mexico - USD			
PETROLEOS MEXICANOS 6.75% DUE 09-21-2047 SEDOL: BD3NBC5	974,000.000	989,504.88	1,016,709.90
PETROLEOS 5.5% DUE 06-27-2044 CUSIP: 71654QBE1	336,000.000	325,572.00	309,106.56
PETROLEOS 5.625% DUE 01-23-2046 CUSIP: 71654QBX9	420,000.000	384,049.13	388,710.00
PVTPL PETROLEOS MEXICANOS MEDIUM TERM NTS BOOK 144A 6.75% DUE 09-21-2047 REG CUSIP: 71656LBT7	1,070,000.000	1,098,094.45	1,116,919.50
UNITED MEXICAN STS 4.6% DUE 01-23-2046 CUSIP: 91086QBF4	730,000.000	724,037.50	719,780.00
UTD MEXICAN STS TRANCHE # TR 00026 4.75 DUE 03-08-2044 CUSIP: 91086QBB3	2,565,000.000	2,554,883.54	2,593,215.00
UTD MEXICAN STS UTD MEXICAN STATES4.35 01-15-2047 REG 4.35 DUE 01-15-2047 REG CUSIP: 91087BAB6	40,000.000	38,280.00	38,200.00
Total Mexico - USD		6,114,421.50	6,182,640.96
Multi-National Agencies Region - USD			
INTER-AMERN DEVEL BK BD 4.375 DUE 01-24-2044 BEO CUSIP: 4581X0CE6	65,000.000	78,228.15	79,343.16
Total Multi-National Agencies Region - USD		78,228.15	79,343.16
Panama - USD			
PANAMA REP PANAMA GLOBAL 2029 ISIN US698299AK07 9.375% DUE 04-01-2029 BEO CUSIP: 698299AK0	290,000.000	429,867.00	439,350.00
Total Panama - USD		429,867.00	439,350.00
Philippines - USD			
PHILIPPINES REP GLOBAL BD 3.95% DUE 01-20-2040 CUSIP: 718286BZ9	105,000.000	110,320.00	108,087.11

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Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Other</i>			
Philippines - USD			
PHILIPPINES REP GLOBAL BD 6.375% DUE 10-23-2034 REG CUSIP: 718286BG1	305,000.000	412,205.00	407,913.41
PHILIPPINES REP GLOBAL BD 9.5 DUE 02-02-2030 SEDOL: B83R9M8	55,000.000	88,280.50	86,891.81
PHILIPPINES REP NT 3.7% DUE 03-01-2041 REG CUSIP: 718286CA3	250,000.000	234,225.00	248,627.50
PHILIPPINES(REPUBLIC OF) 3.7% DUE 02-02-2042 REG CUSIP: 718286CB1	1,245,000.000	1,248,569.50	1,236,502.88
Total Philippines - USD		2,093,600.00	2,088,022.71
Saudi Arabia - USD			
SAUDI ARABIA KINGDOM TRANCHE # TR 3 4.5%DUE 10-26-2046 REG CUSIP: 80413TAC3	210,000.000	216,458.75	209,580.00
Total Saudi Arabia - USD		216,458.75	209,580.00
Singapore - SGD			
ASCENDAS R/EST INV NPV (REIT) SEDOL: 6563875	10,800.000	16,724.82	21,981.44
MAPLETREE IND TST NPV (REIT) SEDOL: B4LR5Q8	22,400.000	30,181.02	34,025.74
MAPLETREE LOGISTIC NPV (REIT) SEDOL: B0D6P43	37,200.000	29,448.17	36,743.49
Total Singapore - SGD		76,354.01	92,750.67
United States - USD			
&&& CASH HELD ELSEWHERE AT BLACKROCK CUSIP: 999689268	0.960	0.96	0.96
&&& CASH HELD ELSEWHERE WELLS FARGO GOVERNMENT MONEY MARKET FUND CUSIP: 000909713	16.840	16.84	16.84
AMERICAN TOWER CORP SEDOL: B7FBFL2	4,228.000	461,843.20	603,208.76
BAY AREA TOLL AUTH CALIF TOLL BRDG REV 6.918% 04-01-2040 BEO TAXABLE SEDOL: B6X5C63	410,000.000	581,347.20	591,556.20
BAY AREA TOLL AUTH CALIF TOLL BRDG REV 7.043% 04-01-2050 BEO TAXABLE SEDOL: B3YX4F8	155,000.000	235,226.10	244,872.10

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<i>Other</i>			
United States - USD			
CALIFORNIA ST TAXABLE-BUILD AMER BDS 7.35% DUE 11-01-2039 REG TAXABLE SEDOL: B5BGSJ6	90,000.000	133,238.70	135,064.80
CALIFORNIA ST 7.6% 11-01-2040 BEO TAXABLE SEDOL: B3Y5CW7	210,000.000	324,059.40	335,355.30
CALIFORNIA STATE 7.55 MUN BDS DUE 04-01-2039 USD5000 SEDOL: B41WHL2	325,000.000	499,239.00	511,423.25
CF WEATHERLOW OFFSHORE FUND II LTD CLASSIA CUSIP: 748996N27	14,304.870	14,642,273.10	18,654,312.93
CHICAGO ILL 6.314% 01-01-2044 BEO TAXABLE SEDOL: BPZ5YF7	135,000.000	131,559.60	143,876.25
COMMONWEALTH FING AUTH PA REV 4.144% 06-01-2038 BEO TAXABLE SEDOL: BZBWSF0	60,000.000	62,421.00	63,606.00
D.E. SHAW US BROAD MARKET CORE ALPHA EXTENSION FUND,LLC SERIES B CUSIP: 992LL4995	19,674,920.000	19,674,920.00	48,480,861.00
DALLAS TEX AREA RAPID TRAN SALES TAX REV5.999% 12-01-2044 BEO TAXABLE SEDOL: B5ZNLZ0	210,000.000	281,618.40	289,766.40
ESC CB LEHMAN BROS SUB NTS D07/19/07 6.500 JJ17 ESCROW CUSIP: 524ESCR36	1,950,000.000	195.00	0.00
ESC GCB LEHMAN BRTH HLD D12/21/07 6.750% JD17 ESCROW CUSIP: 524ESC7M6	295,000.000	29.50	29.50
HOUSTON TEX 3.961% 03-01-2047 BEO TAXABLE SEDOL: BFN6G34	215,000.000	215,000.00	220,959.80
IL ST TAXABLE-PENSION 5.1 DUE 06-01-2033BEO TAXABLE SINKING FD 06-01-2024 N/C CUSIP: 452151LF8	930,000.000	860,406.31	928,456.20
ILLINOIS ST TOLL HWY AUTH TOLL HIGHWAY REV 6.184% 01-01-2034 BEO TAXABLE SEDOL: B4QTD76	75,000.000	96,347.25	97,346.25
ISRAEL(STATE OF) AID-ISRAEL 5.5% DUE 09-18-2033 REG CUSIP: 46513EFG2	90,000.000	120,448.80	120,940.38
JOBSONIO BEVERAGE SYS OHIO STATEWIDE LIQUOR PROFITS REV 4.532% 01-01-2035 BEO SEDOL: B9HL525	55,000.000	61,797.45	61,563.70
LOS ANGELES CALIF UNI SCH DIST 5.75% 07-01-2034 BEO TAXABLE SEDOL: B513PH4	60,000.000	76,603.80	76,511.40
LOS ANGELES CALIF UNI SCH DIST 5.755% 07-01-2029 BEO TAXABLE SEDOL: B7WBM14	195,000.000	241,488.00	238,650.75
LOS ANGELES CALIF UNI SCH DIST 6.758% DUE 07-01-2034 BEO TAXABLE SEDOL: B63L7C2	425,000.000	591,060.57	586,976.00

** All or a portion of this security participates in Securities Lending.

◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Other</i>			
United States - USD			
METROPOLITAN TRANSN AUTH N Y DEDICATED TAX FD 7.336% 11-15-2039 BEO TAXABLE SEDOL: B3ZK737	130,000.000	195,377.00	201,160.70
MISSOURI ST HEALTH & EDL FACS AUTH EDL FACS REV 3.652% 08-15-2057 BEO TAXABLE CUSIP: 60636APP2	265,000.000	261,141.60	269,332.75
NEW JERSEY ST TPK AUTH TPK REV 7.102% 01-01-2041 BEO TAXABLE SEDOL: B4WN3T4	385,000.000	561,330.00	575,163.05
NEW JERSEY ST TPK AUTH TPK REV 7.414% 01-01-2040 BEO TAXABLE SEDOL: B3YD6H4	140,000.000	210,327.60	216,092.80
NEW YORK N Y CITY TRANSITIONAL FIN AUTH REV 5.508% 08-01-2037 BEO TAXABLE CUSIP: 64971M4P4	480,000.000	624,034.38	610,680.00
NEW YORK N Y CITY TRANSITIONAL FIN AUTH REV 5.572% 11-01-2038 BEO TAXABLE SEDOL: B56SPB8	455,000.000	573,614.05	576,221.10
NEW YORK ST DORM AUTH ST PERS INCOME TAXREV 5.628% 03-15-2039 BEO TAXABLE SEDOL: B42KVY6	145,000.000	179,672.40	181,097.75
NORTH TEX TWY AUTH REV 6.718% 01-01-2049BEO TAXABLE SEDOL: B3XNKQ2	130,000.000	193,381.69	197,767.70
NY N Y TAXABLE-BUILD AMER BDS-F-1 6.271 DUE 12-01-2037 SEDOL: B5BC128	110,000.000	148,454.90	148,535.20
PORT AUTH N Y & N J 4.458% 10-01-2062 BEO TAXABLE SEDOL: B8FPQ52	245,000.000	270,634.35	282,908.85
SALES TAX SECURITIZATION CORP ILL 3.587%01-01-2043 BEO TAXABLE CUSIP: 79467BAR6	250,000.000	249,955.00	249,582.50
SAN ANTONIO TEX ELEC & GAS REV TAXABLE 4.427 DUE 02-01-42 TAXABLE SF02-01-31 SEDOL: B8J90T2	75,000.000	84,251.25	86,630.25
SAN JOSE CALIF REDEV AGY SUCC AGY TX ALLOCATION 3.375 08-01-2034 BEO TAXABLE SEDOL: BYVZVK8	65,000.000	63,507.60	64,038.00
TEXAS ST 5.517% 04-01-2039 BEO TAXABLE SEDOL: B78JF35	170,000.000	223,220.40	223,176.00
TEXAS TRANSN COMMN ST HWY FD REV 5.178% 04-01-2030 BEO TAXABLE SEDOL: B52BMP4	240,000.000	287,047.20	288,345.60
UNIV CALIF REGTS MED CTR POOLED REV 6.548% 05-15-2048 BEO TAXABLE SEDOL: B8N3JB5	145,000.000	197,291.35	205,579.55
UNIV CALIF REGTS MED CTR POOLED REV 6.583% 05-15-2049 BEO TAXABLE SEDOL: B8C1VQ9	45,000.000	61,166.70	63,302.85
UNIVERSITY CALIF REVS 4.858% 05-15-2112 BEO TAXABLE SEDOL: B7MQN72	370,000.000	382,339.50	413,008.80

** All or a portion of this security participates in Securities Lending.

◆ Schedule of Assets Held for Investment Purposes

Security Description / Asset ID	Shares/Par Value	Historical Cost	Current Value
<i>Other</i>			
United States - USD			
UNIVERSITY VA UNIV REVS 4.179% 09-01-2117 BEO TAXABLE CUSIP: 915217WX7	60,000.000	60,000.00	62,569.20
Total United States - USD		44,117,887.15	77,300,547.42
CAD - Canadian dollar	0.000	0.00	0.00
EUR - Euro	0.000	0.00	0.00
GBP - British pound sterling	0.000	0.00	0.00
USD - United States dollar	0.000	0.00	0.00
Total - all currencies		0.00	0.00
Total Other		106,779,440.58	158,576,148.90
<i>Other Liabilities</i>			
Pending foreign exchange sales: Japanese yen	0.000	-34,156.47	-34,234.70
Total - all currencies		-34,156.47	-34,234.70
Pending trade purchases: United States dollar	0.000	-17,784,169.02	-17,784,169.02
Total - all currencies		-17,784,169.02	-17,784,169.02
Pending trade purchases: United States dollar	0.000	-755,883.26	-755,883.26
Other Payables: United States dollar	0.000	-7,300,000.00	-7,300,000.00
Total - all currencies		-8,055,883.26	-8,055,883.26
Total Other Liabilities		-25,874,208.75	-25,874,286.98
Total		682,388,943.30	832,434,421.02

** All or a portion of this security participates in Securities Lending.

Plan Name	OWENS CORNING
Plan Sponsor EIN	43-2109021
ERISA Plan #	001
Plan Year Ending	12/31/2017

The required attachment marked with an "X" in the Attachment column is included within the "Signed Schedule MB or Schedule SB" attachment to Schedule SB location which consists of the entire Schedule SB and its attachments.

Form / Schedule	Line#	Description	Attachment Title (if different from Description)	Attach- ment
5500 Sch. SB	None	Statement by Enrolled Actuary		X
5500 Sch. SB	Line 27	Actuarial Information Based on Pre-PPA Funding Rules		
5500 Sch. SB	Line E	Information for Each Individual Employer		
5500 Sch. SB	Line 4	Additional Information for Plans in At-Risk Status		
5500 Sch. SB	Line 7	Explanation of Discrepancy in Prior Year Funding Standard Carryover Balance or Prefunding		
5500 Sch. SB	Line 8	Late Election to Apply Balances to Quarterly Installments		
5500 Sch. SB	Line 9	Explanation of Credit Balance Discrepancy		
5500 Sch. SB	Line 18	Contributions Made to the Plan for the Plan Year		
5500 Sch. SB	Line 19	Discounted Employer Contributions		
5500 Sch. SB	Line 20c	Liquidity Requirement Certification		
5500 Sch. SB	Line 22	Description of Weighted Average Retirement Age		X
5500 Sch. SB	Line 23	Information on Use of Multiple Mortality Tables		
5500 Sch. SB	Line 23	Information on Use of Substitute Mortality Tables		
5500 Sch. SB	Part V	Statement of Actuarial Assumptions/Methods		X
5500 Sch. SB	Part V	Summary of Plan Provisions		X
5500 Sch. SB	Line 24	Change in Actuarial Assumptions		X
5500 Sch. SB	Line 25	Change in Method		
5500 Sch. SB	Line 26	Schedule of Active Participant Data		X
5500 Sch. SB	Line 27	Balances Subject to Binding Agreement with PBGC		
5500 Sch. SB	Line 27	Alternative 17-Year Funding Schedule of Airlines		
5500 Sch. SB	Line 32	Schedule of Amortization Bases		X
5500 Sch. SB		Other Attachment [Enter Description]		

Plan Name	OWENS CORNING
Plan Sponsor EIN	43-2109021
ERISA Plan #	001
Plan Year Ending	12/31/2017

The required attachment marked with an "X" in the Attachment column is included within the "Signed Schedule MB or Schedule SB" attachment to Schedule SB location which consists of the entire Schedule SB and its attachments.

Form / Schedule	Line#	Description	Attachment Title (if different from Description)	Attach- ment
5500 Sch. SB	None	Statement by Enrolled Actuary		X
5500 Sch. SB	Line 27	Actuarial Information Based on Pre-PPA Funding Rules		
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5500 Sch. SB	Line 19	Discounted Employer Contributions		
5500 Sch. SB	Line 20c	Liquidity Requirement Certification		
5500 Sch. SB	Line 22	Description of Weighted Average Retirement Age		X
5500 Sch. SB	Line 23	Information on Use of Multiple Mortality Tables		
5500 Sch. SB	Line 23	Information on Use of Substitute Mortality Tables		
5500 Sch. SB	Part V	Statement of Actuarial Assumptions/Methods		X
5500 Sch. SB	Part V	Summary of Plan Provisions		X
5500 Sch. SB	Line 24	Change in Actuarial Assumptions		X
5500 Sch. SB	Line 25	Change in Method		
5500 Sch. SB	Line 26	Schedule of Active Participant Data		X
5500 Sch. SB	Line 27	Balances Subject to Binding Agreement with PBGC		
5500 Sch. SB	Line 27	Alternative 17-Year Funding Schedule of Airlines		
5500 Sch. SB	Line 32	Schedule of Amortization Bases		X
5500 Sch. SB		Other Attachment [Enter Description]		

Plan Name	Owens Corning Merged Retirement Plan
Plan Sponsor EIN	43-2109021
ERISA Plan #	001
Plan Year Ending	December 31, 2017

The required attachment marked with an "X" in the Attachment column is included within the Accountant's Opinion attachment to Sch. H, Part III, Line 3, which consists of the entire audit report issued by the plan's Independent Qualified Public Accountant (IQPA).

Form/Schedule	Line #	Description	Attachment
5500 Sch. H	Line 3	Financial statements used in formulating the IQPA's opinion	X
5500 Sch. H	Line 4i	Schedule of Assets (Held at End of Year)	X
5500 Sch. H	Line 4i	Schedule of Assets (Acquired and Disposed of Within Year)	
5500 Sch. H	Line 4j	Schedule of Reportable Transactions	X
5500 Sch. H	Line 4a	Schedule of Delinquent Participant Contributions	

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 2017 This Form is Open to Public Inspection
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

► **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 OWENS CORNING MERGED 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 OWENS CORNING	D Employer Identification Number (EIN) 43-2109021	
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>2017</u>		
2	Assets:		
	a Market value.....	2a	869,998,116
	b Actuarial value.....	2b	900,487,545
3	Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target
	a For retired participants and beneficiaries receiving payment	7,810	424,139,973
	b For terminated vested participants	4,656	107,829,171
	c For active participants	4,808	304,362,760
	d Total	17,274	836,331,904
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	5.86%
6	Target normal cost	6	12,009,842

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	Margaret E. Smith MES Signature of actuary	October 1, 2018 Date
	Margaret E. Smith Type or print name of actuary	1708104 Most recent enrollment number
	Towers Watson Delaware Inc. Firm name	248-936-7700 Telephone number (including area code)
	26555 Evergreen Suite 1600 Southfield MI 48076 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).....	0	77,129,645
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8).....	0	77,129,645
10 Interest on line 9 using prior year's actual return of <u>7.05%</u>	0	5,437,640
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year).....		32,587,515
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>6.06%</u>		1,974,803
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return.....		0
c Total available at beginning of current plan year to add to prefunding balance.....		34,562,318
d Portion of (c) to be added to prefunding balance.....		34,562,318
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).....	0	117,129,603

Part III Funding Percentages

14 Funding target attainment percentage	14	93.17%
15 Adjusted funding target attainment percentage.....	15	107.10%
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	98.70%
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
09/12/2018	25,000,000	0			
Totals ▶			18(b)	25,000,000	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	22,696,793

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
0	0	0	0

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

21 Discount rate:			
a Segment rates:	1st segment: 4.16 %	2nd segment: 5.72 %	3rd segment: 6.48 %
			☐ N/A, full yield curve used
b Applicable month (enter code).....			21b 4
22 Weighted average retirement age			22 64
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	12,009,842										
b Excess assets, if applicable, but not greater than line 31a	31b	0										
32 Amortization installments:	<table border="1"> <tr> <th></th> <th>Outstanding Balance</th> <th>Installment</th> </tr> <tr> <td>a Net shortfall amortization installment</td> <td>57,421,667</td> <td>9,429,325</td> </tr> <tr> <td>b Waiver amortization installment</td> <td>0</td> <td>0</td> </tr> </table>				Outstanding Balance	Installment	a Net shortfall amortization installment	57,421,667	9,429,325	b Waiver amortization installment	0	0
	Outstanding Balance	Installment										
a Net shortfall amortization installment	57,421,667	9,429,325										
b Waiver amortization installment	0	0										
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											
34 Total funding requirement before reflecting carryover/prefunding balances (lines 31a - 31b + 32a + 32b - 33)	34	21,439,167										
		Carryover balance	Prefunding balance									
35 Balances elected for use to offset funding requirement		0	12,225,886									
36 Additional cash requirement (line 34 minus line 35)	36	9,213,281										
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	22,696,793										
38 Present value of excess contributions for current year (see instructions)												
a Total (excess, if any, of line 37 over line 36)	38a	13,483,512										
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	12,225,886										
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	0	
43 Excess installment acceleration amount to be carried over to future plan years	43	0	

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	Owens Corning
EIN/PN	43-2109021/001
Plan Name	Owens Corning Merged Retirement Plan
Valuation Date	January 1, 2017
Enrolled Actuary	Margaret E. Smith
Enrollment Number	17-08104

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22
Description of Weighted Average Retirement Age
as of January 1, 2017

See Schedule SB, Part V - Statement of Actuarial Assumptions/Methods for retirement rates. The average retirement age for Line 22 was calculated by determining the average age at retirement for those current active participants expected to reach retirement, based on all current decrements assumed.

Plan Name:	Owens Corning Merged Retirement Plan
EIN / PN:	43-2109021/001
Plan Sponsor:	Owens Corning
Valuation Date	January 1, 2017

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Statement of Actuarial Assumptions/Methods

Economic Assumptions

Interest rate basis

■ Applicable month	September
■ Interest rate basis	3-Segment Rates

Interest rates

	Reflecting Corridors	Not Reflecting Corridors
■ First segment rate	4.16%	1.52%
■ Second segment rate	5.72%	3.80%
■ Third segment rate	6.48%	4.79%
■ Effective interest rate	5.86%	4.05%

Annual rates of increase

■ Compensation:	N/A
■ Future Social Security wage bases	N/A
■ Cash balance interest crediting rate	1.49%

Administrative expenses	\$7,500,000
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Plan Name:	Owens Corning Merged Retirement Plan
EIN / PN:	43-2109021/001
Plan Sponsor:	Owens Corning
Valuation Date	January 1, 2017

SCHEDULE SB ATTACHMENTS

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 2032 using Scale AA) and annuitants (based on RP-2000 "Healthy Annuitants" table without collar or amount adjustments, projected to 2024 using Scale AA).

■ **Disabled** Alternative disabled life mortality tables as defined under Revenue Ruling 96-7 for Social Security Disabled Participants.

Termination

Representative Ultimate Termination Rates (not due to disability, retirement or mortality)

Representative Termination Rates

Age	Percentage leaving during the year			
	Salaried	Primary with retiree medical coverage	Primary without retiree medical coverage	Roofing and Asphalt (R&A)
20	12.00%	25.00%	25.00%	10.00%
25	11.50%	22.00%	24.00%	10.00%
30	11.10%	7.00%	19.50%	9.50%
35	9.25%	7.00%	17.50%	7.00%
40	8.00%	4.50%	17.50%	6.00%
45	7.50%	3.50%	17.00%	5.50%
50	6.60%	3.00%	14.00%	4.00%
55	5.00%	2.50%	9.00%	4.00%
60 & Over	4.00%	2.50%	4.00%	4.00%

Plan Name: Owens Corning Merged Retirement Plan
 EIN / PN: 43-2109021/001
 Plan Sponsor: Owens Corning
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Select Withdrawal Rates

Percentage leaving during the year	
	R&A
1st year	30.00%
2nd year	20.00%
3rd year	15.00%

Disability

100% of the 1987 Commissioners Group Disability Table for Primary and R&A employees.

Retirement

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the rates at which participants retire by age are shown below.

Age	Percentage retiring during the year		
	Salaried	Primary	Roofing and Asphalt (R&A) ¹
55	5.00%	6.00%	5.00%
56	5.00%	5.00%	5.00%
57	5.00%	7.00%	5.00%
58	5.00%	7.00%	5.00%
59	5.00%	7.00%	5.00%
60	10.00%	15.00%	5.00%
61	10.00%	15.00%	5.00%
62	20.00%	30.00%	20.00%
63	15.00%	30.00%	15.00%
64	15.00%	20.00%	10.00%
65	20.00%	25.00%	40.00%
66	25.00%	40.00%	30.00%
67	30.00%	30.00%	25.00%
68	30.00%	30.00%	20.00%
69	30.00%	30.00%	10.00%
70	100.00%	100.00%	100.00%

Unpredictable Contingent Event

In the event of a permanent plant or facility shutdown, a participant who is eligible for early retirement shall receive a special early retirement

¹ Roofing and Asphalt participants with frozen benefits are assumed to retire at the same rate as salaried participants.

Plan Name: Owens Corning Merged Retirement Plan
EIN / PN: 43-2109021/001
Plan Sponsor: Owens Corning
Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Benefit (UCEB) assumptions

benefit (early retirement benefit without reduction for early payment). This provision applies to certain participants in the Plan only. It is assumed that the UCEBs will not be triggered. This assumption has been selected by the plan sponsor, and the evaluation of the assumption was outside the scope of Willis Towers Watson's assignment and would have required substantial additional work.

Benefit commencement date:

- Preretirement death benefit Immediately after death of active participant.
- Deferred vested benefit The later of age 65 or termination of employment, except for cash balance plan participants where it is upon termination of employment.
- Disability benefit The later of age 65 or date of disablement.
- Retirement benefit Upon termination of employment.

Form of payment

Active participants:

On Retirement:

65% of the participants eligible for unrestricted lump sums are assumed to elect a lump sum form of payment. 60% of those who are eligible for partial lump sums are assumed to elect a lump sum form of payment on the portion of benefits payable as such. For the portion of the benefit payable as an annuity, the normal form is assumed.

On Pre-retirement Termination:

Of the participants eligible for unrestricted lump sums, 55% are assumed to elect a lump sum form of payment immediately, 40% are assumed to elect a lump sum at age 60 and 5% are assumed to elect an annuity at age 65. 60% of those who are eligible for partial lump sums are assumed to elect a lump sum form of payment on the portion of benefits payable as such. For the portion of the benefit payable as an annuity, the normal form is assumed.

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Terminated vested participants:

90% of the participants eligible for full lump sums are assumed to elect a lump sum form of payment according to the salaried retirement rates. 10% of the participants are assumed to elect an annuity at age 65. Participants not eligible for full lump sums are assumed to commence their benefit at age 65.

Percent married

For purposes of valuing the pre-retirement surviving spouse's benefit, 60% of eligible participants are assumed to be married.

Spouse age

Wife three years younger than husband

Future increases in Maximum Benefits and Plan Compensation Limitations

Accrued benefits projected to be paid in future years are limited to the maximum presently allowed under IRC Section 415. Plan compensation is limited to the maximum presently allowed under IRC Section 401(a)(17). No provision is made for future increases in the maximum annual benefit or compensation limit.

Loads

None.

At-risk assumptions

For at-risk calculations, 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.

Timing of benefit payments

Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on date of decrement.

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Methods

Valuation date	First day of plan year
Funding target	Present value of accrued benefits as required by regulations under IRC §430.
Target normal cost	Present value of benefits expected to accrue during the plan year plus plan-related expenses expected to be paid from plan assets during the plan year as required by regulations under IRC §430.
Actuarial value of assets	Average of the fair market value of assets on the valuation date, eight months prior to the valuation date, sixteen months prior to the valuation date and the second prior valuation date, adjusted for contributions, benefits, administrative expenses and expected earnings (with such expected earnings limited as described in IRS Notice 2009 22). The average asset value must be within 10% of market value, including discounted contributions receivable (discounted using the effective interest rate for the 2016 plan year.) The method of computing the actuarial value of assets complies with rules governing the calculation of such values under the Pension Protection Act of 2006 (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 significant bias to produce an actuarial value of assets that is below the market value of assets.
Benefits not valued	All benefits in the Plan Provision section of this report were valued except the special early retirement benefit payable in the event of a permanent plant shutdown. Based on discussions with Owens Corning, such benefits are considered to have a de minimis likelihood of being paid and thus are not required to be valued, and will not be valued, until and unless the triggering event occurs. Willis Towers Watson has reviewed the plan provisions with Owens Corning and, based on that review, is not

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aware of any significant benefits required to be valued that were not.

Assumptions Rationale - Significant Economic Assumptions

Discount rate	The basis chosen was selected by the plan sponsor from among choices prescribed by law, all of which are based on observed market data over certain periods of time.
Cash balance interest crediting rate	The plan credits interest to cash balance accounts using the average annual yield on five-year US Treasury Securities for the 12 month period ending with the prior October. Assumption setting methodology: 36-month average of 5-year treasury rates <i>Rationale:</i> After examining historical variability in these rates, we believe that the selected assumptions do not significantly conflict with what would be reasonable based on market conditions at the measurement date.
Lump sum conversion rate	As required by IRC 430, lump sum benefits are valued using “annuity substitution”, so that the interest rates assumed are effectively the same as described above for the discount rate.

Assumptions Rationale - Significant Demographic Assumptions

Healthy Mortality	Assumptions used for funding purposes are as prescribed by IRC §430(h).
Disabled Mortality	Alternative disabled life mortality as defined under Revenue Ruling 96-7 for Social Security Disabled participants.
Termination	Termination rates were based on an experience study conducted in 2016, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.

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Disability	Disability rates were based on an experience study conducted in 2016, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.
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Retirement	Retirement rates were based on an experience study conducted in 2016, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.
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Source of Prescribed Methods

Funding methods	The methods used for funding purposes, including the method of determining plan assets, are “prescribed methods set by law”, as defined in the actuarial standards of practice (ASOPs). These methods are required by IRC §430, or were selected by the plan sponsor from a range of methods permitted by IRC §430.
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Changes in Assumptions and Methods

Change in assumptions since prior valuation	The segment interest rates used to calculate the funding target and target normal cost were updated to the current valuation date as required by IRC 430. The mortality table used to calculate the funding target and target normal cost was updated to include one additional year of projected mortality improvement, as required by IRC 430. Retirement rates were updated to reflect the most recent experience study (in 2016). Withdrawal rates were updated to reflect the most recent experience study (in 2016). The disability incidence assumptions were updated to reflect the most recent experience study (in 2016). The form of payment assumptions were updated to reflect the most recent experience study (in 2016).
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Change in methods since prior valuation

No changes in methods have been made.

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Schedule SB, Line 24 Change in Actuarial Assumptions

Retirement rates were updated to reflect the most recent experience study (in 2016).

Withdrawal rates were updated to reflect the most recent experience study (in 2016).

The disability incidence assumptions were updated to reflect the most recent experience study (in 2016).

The form of payment assumptions were updated to reflect the most recent experience study (in 2016).

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Schedule SB, Part V Summary of Plan Provisions

The Owens Corning Merged Retirement Plan comprises the following sub-plans as a result of corporate acquisitions and plan mergers dating back to January 1, 1996:

Plan Name

1. Owens Corning Cash Balance Pension Plan ("Cash Balance Plan")
2. Owens Corning Hourly Employees' Retirement Plan ("Hourly Plan")
3. Owens Corning Retirement Benefits Plan ("RSB Plan")
4. Wolverine Coil Coating, Inc. – UAW Retirement Plan ("Wolverine Plan") – closed 3/31/99
5. AmeriMark Building Products, Inc. Pension Plan for Hourly Employees (Nashville – 005) – inactive only
- 6A. Owens Corning Metal Systems Pension Plan for Hourly Employees (Ashville – 011A) – inactive only
- 6B. AmeriMark Building Products, Inc. Pension Plan for Hourly Employees (Bourbon – 011B) – inactive only
- 6C. AmeriMark Building Products, Inc. Pension Plan for Hourly Employees (Illinois – 011C) – inactive only
7. Owens Corning Metal Systems Pension Plan for Hourly Employees (Bellwood – 014) – inactive only
8. Pension Plan for Hastings Building Products, Inc. for Local Union #7 International Brotherhood of Teamsters ("Hastings Plan") – closed
9. Alsco Division of AmeriMark, Inc. Retirement Plan for Hourly Employees ("Alsco Plan") – closed
10. Fibreboard Corporation Retirement Plan ("Fibreboard Plan") – frozen
11. Norandex Retirement Plan ("Norandex Plan") – frozen

Effective Date and Most Recent Amendment

The plan was originally effective January 1, 1996, as amended and restated generally effective on January 1, 2017.

Plan Year

The twelve month period beginning each January 1st.

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Statutory Maximum Benefits

The 2017 Internal Revenue Code §415 Maximum Benefit Limit is \$215,000 payable as a life annuity at Normal Retirement Age.

Changes in Plan Provisions

The cash balance interest crediting rate for a plan year was changed from the 12 month average of 5 year treasuries ending in October preceding the plan year to a 3 month average of 5 year treasuries ending in October preceding the plan year.

Future Plan Changes

No future plan changes were recognized in determining minimum and maximum contributions.

Changes in Benefits Valued Since Prior Year

There have been no changes in benefits valued since the prior year.

Substantive Commitment

No substantive commitments other than the above plan provisions have been included in this valuation.

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Summary of Plan Provisions – Cash Balance Plan

Participants Covered

Employees of the following locations are eligible for participation in the Plan as of the date or for the period indicated:

Employee Group	Participation Date	Sale/Closed Date (if applicable)
Salaried Employees	1/1/96	
Corporate Hourly	1/1/96	
Delsan	1/1/97	12/31/98
Fabrication Primary	1/1/96	3/31/98
Huntingdon Primary	1/1/96	12/31/99
Fort Smith, AR Primary	7/1/96	
Falcon Salaried and Primary	1/1/97	1/31/00
Fiberlite Salaried	1/1/97	12/31/02
Foamular	1/1/97	
Michigan Molded	1/1/97	Closed
New Braunfels, TX	1/1/97	
Salaried and Primary (formerly Knytex)		
Soltech Salaried	1/1/97	
Duncan	1/1/98	
OC HT, Inc. (Partek)	1/1/98	4/28/03
AGY Employees	9/30/98	12/31/99
Fibreboard Corporation	1/1/99	
Salaried and Non-union hourly		
AmeriMark, Inc.	1/1/99	8/31/07
Salaried and Non-union hourly		
Fabwel, Inc.	1/1/99	9/15/07
Salaried and Non-union hourly		
Tucker Primary	2/1/99	12/17/01
Bargaining unit hourly		
Salt Lake City, UT	1/1/00	
Non-union hourly		
Eloy, AZ	1/1/00	
Non-union hourly		
Concord, NC	1/1/00	
Non-union hourly		
Newark, OH	7/1/00	
IBEW hourly ¹		
Kansas City, MO ²	1/1/01	
Foundry & Steel	1/1/01	
Salaried and Non-union hourly		
Ashville, OH ³	2/1/01	5/22/03
Bellwood Primary ³	9/1/01	5/22/03
Amarillo Plant	7/1/03	
Ladysmith	1/1/05	

¹ Other than employees age 40 or older on 3/1/00 who did not elect to participate in the Plan.

² Other than employees age 40 or older on 12/31/00 who did not elect to participate in the Plan.

³ Other than employees hired prior to the applicable Participation Date.

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SG BTI LLC employees

11/1/07

Eligibility for Participation

An eligible employee becomes a Participant immediately upon hire.

Service

Service is equal to the sum of all periods of employment with the Company or an Affiliate on and after a Participant's Participation Date, plus the number of 'years of vesting service' earned by such Participant under a Prior Plan immediately prior to the Participation Date.

Eligible employees as of September 30, 1994 who transferred employment from the Company to Alpha/Owens-Corning, L.L.C. as of September 30, 1994 continue to earn Service toward Early Retirement under the Prior Plan while employed with Alpha/Owens-Corning, L.L.C.

Eligible employees as of September 30, 1998 who transferred employment from the Company to AGY between September 30, 1998 and December 31, 1999 continue to earn Service toward Early Retirement while employed with AGY.

Actuarial Equivalent

For purposes of converting the Participant's Account Balance to a life annuity with five years certain (the Normal Form), Actuarial Equivalent means using the applicable Code Section 417(e)(3) mortality table for distributions on and after January 1, 2008, and an interest rate equal to the modified segment rate determined according to Code Section 417(e)(3)(c) for the second month preceding the month of retirement.

For purposes of converting the Normal Form to any optional form of payment except a lump sum, the factors as specified in Appendix B of the Plan are used.

For purposes of converting the Participant's Accrued Benefit under a Prior Plan into an Opening Account, Actuarial Equivalent means using the 1983 Group Annuity Mortality Table (Unisex) and a 9% interest rate.

Annual Compensation

Compensation includes the Participant's base pay, overtime pay, overseas premium for employees expatriated prior to June 1, 1991, other wage premium pay, annual bonuses that are renewable, incentive buy-outs and spot incentives, amounts deferred under Section 401(k), 125 or 132(f)(4) of the Internal Revenue Code, deferred base pay and annual bonuses, lump sum wage settlements, and payment made under the Company's short-term disability plan. Compensation shall not include awards made pursuant to the profit sharing and global award plans.

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Accrued Benefit

Greater of the Actuarial Equivalent of the Participant's Account payable at Normal Retirement Age or the Participant's Minimum Benefit, if any.

Prior Plan

The applicable plan named in Appendix C of the Plan.

Minimum Benefit

With regard to Participants who had an Opening Account established on their behalf under the Plan, the greater of the accrued benefit earned under the applicable Prior Plan as of the date immediately prior to the applicable Participation Date and the Grandfathered Benefit, if any.

Grandfathered Benefits

Prior Salaried Plan: Participants in the prior Owens Corning Salaried Pension Plan who were age 40 or older and had earned at least 10 years of Transition Service as of January 1, 1996 had their Prior Plan benefit formula determined recognizing pay and service through December 31, 2000.

The prior salaried plan formula provided an annuity equal to 1.2% of final three year average pay times years of service, plus 0.4% of final average pay in excess of covered compensation times service up to 30 years.

An annuity is payable at age 65, or as early as age 55 on a reduced basis from age 62 (factors used for this purpose are in Attachment 2, Section 4.2 of the Plan and are reproduced under Appendix B2, Early Retirement Benefit section).

For employees age 55 or older, the amount of the lump sum shall be equal to the Actuarial Equivalent of the immediate single life annuity with five years certain. For employees under age 55, the amount of the lump sum shall be equal to the Actuarial Equivalent of the accrued Normal Retirement Benefit.

If the lump sum value so determined is greater than the value of the Participant's Account, the Grandfathered Benefit shall be paid in lieu of the Account.

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Huntingdon: Employees employed as primary employees at the Huntingdon plant as of January 1, 1997 shall have the following rates applied for purposes of determining their Grandfathered Benefit:

- Rate Group A (Job Codes 4–9D): \$27.00
- Rate Group B (Job Codes 10–13E): \$32.00

Fort Smith, AR: Participants employed as primary employees at Fort Smith, AR as of July 1, 1996 will have their Prior Plan benefit formula determined recognizing Service through June 30, 2001. In addition, a rate of \$15.00 shall be applied for purposes of determining this Grandfathered Benefit.

Account

Each Participant has a theoretical Account in the Plan to which Pay or Service Credits, as applicable, and Interest Credits are added monthly. Transition Credits are added for those employees who meet the requirements in the Transition Credits section.

In addition, an Opening Account was established for those employees who are subject to the Minimum Benefit provisions of the Plan.

Opening Account

Employees who became Participants in the Cash Balance Plan on the Effective Date were credited an Opening Account equal to the present value of their accrued Normal Retirement Benefit earned under the applicable Prior Plan as of December 31, 1995. The present value was determined based on a 9% interest rate and the 1983 GAM Unisex mortality table.

Other employees who merge in or transfer after the effective date will be credited with an Opening Account based on the schedule below:

Fort Smith Primary or Transfers from the Hourly or Retirement Benefits Plan - Present value using above assumptions of accrued Normal Retirement Benefit as defined in the applicable Prior Plan.

Effective July 1, 2005 no opening account will be credited for an employee who transfers from the Hourly Plan on or after January 1, 1996 and is an eligible employee through July 1, 2005.

Falcon Primary (except Falcon California employees), Knytex, Fibreboard Corporation, AmeriMark, Fabwel, Inc., Salt Lake City, UT, Eloy, AZ, Concord, NC, Newark, OH IBEW, Kansas City, MO, Foundry and Steel Salaried and Non-union Hourly, Amarillo Plant and Bellwood Primary – No Opening Account will be credited.

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Pay Credits

On the last day of each month, a Participant's account is credited with an amount equal to 4.0% of Compensation.

The following employee groups are eligible to receive Pay Credits:

- Salaried Employees
- Corporate Hourly
- Fibreboard Corporation Salaried and Non-Union Hourly employees
- AmeriMark Salaried and Non-Union Hourly employees
- Fabwel, Inc. Salaried and Non-Union Hourly employees
- Foundry and Steel Salaried and Non-Union Hourly employees
- Amarillo Plant Employees (not attained 40 & 10 as of December 31, 2002)
- Primary Employees at Fort Smith, Arkansas
- New Braunfels, Texas (formerly Knytex) Employees
- Salt Lake city, Utah Non-Union Hourly Employees
- Eloy, Arizona Non-Union Hourly employees
- Concord, North Carolina Non-Union Hourly Employees
- SG BTI LLC Employees

Due to the freezing of benefit accruals as of December 31, 2009, pay credits will no longer be credited as of January 1, 2010.

Integration Level

The integration level is equal to 50% of the Social Security Taxable Wage Base in effect for a Plan Year.

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Service Credits

On the last day of each month, a flat dollar amount is credited monthly to certain employee groups, as indicated below:

- Newark, OH IBEW¹ \$80
- Kansas City, MO¹ \$70

Future service was eliminated as of June 30, 2012 for the Newark, OH IBEW participants and December 31, 2012 for Kansas City, MO participants.

Transition Credits

Participants on January 1, 1996 who had attained age 40 and had at least 10 years of Transition Service are entitled to receive additional Pay Credits based on the table below.

Age + Service (as of January 1, 1996)	Transition Credit Rate	
	Comp Below Integration Level	Comp Above Integration Level
At least:		
50 but less than 55	1%	2%
55 but less than 60	2%	4%
60 but less than 65	3%	6%
65 but less than 70	4%	8%
70 but less than 75	5%	10%
75 but less than 80	6%	12%
80	7%	14%

Participants who transfer from the Hourly or Retirement Benefits Plan and are eligible for Pay Credits shall be entitled to Transition Credits if they have attained age 40 and have at least 10 years of Transition Service on their date of transfer. The Transition Credit Rate shall be equal to the table above except age plus service will be calculated as of the Participant's Date of Transfer.

Interest Credits

A Participant's Account shall automatically be credited with an Interest Credit as of the last day of each calendar month. The Interest Credit is equal to 1/12th of the Interest Rate in effect for the Plan Year, multiplied by the balance of the Account at the beginning of the month.

¹ Other than employees age 40 or older on their merger date who did not elect to participate.

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The following employee groups shall have Interest Credits only credited to their Account on and after the date indicated:

- Fabrication primary employees: 3/31/98
- Huntingdon primary employees: 12/31/99
- AGY employees: 12/31/99
- Falcon primary employees: 2/1/00
- Tucker primary employees: 12/17/01
- Ashville hourly employees: 5/22/03
- Bellwood primary employees: 5/22/03

Interest Rate

The Interest Credit for a Plan Year is equal to the average annual yield on five–year United States Treasury securities for the 3–month period ending with October of the prior calendar year.

Normal Retirement Age

The later of the Participant's 65th birthday and the 5th anniversary of the Participant's Plan Participation Date. For Fort Smith, AR primary employees only, the Normal Retirement Age is the Participant's 65th birthday.

Normal Retirement Benefit

Accrued benefit, earned as of Normal Retirement.

Standard Benefit Form

Life annuity with 5 Years Certain, if unmarried. 50% Joint and Survivor Annuity with 5 years certain, if married.

Optional Forms of Benefit

For Participants who are employees on or after attaining age 55 and earning 10 years of Service: Lump Sum; Life Annuity with 5 Years Certain; 50%/75%/100% Life Annuity with Survivor Benefit with 5 years certain; 50%/75%/100% Contingent Joint and Survivor Benefit with 5 Years Certain; Life Annuity with 10 Years Certain; Level Income Option; 50% Lump Sum and 50% Monthly Annuity.

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For Participants who are not employed on or after attaining age 55 or have not completed 10 years of Service: Lump Sum; Life Annuity with 5 Years Certain; 50%/75% Joint and Survivor Annuity with 5 Years Certain; 50% Lump Sum and 50% Monthly Annuity.

Early Retirement Subsidized Benefit

Eligibility: Age 55 and 10 years of Service. An employee who becomes a disabled participant under the Plan after age 55 (regardless of service) is eligible for an Early Retirement Benefit.

Eligible employees as of September 30, 1994 who transferred employment from the Company to Alpha/Owens-Corning, L.L.C. as of September 30, 1994 continue to earn Service toward Early Retirement under the Prior Plan while employed with Alpha/Owens-Corning, L.L.C.

A Participant who has attained age 50 as of December 31, 1996 and meets one of the two following conditions remain eligible for an Early Retirement Benefit under the Plan:

- The employee terminated employment with the Company on December 31, 1996 in connection with the outsourcing to Xerox, remains employed with Xerox until age 55, and elects benefit commencement after termination of employment.
- The employee was employed with the IS Department located at OLEC, terminated employment during the first calendar quarter of 1997 in connection with department restructuring, and elects benefit commencement on or after attaining age 55.

Eligible employees as of September 30, 1998 who transferred employment from the Company to AGY between September 30, 1998 and December 31, 1999 continue to earn Service toward Early Retirement while employed with AGY.

Benefit: Minimum or Grandfathered Benefit based on early retirement subsidies.

Late Retirement Benefit

Accrued benefit, as of Late Retirement Date.

Vesting

Eligibility: Employees are fully vested after 3 years of Service. An employee who becomes a disabled participant as defined in the Plan is deemed fully vested regardless of Service. An employee whose termination occurs as a result of death is deemed fully vested regardless of Service.

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Participants of an employee group or an employer named below who were eligible employees on December 31, 1996 are deemed to be fully vested in their Accrued Benefit.

- Falcon salaried and primary employees
- Knytex primary employees
- Soltech, Inc.
- Foamular
- Delsan
- Fiberlite
- Michigan Molded
- New Braunfels, TX (formerly Kyntex)

Participants who were eligible employees on September 30, 1998 and transferred employment to Advanced Glassfibre Yarns LLC (AGY) on or after September 30, 1998 and prior to December 31, 1999 are deemed to be fully vested in their Accrued Benefit.

Participants of the employee groups named below who were eligible employees on December 31, 1998 are deemed to be fully vested.

- Vytex
- Fibreboard Corporation salaried and non-union hourly employees
- AmeriMark, Inc. salaried and non-union hourly employees
- Fabwel, Inc. salaried and non-union hourly employees
- Cultured Stone
- Norandex

Salaried and non-union hourly Participants who were eligible employees of Foundry and Steel Field on November 15, 2000 and Foundry and Steel Shop on 3/4/01 are deemed to be fully vested in their Accrued Benefit.

Participants at the Polymar Asphalt Plant who transferred to the Granite City, Illinois plant as a result of the closing of the St. Louis, MO plant on June 26, 2002 are deemed to be fully vested in their Accrued Benefit.

Participants who were employees of the Siding Solutions Business as of August 31, 2007 are deemed to be fully vested in their Accrued Benefit.

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Participants who were employees of the Fabwel Business Unit as of September 14, 2007 are deemed to be fully vested in their Accrued Benefit.

Participants who transferred to the Joint Venture between Owens Corning Masonry Products and Boral Stone LLC are deemed to be fully vested as of the plan transfer date (if they are still active as of the plan transfer date).

Preretirement Death Benefit

Eligibility: All Participants who have become vested in their Accrued Benefit, whether or not they are active employees, are automatically covered by this provision in the event death occurs prior to the benefit commencement date. Participants whose death occurs or who become disabled while actively employed are deemed fully vested and automatically become covered by this provision.

Benefit: If the Participant was married, the spouse shall receive a benefit under the Normal Form equal to the greater of the Actuarial Equivalent of the Account at the Participant's Normal Retirement Date, or the amount the spouse would have received under the 50% joint and survivor annuity had payment commenced on the day before the Participant's death. The spouse can elect payment in the form of a lump sum. The spouse can delay payments until the Participant's age 70 ½. If the Participant is unmarried, or married with a non-spouse beneficiary, the value of the Participant's Account is paid in a lump sum.

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Summary of Plan Provisions – Hourly Plan

Participants Covered

Primary and hourly employees, excluding the following:

- Corporate hourly employees
- Non-union primary employees at fabrication facilities
- Newark Plant IBEW employees who had not attained age 40 as of March 1, 2000, or who had attained age 40 as of such date and elected to participate in the cash balance plan.
- Newark Plant IBEW employees hired after June 30, 2000.
- Kansas City, MO employees who had not attained age 40 as of December 31, 2000, or who had attained age 40 as of such date and elected to participate in the cash balance plan.
- Kansas City, MO employees hired after December 31, 2000.
- Amarillo Plant employees who had not attained age 40 and earned 10 years of vesting service as of December 31, 2002.
- Amarillo Plant employees hired after June 30, 2003.

Eligibility for Participation

Participation commences on the January 1 or July 1 following the 1-year period beginning on the employee's date of hire, provided the employee completes 1,000 hours of service during such period. If the employee fails to do so, participation commences on the January 1 following the first Plan Year during which the employee completes 1,000 hours of service.

Vesting Service

A Participant receives one year of Vesting Service for each Plan Year in which the Participant completes 1,000 Hours of Service.

Credited Service

A Participant earns one year of Credited Service on the basis of 2,080 Hours of Service in a Plan Year. A partial year of Credited Service is given if the Participant has less than 2,080 hours, equal to the number of hours earned divided by 2,080. However, partial Credited Service will not be given if the Participant has less than 1,000 Hours of Service, unless the Participant has earned at least 5 years of Vesting Service.

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A Participant will be credited with one year of Credited Service at the end of the Plan Year in which Plan participation commences, regardless of the number of hours earned.

Disabled Participants who either recover from Disability (as those terms are defined in the Plan) prior to Normal Retirement and are reemployed, remain disabled until age 65, or whose death occurs while on Disability shall be credited with years of Credited Service accrued during Disability, at a rate of 8 hours per day for each week, or portion thereof, in which the Participant was on Disability.

Credited Service is frozen for the following employee groups:

- Newark Plant IBEW employees who became covered by the cash balance plan on July 1, 2000, effective June 30, 2000.
- Kansas City, MO employees who became covered by the cash balance plan on January 1, 2001, effective December 31, 2000.
- GMP Union participants with less than 5 years of service as of June 30, 2012.
- Aiken employees who are under age 60 as of December 31, 2011.
- Newark IBEW participants who have not met age 55 and 5 years of service as of June 30, 2012.

Accrued Benefit

A Participant's accrued monthly benefit is the greatest of:

- (a) The applicable flat-dollar amount (see table below) times all years of Credited Service,
- (b) The accrued benefit under the prior plan formula as of December 31, 1989 (or the day preceding the applicable New Formula Date, if different), plus applicable flat-dollar amount times Credited Service after January 1, 1990 (or the applicable New Formula date, if different),
- (c) \$15 times all years of Credited Service.

The new formula date for employee groups whose date is not January 1, 1990 is as follows:

Aiken:	January 1, 1991
Amarillo:	January 1, 1993
Kansas City:	April 16, 1990

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The applicable flat-dollar amounts for retirements or terminations are as follows:

Location	Effective Date	Rate Group (Band)					
		A	B	C	D	E	F
Aiken	6/1/2008	\$37.00	\$43.00	\$50.00			
Amarillo	1/1/2002	\$33.00	\$39.00	\$46.00			
Anderson	1/1/2006	\$45.00	\$51.00	\$58.00	\$65.00		
Delmar	1/1/2006	\$45.00	\$51.00	\$58.00	\$65.00		
Fairburn	1/1/2006	\$45.00	\$51.00	\$58.00	\$65.00		
Kansas City	5/23/2006		\$49.00	\$59.00			
Newark	1/1/2006	\$45.00	\$51.00	\$58.00	\$65.00	\$66.00*	\$66.00**
Santa Clara	1/1/2006	\$45.00	\$51.00	\$58.00	\$65.00		
Waxahachie	1/1/2006		\$51.00	\$58.00	\$65.00		
*IBEW							
**IAM							

With regard to a Participant employed prior to January 1, 1990 at one of the plants named below, the flat-dollar amount used to determine an Accrued Benefit shall not be less than the highest rate group in which the Participant is employed at any time from January 1, 1980 through December 31, 1989:

- Anderson Plant
- Delmar Plant
- Fairburn Plant
- Santa Clara Plant
- Waxahachie Plant

With regard to a Participant employed prior to January 1, 1990 at one of the plants named below, the flat-dollar amount used to determine an Accrued Benefit shall not be less than the highest rate group in which the Participant is employed during the time period specified:

- Kansas City Plant 1/1/80 - 5/22/00
- Newark Plant – IBEW 1/1/80 - 12/31/99

Normal Retirement Benefit

Eligibility: Age 65 and 5 years of participation.

Benefit: Accrued Benefit, earned as of Normal Retirement.

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Normal Form of Payment

Life Annuity with 5 Years Certain; if unmarried. 50% Joint and Survivor Annuity with 5 Years Certain, if married. Deferred vested participant's normal form is Life Annuity, if unmarried and 50% Joint and Survivor Annuity, if married.

Optional Forms of Payment

Life Annuity with 5 Years Certain; 50%/75%/100% Life Annuity with Survivor Benefit (5 Years Certain); Life Annuity with 10 Years Certain; and a Level Income Annuity.

The 50%/75%/100% Contingent Joint and Survivor Option (5 Years Certain) is available to all non-collectively bargained employees and employees at all plants except the Aiken Plant.

A lump sum payment equal to the Actuarial Equivalent of the Accrued Benefit earned prior to January 1, 1995 (January 1, 1996 for Aiken Plant) is an optional form of payment.

Participants employed at the plants named below on the date indicated are eligible to receive their entire accrued benefit in one lump sum. If the Participant is eligible for an immediate distribution, the amount paid shall equal the Actuarial Equivalent of the immediate Single Life Annuity with 5 Years Certain otherwise payable. If the Participant is not eligible for an immediate distribution, the amount paid shall equal the Actuarial Equivalent of the Accrued Benefit payable at Normal Retirement:

- Amarillo Plant 7/1/03
- Kansas City Plant 5/23/00
- Newark Plant – IBEW 1/1/00

The optional form available to deferred vested participants is a lump sum payment equal to the Actuarial Equivalent of the Accrued Benefit earned prior to January 1, 1995 (January 1, 1996 for Aiken Plant) at participating plants.

Actuarial Equivalent

Except as described herein, an interest factor of 10% and the 1984 Uniform Pension Mortality Table is used to determine Actuarial Equivalence. Appendix A of the Plan summarizes the actuarial factors used for purposes of determining optional forms of payment.

For purposes of converting the Participant's accrued benefit to a lump sum, Actuarial Equivalent means using the applicable Code Section 417(e)(3) mortality table for distributions on and after January 1, 2008, and an interest rate equal to the modified segment rate determined according to Code Section 417(e)(3)(c) for the second month preceding the month of retirement.

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With regard to lump sum distributions made to eligible employees of the Aiken Plant on and after January 1, 2000, the amount paid cannot be less than the amount determined using the Applicable PBGC Rate (as defined in Section 1.3 of the Plan).

Early Retirement Benefit

Eligibility: Unless otherwise stated, the date which is 10 years prior to the Participant's Social Security Retirement Age, provided the Participant has earned at least 10 years of Vesting Service as of such date.

Participants who are non-collectively bargained employees and those employed at all plants except the Aiken Plant are eligible for Early Retirement after attaining age 55 and completing at least 10 years of Vesting Service.

On and after January 1, 1995, Disabled Participants who were non-collectively bargained employees, or were employed at any plant except the Aiken Plant or the Kansas City Plant are eligible for Early Retirement after attaining age 55 and completing at least 25 years of Credited Service, provided that this date occurs after the Participant's Disability has ended.

Benefit: Accrued Benefit at Early Retirement Date, reduced for early commencement as indicated below, payable as a Life Annuity with Five Years Certain.

With regard to Participants who retire on or after January 1, 1995, their Early Retirement Benefit shall be equal to the sum of:

- (a) The Accrued Benefit earned as of December 31, 1994, based on Credited Service earned as of that date, multiplied by the factors set forth in Table A below, and
- (b) The greater of:
 - The Accrued Benefit earned as the Early Retirement Date, based on all years of Credited Service, minus the amount determined in (a) above, with the difference multiplied by the factors in Table B below, or
 - The Accrued Benefit earned as of the Early Retirement Date, based on Credited Service earned after December 31, 1994, multiplied by the factors determined in Table B below.

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Table A			
Benefit Commencement Age	Year of Birth		
	Before 1938	1938 through 1954	1955 and After
64	1.00	1.00	1.00
63	1.00	1.00	1.00
62	1.00	1.00	1.00
61	1.00	1.00	.95
60	1.00	.95	.90
59	.95	.90	.85
58	.90	.85	.80
57	.85	.80	.75
56	.80	.75	.70
55	.75	.65	.65

TABLE B			
Benefit Commencement Age	Year of Birth		
	Before 1938	1938 through 1954	1955 and After
64	1.00	1.00	1.00
63	1.00	1.00	.95
62	1.00	.95	.90
61	.95	.90	.85
60	.90	.85	.80
59	.86	.81	.76
58	.82	.77	.72
57	.78	.73	.68
56	.74	.69	.64
55	.70	.65	.60

All plants except the Amarillo Plant are covered by an Early Retirement Grandfather provision, subject to the effective dates described below. Employees who meet the following requirement will have their Early Retirement Benefit determined utilizing a factor of .75:

- The Participant is born after 1937
- The Participant retires while age 55, 56 or 57
- The Participant was hired prior to January 1, 1990, and
- The Participant has earned at least 25 years of Vesting Service
- The Participant attains age 55 before January 1, 2007

The effective dates for the Early Retirement Grandfather are as follows:

Aiken: Attainment of age 55 before 1/1/2000

Kansas City: 5/23/2000 – 5/22/2012

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All other covered plants: 1/1/2000 – 12/31/2011

Late Retirement Benefit

Accrued benefit as of Late Retirement Date.

Disability Benefit

Eligibility: 10 years of Vesting Service.

Benefit: Disabled prior to January 1, 1994: Accrued Benefit, based on years of Credited Service and the Benefit Rate in effect on the first day of Disability, payable until the earlier of recovery, death or attainment of age 65, subject to certain minimums. If a Participant remains disabled until retirement age, the benefit is converted to an Early or Normal Retirement Benefit, determined based on Credited Service earned prior to and during Disability and the Benefit Rate in effect on the first day of Disability.

Disabled post-January 1, 1994: No disability benefits are payable from the Plan during the period of disability. However, if a Participant remains disabled until retirement age, the Participant will receive an Early or Normal Retirement Benefit, determined based on Credited Service earned prior to and during Disability and the Benefit Rate in effect on the first day of Disability.

Vested Benefit Upon Termination of Employment

Eligibility: Five years of Vesting Service.

Benefit: Accrued Benefit, payable as a Life Annuity at age 65. If the Participant is married and had not waived the Qualified Preretirement Survivor Annuity, the Accrued Benefit is reduced by 0.3% for each complete calendar year by which termination of employment precedes the Participant's annuity starting date.

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Early commencement permitted on or after age 55 using the following reduction factors:

Age	Factor
65	100.00
64	87.23
63	76.30
62	66.91
61	58.81
60	51.82
59	45.75
58	40.47
57	35.86
56	31.84
55	28.31

Participants actively employed on or after the date indicated at Kansas City (5/23/00), Newark-IBEW (1/1/00), and Amarillo (7/1/03) may commence benefit payment in any form under Section 5.2(b) of the Plan and at any age following termination of employment. If annuity payments commence prior to the Participant attaining age 55 and on or after December 31, 2002, Actuarial Equivalent shall be determined using the applicable Code Section 417(e)(3) Mortality table and an interest rate equal to the Modified segment rate determined according to Code Section 417(e)(3)(c).

In-Service Death Benefit

Eligibility: Payable to the spouse of an active Participant whose death occurs with five or more years of Vesting Service, or a Disabled Participant whose death occurs prior to Normal Retirement Age or elected Early Retirement, provided that the Participant and spouse were married for at least 1 year as of the date of death.

Benefit: 50% of the Accrued Benefit determined as of the date of death, payable immediately, unreduced for early commencement. The benefit will be actuarially reduced in the event the spouse is more than 10 years younger than the Participant.

For Aiken and Amarillo employees, if payments commence prior to the Participant's age 65, they are reduced for Early Retirement. If payments commence prior to the Participant's age 55, the age 55 early retirement factors will apply.

Qualified Preretirement Survivor Annuity

Eligibility: Payable to the spouse upon the death of a Participant eligible to receive Vested Benefits Upon Termination of Employment. Coverage of this benefit may be waived, in which case, no death benefit is payable.

Benefit: The spouse's portion of the Participant's Accrued Benefit paid as a Qualified Joint and Survivor Annuity. The Accrued Benefit is reduced by 0.3% for each complete calendar year by which termination of employment precedes the annuity starting date. Payment begins following the Participant's death, but no earlier than the Participant's earliest retirement age under the Plan.

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Orphan's Benefit

Eligibility: Active Participant whose death occurs with five or more years of Vesting Service, or a Disabled Participant whose death occurs prior to Normal Retirement Age or elected Early Retirement, provided:

- The spouse dies after becoming eligible for an In-Service Death Benefit, leaving a child under either age 18 or age 23 if continuing education.
- There is no spouse, or the spouse is not eligible for an In-Service Death Benefit, and the Participant has a child either under age 18 or under age 23 and continuing education.

Benefit: Same benefit the spouse would have received, divided among all eligible children equally, and payable monthly until the last child attains age 18 (or 23, if applicable).

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Plan Sponsor:	Owens Corning
Valuation Date	January 1, 2017

SCHEDULE SB ATTACHMENTS

Summary of Plan Provisions – RSB Plan

Type of Plan

Traditional defined benefit plan; flat dollar benefits.

Participants Covered

Primary employees, at the following business units:

- Roofing and asphalt plants of Owens Corning and the Mishawaka print shop
- Owens Corning facilities at Auburndale and Hazelton
- Owens Corning Technology Inc.

Fort Smith, AR employees are excluded from Plan coverage on June 30, 1996.

Eligibility for Participation

Participation commences on the January 1 or July 1 following the 1–year period beginning on the employee's date of hire, provided the employee completes 1,000 hours of service during such period. If the employee fails to do so, participation commences on the January 1 following the first Plan Year during which the employee completes 1,000 hours of service.

Vesting Service

A Participant receives one year of Vesting Service for each Plan Year in which the Participant completes 1,000 Hours of Service.

Credited Service

A Participant earns one year of Credited Service on the basis of 2,080 Hours of Service in a Plan Year. A partial year of Credited Service is given if the Participant has less than 2,080 hours, equal to the number of hours earned divided by 2,080. However, partial Credited Service will not be given if the Participant has less than 1,000 Hours of Service, unless the Participant has earned at least 5 years of Vesting Service.

A Participant will be credited with one year of Credited Service at the end of the Plan Year in which Plan participation commences, regardless of the number of hours earned.

Disabled Participants shall be credited with years of Credited Service accrued during Disability, at a rate of 40 hours for each week, or 8 hours per day for a portion thereof, in which the Participant was on Disability prior to Normal Retirement.

Credited Service is frozen for the Fort Smith, AR employees effective June 30, 1996.

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Credited Service is frozen as of December 31, 2011 for Non-Union Roofing and Asphalt locations.

Credited Service is frozen as of December 31, 2011 for Savannah locations.

Credited Service is frozen as of April 1, 2014 for Jacksonville Roofing and Kearny Roofing locations.

Credited Service is frozen as of July 1, 2014 for employees at the Kearny Asphalt location

Credited Service is frozen as of March 1, 2015 for employees at the Atlanta Roofing and Memphis Roofing locations

Accrued Benefit

A Participant's Accrued Benefit, payable monthly, is equal to the applicable flat-dollar amount below times all years of Credited Service:

Location	Flat-Dollar Amount
Hazleton	\$14.00
OC Technology	\$14.00
Adelanto Roofing	\$15.00
Cincinnati Asphalt	\$15.00
Ennis Asphalt	\$15.00
Savannah Roofing	\$15.00
Detroit Asphalt	\$15.00*
Ft. Lauderdale Asphalt	\$15.00*
Ft. Smith	\$15.00
Morehead City Asphalt	\$15.00*
Oklahoma City Asphalt	\$15.00*
Atlanta Asphalt/Roofing	\$15.00*
Brookville Asphalt/Roofing	\$15.00*
Compton Asphalt/Roofing	\$15.00*
Denver Asphalt/Roofing	\$15.00*
Houston Asphalt/Roofing	\$15.00*
Irving Asphalt/Roofing	\$15.00*
Jacksonville Asphalt/Roofing	\$15.00*
Jessup Asphalt/Roofing	\$15.00*
Kearny Asphalt/Roofing	\$15.00*
Medina Asphalt/Roofing	\$15.00*
Memphis Asphalt/Roofing	\$15.00*
Minneapolis Asphalt/Roofing	\$15.00*
Mishawaka Asphalt/Roofing/Print Shop	\$15.00*
Non-union Employees	\$15.00*
Portland Asphalt/Roofing	\$15.00*
Summit Asphalt/Roofing	\$15.00*
Mobile	\$15.00**
Polymer Asphalt Plant	\$15.00***
Auburndale	\$16.00

* For service after 1976; \$3.00 for service prior to 1977

** For service after December 9, 2001 only

*** For Participants transferred to the Granite City, IL plant as a result of the closing of the St. Louis, MO plant on June 26, 2002

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Plan Sponsor: Owens Corning
Valuation Date: January 1, 2017

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Normal Retirement Benefit

Eligibility: Age 65.

Benefit: Accrued Benefit, earned as of Normal Retirement.

Normal Form of Payment

Life Annuity, if unmarried. 50% Joint and Survivor Annuity, if married.

Optional Forms of Payment

Life Annuity; 50%/75% Joint and Survivor Annuitant Benefit.

Actuarial Equivalent

Except as described herein, an interest factor of 10% and the 1984 Uniform Pension Mortality Table is used to determine Actuarial Equivalence. Appendix A of the Plan summarizes the actuarial factors used for purposes of determining optional forms of payment.

Early Retirement Benefit

Eligibility: Age 55 and 10 years of service.

Benefits: Same as normal retirement, but reduced 6% per year prior to age 65.

Late Retirement Benefit

Accrued benefit as of Late Retirement Date.

Vested Benefit Upon Termination of Employment

Eligibility: Five years of Vesting Service. Participants who transferred to Granite City, IL as a result of the closing of the St. Louis, MO plant (Polymar Asphalt) on June 26, 2002 shall be deemed fully vested in their Accrued Benefit.

Benefit: Accrued Benefit, payable under the Normal Form of payment, at age 65.

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Qualified Preretirement Survivor Annuity

Eligibility: Payable to the spouse upon the death of a vested Participant.

Benefit: The spouse's portion of the Participant's Accrued Benefit paid as a Qualified Joint and Survivor Annuity. Payment begins following the Participant's death, but no earlier than the Participant's attainment of age 65.

Disability Benefit

Eligibility: 10 years of Vesting Service.

Benefit: Accrued Benefit, based on years of Credited Service and the Benefit Rate in effect on the first day of Disability, payable until the earlier of recovery, death or attainment of age 65, subject to certain minimums. If a Participant remains disabled until retirement age, the benefit is converted to an Early or Normal Retirement Benefit, determined based on Credited Service earned prior to and during Disability and the Benefit Rate in effect on the first day of Disability.

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Summary of Plan Provisions – AmeriMark Nashville Hourly Plan

Type of Plan

Traditional defined benefit plan; flat dollar benefits.

Participants Covered

Hourly employees at the Nashville, TN facility.

Eligibility for Participation

Participation commences on the first day of the month following the date the employee attains age 21 and completes four calendar quarters of Pension Service.

Pension Service

A Participant earns one quarter of Pension Service for each calendar quarter during which he receives any wages for services with the Company or Reynolds Metal Company. For employees of AmeriMark who participated in the Plan on January 1, 1976, Pension Service includes calendar quarters since the most recent date of hire prior to January 1, 1976.

Accrued Benefit

A Participant's accrued monthly benefit is equal to \$4.875 (for termination on or after October 1, 1995) times all calendar quarters of Pension Service (\$19.50 per year).

Normal Retirement Benefit

Eligibility: Age 65 and 5 years of participation.

Benefit: Accrued Benefit, earned as of Normal Retirement.

Normal Form of Payment

Life annuity if unmarried; 50% Joint and Survivor Annuity, if married. For Normal, Early and Disabled Retirements, benefit is converted to Life Annuity if spouse predeceases Participant.

Optional Forms of Payment

Life Annuity and 75% Joint & Survivor Annuity for Married Participants.

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Actuarial Equivalent

The Joint and Survivor benefit for Normal, Early and Disabled Retirements is equal to 95% of the benefit payable as a Life Annuity.

The Joint and Survivor benefit for a Vested Terminated Participant is determined based on the following:

Difference in Age Between Participant and Spouse	Percentages of Life Annuity
Years Spouse is Younger	
20 or more	77
17-19	78
14-16	79
11-13	81
8-10	82
5-7	84
2-4	85
0-1	87
Years Spouse Older	
0-1	87
2-4	89
5-7	90
8-10	92
11-13	93
14-16	95
17-19	96
20 or more	97

Ages of retired Participant and spouse are rounded to nearest whole year. (Example – 57 years, 6 months equals 58.) Rounding is done before comparison.

For purposes of converting the Participant's accrued benefit to a lump sum, Actuarial Equivalent means using the applicable Code Section 417(e)(3) mortality table for distributions on and after January 1, 2008, and an interest rate equal to the modified segment rate determined according to Code Section 417(e)(3)(c) for the second month preceding the month of retirement.

60/40 Early Retirement Benefit

Eligibility: Age 60 and 40 calendar quarters of Pension Service.

Benefit: Accrued Benefit at Early Retirement Date, payable as a Life Annuity, reduced ½% for each month payment precedes Normal Retirement Date.

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30-Year Early Retirement Benefit

Eligibility: 120 quarters of service.

Benefit: Unreduced Accrued Benefit.

55/40 Early Retirement Benefit

Eligibility: Age 55 and 40 quarters of service; laid off due to plant shutdown or unemployed over 3 years due to layoff.

Benefit: Unreduced Accrued Benefit.

Special Early Retirement Benefit

Eligibility: 40 quarters of service plus

- Attained age 55 and age times 4 plus quarters of service greater than 280, or
- Age times 4 plus quarters of service equals 320 or more and laid off for lack of work or retire under mutually satisfactory conditions.

Benefit: Unreduced Accrued Benefit.

Special Retirement Payment

Eligibility: Retire on or a Normal or Early Retirement Date.

Benefit: Monthly benefit equal to 13 weeks of vacation pay, adjusted based on date of retirement and vacation pay received as of such date.

Disability Benefit

Eligibility: 40 calendar quarters of Pension Service.

Benefit: Accrued Benefit, subject to \$150 minimum, plus \$230 per month until eligible for a public disability pension.

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Vested Benefit Upon Termination of Employment

Eligibility: 20 calendar quarters of Pension Service.

Benefit: Accrued Benefit, payable as a Life Annuity, at age 65. Early commencement permitted on or after age 60. Accrued Benefit is reduced $\frac{1}{2}\%$ for each month payment precedes Normal Retirement Date.

In-Service Death Benefit

Eligibility: Active Participant whose death occurs with 20 or more calendar quarters of Pension Service.

Benefit: 50% of the Accrued Benefit determined as of the date of death. Payments begin following the Participant's death, but no earlier than the Participant's age 60. If payments commence prior to the Participant's age 65, they are reduced for Early Retirement.

Qualified Preretirement Survivor Annuity

Eligibility: Payable to the spouse upon the death of a Participant eligible to receive Vested Benefits Upon Termination of Employment. Coverage of this benefit may be waived, in which case, no death benefit is payable.

Benefit: The spouse's portion of the Participant's Accrued Benefit paid as a Qualified Joint and Survivor Annuity. The Accrued Benefit is reduced for each year coverage was in effect between termination of employment and death (prorated for individual months), as follows:

- .1% for each year from age 35 through age 44
- .2% for each year from age 45 through age 54
- .5% for each year from age 55 through age 65

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Plan Sponsor:	Owens Corning
Valuation Date	January 1, 2017

SCHEDULE SB ATTACHMENTS

Summary of Plan Provisions – Owens Corning Metal Systems Ashville Hourly Plan

Type of Plan

Traditional defined benefit plan; flat dollar benefits.

Participants Covered

Hourly employees at the Ashville facility.

Eligibility for Participation

Participation commences on the first day of the month following the date the employee attains age 21 and completes at least 12 consecutive months of Pension Service.

Pension Service

A Participant earns one quarter of Pension Service for each calendar quarter during which he receives any wages for services with the Company or Reynolds Metal Company. For employees of AmeriMark who participated in the Plan on January 1, 1976, Pension Service includes calendar quarters since the most recent date of hire prior to January 1, 1976.

Accrued Benefit

A Participant's accrued monthly benefit is equal to the applicable rate times one fourth (1/4) of all calendar quarters of Pension Service:

Service Period	Rate if hired on or after 3/1/84	Rate if hired prior to 3/1/84
Prior to 2/1/98	18.50	21.00
2/1/98 to 1/31/99	21.50	24.00
2/1/99 to 1/31/00	25.50	28.00
2/1/00 to 1/31/01	29.50	32.00
2/1/01 to 1/31/02	32.50	35.00
2/1/02 to 1/31/03	35.50	38.00
2/1/03 to 1/31/04	37.50	40.00
2/1/04 to 1/31/05	39.50	42.00
2/1/05 to 1/31/06	40.50	43.00

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The pension rates applicable on and after 2/1/98 shall apply only to service with the Company on and after the effective date of such pension rate, provided that a Participant retiring between 2/1/98 and 1/31/01 shall have the pension rate applicable on the date of the Participant's retirement applied to all of the Participant's service with the Company after 2/1/98, provided further that a Participant retiring between 2/1/98 and 1/31/01 shall have his or her monthly pension adjusted to reflect any pension rate increases that occurs during the period of the collective bargaining agreement in force at the time of his or her retirement.

Normal Retirement Benefit

Eligibility: Age 65 and 5 years of participation.

Benefit: Accrued Benefit, earned as of Normal Retirement.

Normal Form of Payment

Life annuity if unmarried. 50% Joint and Survivor Annuity, if married. For Normal, Early and Disabled Retirements, benefit is converted to Life Annuity if spouse predeceases Participant.

Optional Forms of Payment

Life Annuity and 75% Joint & Survivor Annuity for Married Participants.

Actuarial Equivalent

The Joint and Survivor benefit for Normal, Early and Disabled Retirements is equal to 95% of the benefit payable as a Life Annuity.

The Joint and Survivor benefit for a Vested Terminated Participant is determined based on the following:

Difference in Age Between Participant and Spouse		Percentages of Life Annuity
Years Spouse is Younger		
20 or more		77
17-19		78
14-16		79
11-13		81
8-10		82
5-7		84
2-4		85
0-1		87
Years Spouse Older		
0-1		87
2-4		89
5-7		90
8-10		92
11-13		93
14-16		95

Plan Name:	Owens Corning Merged Retirement Plan
EIN / PN:	43-2109021/001
Plan Sponsor:	Owens Corning
Valuation Date	January 1, 2017

SCHEDULE SB ATTACHMENTS

17-19
20 or more

96
97

Ages of retired Participant and spouse are rounded to nearest whole year. (Example – 57 years, 6 months equals 58.) Rounding is done before comparison.

For purposes of converting the Participant's accrued benefit to a lump sum, Actuarial Equivalent means using the applicable Code Section 417(e)(3) mortality table for distributions on and after January 1, 2008, and an interest rate equal to the modified segment rate determined according to Code Section 417(e)(3)(c) for the second month preceding the month of retirement.

60/40 Early Retirement Benefit

Eligibility: Age 60 and 40 calendar quarters of Pension Service.

Benefit: Accrued Benefit at Early Retirement Date, payable as a Life Annuity, reduced $\frac{1}{2}\%$ for each month payment precedes Normal Retirement Date.

30-Year Early Retirement Benefit

Eligibility: 120 quarters of service.

Benefit: Unreduced Accrued Benefit.

55/40 Early Retirement Benefit

Eligibility: Age 55 and 40 quarters of service; laid off due to plant shutdown or unemployed over 3 years due to layoff.

Benefit: Unreduced Accrued Benefit.

Special Early Retirement Benefit

Eligibility: 40 quarters of service plus

- Attained age 55 and age times 4 plus quarters of service greater than 280, or
- Age times 4 plus quarters of service equals 320 or more, and
- Service is broken due to layoff or physical disability, or service is not broken, but layoff occurs due to a plant shutdown and reemployment is deemed unlikely by the Company.

Benefit: Unreduced Accrued Benefit.

Plan Name: Owens Corning Merged Retirement Plan
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Plan Sponsor: Owens Corning
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SCHEDULE SB ATTACHMENTS

Special Retirement Payment

Eligibility: Retire on or a Normal or Early Retirement Date.

Benefit: Monthly benefit equal to 13 weeks of vacation pay, adjusted based on date of retirement and vacation pay received as of such date.

Disability Benefit

Eligibility: 40 calendar quarters of Pension Service.

Benefit: Accrued Benefit based on service earned to date of disability, subject to \$100 minimum.

Vested Benefit Upon Termination of Employment

Eligibility: 20 calendar quarters of Pension Service.

Benefit: Accrued Benefit, payable as a Life Annuity, at age 65. Early commencement permitted on or after age 60. Accrued Benefit is reduced $\frac{1}{2}\%$ for each month payment precedes Normal Retirement Date.

In-Service Death Benefit

Eligibility: Active Participant whose death occurs with 20 or more calendar quarters of Pension Service and who was married throughout the one year period ending on his date of death.

Benefit: 50% of the Accrued Benefit determined as of the date of death. Payments begin the month following the Participant's death.

Qualified Preretirement Survivor Annuity

Eligibility: Payable to the spouse upon the death of a Participant eligible to receive Vested Benefits Upon Termination of Employment. Coverage of this benefit may be waived, in which case, no death benefit is payable.

Benefit: The spouse's portion of the Participant's Accrued Benefit paid as a Qualified Joint and Survivor Annuity. The Accrued Benefit is reduced for each year coverage was in effect between termination of employment and death (prorated for individual months), as follows:

- .1% for each year from age 35 through age 44
- .2% for each year from age 45 through age 54
- .5% for each year from age 55 through age 65

Plan Name:	Owens Corning Merged Retirement Plan
EIN / PN:	43-2109021/001
Plan Sponsor:	Owens Corning
Valuation Date	January 1, 2017

SCHEDULE SB ATTACHMENTS

Summary of Plan Provisions – Owens Corning Metal Systems Bourbon Plan

Type of Plan

Traditional defined benefit plan; flat dollar benefits.

Participants Covered

Hourly employees at the Bourbon, IN, Maryland Heights, MO, South St. Louise, MO and Bellville, IL facilities.

Eligibility for Participation

Participation commences on the first day of the month following the date the employee attains age 21 and completes four calendar quarters of Pension Service.

Pension Service

A Participant earns one quarter of Pension Service for each calendar quarter during which he receives any wages for services with the Company or Reynolds Metal Company.

Accrued Benefit

For Participants employed at the Bourbon Building Products Plants, the accrued monthly benefit is equal to \$3.50 times all calendar quarters of Pension Service (\$14.00 per year). For Participants employed at the Residential Service Centers, the accrued monthly benefit is equal to \$2.00 times all calendar quarters of Pension Service (\$8.00 per year).

Normal Retirement Benefit

Eligibility: Age 65 and 5 years of participation.

Benefit: Accrued Benefit, earned as of Normal Retirement.

Normal Form of Payment

Life annuity if unmarried. 50% Joint and Survivor Annuity, if married. For Normal, Early and Disabled Retirements, benefit is converted to Life Annuity if spouse predeceases Participant.

Optional Forms of Payment

Life Annuity and 75% Joint & Survivor Annuity for Married Participants.

Plan Name:	Owens Corning Merged Retirement Plan
EIN / PN:	43-2109021/001
Plan Sponsor:	Owens Corning
Valuation Date	January 1, 2017

SCHEDULE SB ATTACHMENTS

Actuarial Equivalent

The Joint and Survivor benefit for Normal, Early and Disabled Retirements is equal to 95% of the benefit payable as a Life Annuity.

The Joint and Survivor benefit for a Vested Terminated Participant is determined based on the following:

Difference in Age Between Participant and Spouse	Percentages of Life Annuity
Years Spouse is Younger	
20 or more	77
17-19	78
14-16	79
11-13	81
8-10	82
5-7	84
2-4	85
0-1	87
Years Spouse Older	
0-1	87
2-4	89
5-7	90
8-10	92
11-13	93
14-16	95
17-19	96
20 or more	97

Ages of retired Participant and spouse are rounded to nearest whole year. (Example – 57 years, 6 months equals 58.) Rounding is done before comparison.

For purposes of converting the Participant's accrued benefit to a lump sum, Actuarial Equivalent means using the applicable Code Section 417(e)(3) mortality table for distributions on and after January 1, 2008, and an interest rate equal to the modified segment rate determined according to Code Section 417(e)(3)(c) for the second month preceding the month of retirement.

Early Retirement Benefit

Eligibility: Age 60 and 40 calendar quarters of Pension Service.

Benefit: Accrued Benefit at Early Retirement Date, payable as a Life Annuity, reduced ½% for each month payment precedes Normal Retirement Date.

Plan Name: Owens Corning Merged Retirement Plan
EIN / PN: 43-2109021/001
Plan Sponsor: Owens Corning
Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Disability Benefit

Eligibility: Age 60 and 40 calendar quarters of Pension Service.

Benefit: Accrued Benefit, based on Pension Service earned between March 17, 1997 and the date of disablement.

Vested Benefit Upon Termination of Employment

Eligibility: 20 calendar quarters of Pension Service.

Benefit: Accrued Benefit, payable as a Life Annuity, at age 65. Early commencement permitted on or after age 60. Accrued Benefit is reduced $\frac{1}{2}\%$ for each month payment precedes Normal Retirement Date.

In-Service Death Benefit

Eligibility: Active Participant whose death occurs with 20 or more calendar quarters of Pension Service and who was married for the one full year preceding the date of death

Benefit: 50% of the Accrued Benefit determined as of the date of death. Payments begin following the Participant's death, but no earlier than the Participant's age 60. If payments commence prior to the Participant's age 65, they are reduced for Early Retirement.

Qualified Preretirement Survivor Annuity

Eligibility: Payable to the spouse upon the death of a Participant eligible to receive Vested Benefits Upon Termination of Employment. Coverage of this benefit may be waived, in which case, no death benefit is payable.

Benefit: The spouse's portion of the Participant's Accrued Benefit paid as a Qualified Joint and Survivor Annuity. The Accrued Benefit is reduced for each year coverage was in effect between termination of employment and death (prorated for individual months), as follows:

- .1% for each year from age 35 through age 44
- .2% for each year from age 45 through age 54
- .5% for each year from age 55 through age 65

Plan Name:	Owens Corning Merged Retirement Plan
EIN / PN:	43-2109021/001
Plan Sponsor:	Owens Corning
Valuation Date	January 1, 2017

SCHEDULE SB ATTACHMENTS

Summary of Plan Provisions – AmeriMark Illinois Hourly Plan

Type of Plan

Traditional defined benefit plan; flat dollar benefits.

Participants Covered

Hourly employees at the Melrose Park, IL, Posen, IL and Wheeling, IL facilities.

Eligibility for Participation

Participation commences on the first day of the month following the date the employee attains age 21 and completes four calendar quarters of Pension Service.

Pension Service

A Participant earns one quarter of Pension Service for each calendar quarter during which he receives any wages for services with the Company or Reynolds Metal Company. For employees of AmeriMark who participated in the Plan on January 1, 1980, Pension Service includes calendar quarters since the most recent date of hire prior to January 1, 1980.

Accrued Benefit

A Participant's accrued monthly benefit is equal to \$2.50 times all calendar quarters of Pension Service (\$10.00 per year).

Normal Retirement Benefit

Eligibility: Age 65 and 5 years of participation.

Benefit: Accrued Benefit, earned as of Normal Retirement.

Normal Form of Payment

Life annuity if unmarried. 50% Joint and Survivor Annuity, if married. For Normal, Early and Disabled Retirements, benefit is converted to Life Annuity if spouse predeceases Participant.

Plan Name:	Owens Corning Merged Retirement Plan
EIN / PN:	43-2109021/001
Plan Sponsor:	Owens Corning
Valuation Date	January 1, 2017

SCHEDULE SB ATTACHMENTS

Optional Forms of Payment

Life Annuity and 75% Joint and Survivor Annuity for Married Participants.

Actuarial Equivalent

The Joint and Survivor benefit for Normal, Early and Disabled Retirements is equal to 95% of the benefit payable as a Life Annuity.

The Joint and Survivor benefit for a Vested Terminated Participant is determined based on the following:

Difference in Age Between Participant and Spouse	Percentages of Life Annuity
Years Spouse is Younger	
20 or more	77
17-19	78
14-16	79
11-13	81
8-10	82
5-7	84
2-4	85
0-1	87
Years Spouse Older	
0-1	87
2-4	89
5-7	90
8-10	92
11-13	93
14-16	95
17-19	96
20 or more	97

Ages of retired Participant and spouse are rounded to nearest whole year. (Example – 57 years, 6 months equals 58.) Rounding is done before comparison.

For purposes of converting the Participant's accrued benefit to a lump sum, Actuarial Equivalent means using the applicable Code Section 417(e)(3) mortality table for distributions on and after January 1, 2008, and an interest rate equal to the modified segment rate determined according to Code Section 417(e)(3)(c) for the second month preceding the month of retirement.

Early Retirement Benefit

Eligibility: Age 60 and 40 calendar quarters of Pension Service.

Plan Name: Owens Corning Merged Retirement Plan
EIN / PN: 43-2109021/001
Plan Sponsor: Owens Corning
Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Benefit: Accrued Benefit at Early Retirement Date, payable as a Life Annuity, reduced $\frac{1}{2}\%$ for each month payment precedes Normal Retirement Date.

Disability Benefit

Eligibility: 40 calendar quarters of Pension Service.

Benefit: Accrued Benefit, based on Pension Service earned between March 17, 1997 and the date of disablement.

Vested Benefit Upon Termination of Employment

Eligibility: 20 calendar quarters of Pension Service.

Benefit: Accrued Benefit, payable as a Life Annuity, at age 65. Early commencement permitted on or after age 60. Accrued Benefit is reduced $\frac{1}{2}\%$ for each month payment precedes Normal Retirement Date.

In-Service Death Benefit

Eligibility: Active Participant whose death occurs with 20 or more calendar quarters of Pension Service and who was married for at least 1 year as of his date of death

Benefit: 50% of the Accrued Benefit determined as of the date of death. Payments begin following the Participant's death, but no earlier than the Participant's age 60. If payments commence prior to the Participant's age 65, they are reduced for Early Retirement.

Qualified Preretirement Survivor Annuity

Eligibility: Payable to the spouse upon the death of a Participant eligible to receive Vested Benefits Upon Termination of Employment. Coverage of this benefit may be waived, in which case, no death benefit is payable.

Benefit: The spouse's portion of the Participant's Accrued Benefit paid as a Qualified Joint and Survivor Annuity. The Accrued Benefit is reduced for each year coverage was in effect between termination of employment and death (prorated for individual months), as follows:

- .1% for each year from age 35 through age 44
- .2% for each year from age 45 through age 54
- .5% for each year from age 55 through age 65

Plan Name:	Owens Corning Merged Retirement Plan
EIN / PN:	43-2109021/001
Plan Sponsor:	Owens Corning
Valuation Date	January 1, 2017

SCHEDULE SB ATTACHMENTS

Summary of Plan Provisions – Owens Corning Metal Systems Bellwood Hourly Plan

Type of Plan

Traditional defined benefit plan; flat dollar benefits.

Participants Covered

Hourly employees at the Bellwood facility.

Eligibility for Participation

Participation commences on the first day of the month following the date the employee attains age 21 and completes at least 12 consecutive months of Pension Service.

Pension Service

A Participant earns one quarter of Pension Service for each calendar quarter during which he receives any wages for services with the Company or Reynolds Metal Company. For employees of AmeriMark who participated in the Plan on January 1, 1976, Pension Service includes calendar quarters since the most recent date of hire prior to January 1, 1976.

Accrued Benefit

A Participant's accrued monthly benefit is equal to the pension rate determined by his Wage Grade times all calendar quarters of Pension Service.

Wage Grade	Pension Rate
1 – 4	\$33.25
5 – 8	34.55
9 – 12	35.90
13 – 16	37.25
17 – 20	38.55
21 – 24	39.90
25+	41.25

These rates are increasing by \$2 for all of the years August 1, 2001 – July 31, 2002, August 1, 2002 – July 31, 2003, August 1, 2003 – July 31, 2004.

Plan Name: Owens Corning Merged Retirement Plan
EIN / PN: 43-2109021/001
Plan Sponsor: Owens Corning
Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Normal or 62/40 Retirement Benefit

Eligibility: Age 65 and 5 years of participation or Age 62 and 40 quarters of service.

Benefit: Accrued Benefit, earned as of Normal Retirement.

Normal Form of Payment

Life annuity if unmarried; 50% Joint and Survivor Annuity, if married. For Normal, Early and Disabled Retirements, benefit is converted to Life Annuity if spouse predeceases Participant.

Optional Forms of Payment

Life Annuity and 75% Joint and Survivor Annuity for Married Participants.

Actuarial Equivalent

The Joint and Survivor benefit for Normal, Early and Disabled Retirements is equal to 95% of the benefit payable as a Life Annuity.

The Joint and Survivor benefit for a Vested Terminated Participant is determined based on the following:

Difference in Age Between Participant and Spouse	Percentages of Life Annuity
Years Spouse is Younger	
20 or more	77
17-19	78
14-16	79
11-13	81
8-10	82
5-7	84
2-4	85
0-1	87
Years Spouse Older	
0-1	87
2-4	89
5-7	90
8-10	92
11-13	93
14-16	95
17-19	96
20 or more	97

Ages of retired Participant and spouse are rounded to nearest whole year. (Example – 57 years, 6 months equals 58.) Rounding is done before comparison.

Plan Name: Owens Corning Merged Retirement Plan
EIN / PN: 43-2109021/001
Plan Sponsor: Owens Corning
Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

For purposes of converting the Participant's accrued benefit to a lump sum, Actuarial Equivalent means using the applicable Code Section 417(e)(3) mortality table for distributions on and after January 1, 2008, and an interest rate equal to the modified segment rate determined according to Code Section 417(e)(3)(c) for the second month preceding the month of retirement.

60/40 Early Retirement Benefit

Eligibility: Age 60 but under age 62, and 40 but less than 120 calendar quarters of Pension Service.

Benefit: Accrued Benefit at Early Retirement Date, payable as a Life Annuity, reduced ½% for each month payment precedes Normal Retirement Date.

30-Year Early Retirement Benefit

Eligibility: Age 55 but not age 62 and 120 quarters of service.

Benefit: Unreduced Accrued Benefit, plus \$1,070 - \$1,250 per month (depending on Wage Grade) between ages 55 and 62, pursuant to Section IV(8) of the Plan.

55/40 Early Retirement Benefit

Eligibility: Age 55 but not age 62, and 40 but less than 120 quarters of service; laid off due to plant shutdown or unemployed over 3 years due to layoff.

Benefit: Unreduced Accrued Benefit.

Special Early Retirement Benefit

Eligibility: Under age 62 and 40 quarters of Pension Service, plus

- Attained age 55 and age times 4 plus quarters of service greater than 280, or
- Age times 4 plus quarters of service equals 320, and
- Is absent from work due to layoff, sickness or accident on or after November 1, 1998 for 2 years, or is absent from work on or after November 1, 1998 less than 2 years by reason of displacement, department or plant shutdown.

Benefit: Unreduced Accrued Benefit.

Special Retirement Payment

Eligibility: Retire on or a Normal or Early Retirement Date.

Plan Name:	Owens Corning Merged Retirement Plan
EIN / PN:	43-2109021/001
Plan Sponsor:	Owens Corning
Valuation Date	January 1, 2017

SCHEDULE SB ATTACHMENTS

Benefit: Monthly benefit equal to 10 weeks of vacation pay, adjusted based on date of retirement and vacation pay received as of such date.

Disability Benefit

Eligibility: 40 calendar quarters of Pension Service.

Benefit: Accrued Benefit, subject to \$400 minimum until attainment of age 62, plus \$400 per month until Age 62 or eligible for a public disability pension.

Vested Benefit Upon Termination of Employment

Eligibility: 20 calendar quarters of Pension Service.

Benefit: Accrued Benefit, payable as a Life Annuity, at age 65. Early commencement permitted on or after age 60. Accrued Benefit is reduced $\frac{1}{2}\%$ for each month payment precedes Age 62.

In-Service Death Benefit

Eligibility: Active Participant whose death occurs with 20 or more calendar quarters of Pension Service and who has been married throughout the one year period ending on the date of death.

Benefit: 50% of the Accrued Benefit determined as of the date of death. If the Participant's death occurs after age 55 and 20 calendar quarters of Pension Service, the spouse will also receive 50% of the Graded Minimum Benefit Supplement described under Section IV(8) of the Plan.

Qualified Preretirement Survivor Annuity

Eligibility: Payable to the spouse upon the death of a Participant eligible to receive Vested Benefits Upon Termination of Employment. Coverage of this benefit may be waived, in which case, no death benefit is payable.

Benefit: The spouse's portion of the Participant's Accrued Benefit paid as a Qualified Joint and Survivor Annuity. The Accrued Benefit is reduced for each year coverage was in effect between termination of employment and death (prorated for individual months), as follows:

- .1% for each year from age 35 through age 44
- .2% for each year from age 45 through age 54
- .5% for each year from age 55 through age 65

Plan Name:	Owens Corning Merged Retirement Plan
EIN / PN:	43-2109021/001
Plan Sponsor:	Owens Corning
Valuation Date	January 1, 2017

SCHEDULE SB ATTACHMENTS

Summary of Plan Provisions – Fibreboard Plan (Frozen)

Type of Plan

Traditional defined benefit plan.

Participants Covered

Current and former employees who accrued benefits under Group A, Group C, Newark or Western Hourly.

Eligibility for Participation

Participation is frozen.

Vesting

All Participants are vested.

Accrued Benefit

All Accrued Benefits are frozen and have been calculated by the administrator.

Normal Retirement Benefit

Eligibility: Age 65.

Benefit: Accrued Benefit, earned as of Normal Retirement.

Normal Form of Payment

Life Annuity, if unmarried. 50% Joint and Survivor Annuity, if married. For Western Hourly, only, Life Annuity with 3 Years Certain if unmarried; 50% Joint and Survivor Annuity with 3 Years Certain, if married. If death occurs prior to receipt of 36 payments, balance can be paid to Beneficiary in one lump sum.

Optional Forms of Payment

Life Annuity and 75%/100% Joint and Survivor Annuity for married participants.

Plan Name:	Owens Corning Merged Retirement Plan
EIN / PN:	43-2109021/001
Plan Sponsor:	Owens Corning
Valuation Date	January 1, 2017

SCHEDULE SB ATTACHMENTS

Actuarial Equivalent

Except as described herein, an interest factor of 7% and the UP84 blended mortality table (80% UP84 set ahead 1 year, 20% UP84 set back 4 years).

For purposes of converting the Participant's accrued benefit to a lump sum, Actuarial Equivalent means using the applicable Code Section 417(e)(3) mortality table for distributions on and after January 1, 2008, and an interest rate equal to the modified segment rate determined according to Code Section 417(e)(3)(c) for the second month preceding the month of retirement.

Early Retirement Benefit

Eligibility:

- Group A: Age 55 and 15 years of Vesting Service
- Group C: Age 55 and 10 years of Vesting Service
- Newark: Age 55 and 10 years of Vesting Service
- Western Hourly: Age 55 and 10 years of Vesting Service

Benefit: Accrued Benefit at Early Retirement Date, reduced for early commencement as indicated below, payable as a Life Annuity (with 3 year certain for Western Hourly).

- Group A: 3% per year prior to age 65. Unreduced at 62/30
- Temporary supplement also payable.
- Group C: 3% per year prior to age 65.
- Newark: 3% per year prior to age 65.
- Western Hourly: 5% per year prior to age 65. Unreduced at 62/15

Disability Benefit

Eligibility:

- Group A: 15 years of Vesting Service
- Group C: None
- Newark: 10 years of Vesting Service
- Western Hourly: 6 months of disability

Plan Name:	Owens Corning Merged Retirement Plan
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Benefit: Accrued Benefit earned as of disability, unreduced for payments prior to age 65.

Vested Benefit Upon Termination of Employment

Eligibility: All participants are fully vested.

Benefit: Accrued Benefit, payable as a Life Annuity (with 3 Year Certain for Western Hourly) at age 65.

Provided the Vesting Service requirements are met, as outlined below, a Group A and Newark Participant can begin payment at age 55, reduced for Early Retirement:

- Group A 15 years
- Newark: 10 years

Qualified Preretirement Survivor Annuity

Eligibility: Payable to the spouse upon the death of a Participant.

Benefit: The spouse's portion of the Participant's Accrued Benefit paid as a Qualified Joint and Survivor Annuity. Payment begins following the Participant's death, but no earlier than the Participant's attainment of age 55. Payments made prior to the Participant's age 65 are reduced for Early Retirement.

Supplemental Death Benefit

Eligibility:

- Group A: Retire after March 15, 1971
- Group C: Eligible for Early Retirement prior to January 1, 1979 and prior to termination of employment.

Benefit:

- Group A: Lump sum amount based on years of Vesting Service, as follows:
 - 5 through 19 \$800
 - 20 through 24 \$900
 - 25 through 29 \$1,100
 - 30 through 34 \$1,300
 - 35 and over \$1,500
- Group C: Lump sum benefit equal to \$2,500

Plan Name: Owens Corning Merged Retirement Plan
EIN / PN: 43-2109021/001
Plan Sponsor: Owens Corning
Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Summary of Plan Provisions – Norandex Plan (Frozen)

Type of Plan

Traditional defined benefit plan.

Participants Covered

Current and former employees who have Accrued Benefits under the Plan.

Eligibility for Participation

Participation is frozen.

Vesting Service

Elapsed time, to the nearest 1/12th year.

Accrued Benefit

All Accrued Benefits are frozen and have been calculated by the administrator.

Normal Retirement Benefit

Eligibility: Age 65.

Benefit: Accrued Benefit, earned as of Normal Retirement.

Normal Form of Payment

Life Annuity with 5 Years Certain, if unmarried. 50% Joint and Survivor Annuity, if married.

Optional Forms of Payment

Life Annuity; 50%/66-2/3%/75%/100% Joint and Survivor Annuitant Benefit; Life Annuity with 5 or 10 Years Certain.

Plan Name:	Owens Corning Merged Retirement Plan
EIN / PN:	43-2109021/001
Plan Sponsor:	Owens Corning
Valuation Date	January 1, 2017

SCHEDULE SB ATTACHMENTS

Actuarial Equivalent

Except as described herein, an interest factor of 8% and the 1951 Group Annuity Table projected to Scale C to 1980 (with a 5-year age setback for spouses).

For purposes of converting the Participant's accrued benefit to a lump sum, Actuarial Equivalent means using the applicable Code Section 417(e)(3) mortality table for distributions on and after January 1, 2008, and an interest rate equal to the modified segment rate determined according to Code Section 417(e)(3)(c) for the second month preceding the month of retirement.

Early Retirement Benefit

Eligibility: Age 55 and 5 years of Vesting Service.

Benefit: Accrued Benefit at Early Retirement Date, payable as a five-year certain and life annuity, reduce .25% for each month payment precedes age 65.

Disability Benefit

Eligibility: 5 years of Vesting Service.

Benefit: Accrued Benefit, at date of disability, reduced for early payment.

Vested Benefit Upon Termination of Employment

Eligibility: Five years of Vesting Service.

Benefit: Accrued Benefit, payable as a Life Annuity and 5 Years Certain, at age 65. Early commencement permitted on or after age 55 based on Actuarial Equivalence.

Qualified Preretirement Survivor Annuity

Eligibility: Payable to the spouse upon the death of a married Participant and to the designated beneficiary upon the death of an unmarried Participant.

Benefit: The spouse's or beneficiary's portion of the Participant's Accrued Benefit paid as a 50% Joint and Survivor Annuity. If the Participant had elected a 66-2/3% or 100% Joint and Survivor Annuity and died before payments began, the spouse or beneficiary will receive the percentage elected. Payment begins following the Participant's death, but no earlier than the Participant's age 55. Payments made prior to the Participant's age 65 are reduced for Early Retirement.

Plan Name:	Owens Corning Merged Retirement Plan
EIN / PN:	43-2109021/001
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Valuation Date	January 1, 2017

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Schedule of Active Participant Data for Cash Balance Plans as of January 1, 2017

Attained Age	Years of Credited Service																			
	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34		35 to 39		40 & Over	
	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.	No.	Avg. Bal.
Under 25	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
25 - 29	-	-	-	-	5	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
30 - 34	-	-	1	-	50	3,347	40	10,664	-	-	-	-	-	-	-	-	-	-	-	-
35 - 39	-	-	-	-	59	3,605	95	13,198	35	18,326	1	-	-	-	-	-	-	-	-	-
40 - 44	1	-	-	-	49	4,807	92	18,432	72	24,566	35	23,824	5	-	-	-	-	-	-	-
45 - 49	-	-	2	-	56	4,453	79	16,729	78	28,209	68	29,750	19	-	1	-	-	-	-	-
50 - 54	-	-	1	-	42	4,375	72	19,375	80	27,489	72	37,558	60	38,280	43	44,784	9	-	-	-
55 - 59	1	-	1	-	41	4,543	58	18,661	73	27,959	69	34,290	22	53,437	56	68,923	103	70,056	11	-
60 - 64	-	-	-	-	8	-	35	24,112	40	29,029	41	45,378	12	-	27	77,130	98	135,270	41	134,764
65 - 69	1	-	1	-	4	-	10	-	6	-	20	46,707	2	-	4	-	17	-	22	202,355
70 & Over	-	-	-	-	-	-	3	-	-	-	4	-	-	-	1	-	-	-	2	-

Plan Name: Owens Corning Merged Retirement Plan
 EIN / PN: 43-2109021/001
 Plan Sponsor: Owens Corning
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26

Schedule of Active Participant Data as of January 1, 2017

Attained Age	Attained Years of Credited Service ¹												
	0	1	2	3	4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over
Under 25	3	0	0	0	0	0	0	0	0	0	0	0	0
25-29	21	11	5	3	3	14	1	0	0	0	0	0	0
30-34	20	13	4	8	13	93	53	1	0	0	0	0	0
35-39	27	11	5	4	6	124	165	66	3	0	0	0	0
40-44	12	10	5	2	3	96	169	124	59	7	0	0	0
45-49	13	8	4	7	5	118	148	133	154	42	3	0	0
50-54	9	11	4	4	6	91	137	122	141	152	84	10	0
55-59	11	8	8	3	5	76	114	116	125	116	160	296	3
60-64	6	4	1	2	2	27	66	74	84	70	91	268	94
65-69	2	0	0	0	1	9	17	18	30	16	15	42	40
70 & over	0	0	0	0	0	0	3	0	5	1	4	3	8

¹ Does not include 194 participants at Advance Glassfibre and Yarn (AGY) and other non-AGY participants who transferred out of the plan.

Plan Name: Owens Corning Merged Retirement Plan
 EIN / PN: 43-2109021/001
 Plan Sponsor: Owens Corning
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 32
Schedule of Amortization Bases
as of January 1, 2017

Type of Base		Date Established	Initial Amount	Remaining Amortization Period (Years)	Outstanding Balance	Amortization Payment
1	Shortfall	01/01/2017	57,421,667	7	57,421,667	9,429,325
Total					57,421,667	9,429,325

Plan Name: Owens Corning Merged Retirement Plan
EIN / PN: 43-2109021/001
Plan Sponsor: Owens Corning
Valuation Date: January 1, 2017

Plan Name	OWENS CORNING
Plan Sponsor EIN	43-2109021
ERISA Plan #	001
Plan Year Ending	12/31/2017

The required attachment marked with an "X" in the Attachment column is included within the "Signed Schedule MB or Schedule SB" attachment to Schedule SB location which consists of the entire Schedule SB and its attachments.

Form / Schedule	Line#	Description	Attachment Title (if different from Description)	Attach- ment
5500 Sch. SB	None	Statement by Enrolled Actuary		X
5500 Sch. SB	Line 27	Actuarial Information Based on Pre-PPA Funding Rules		
5500 Sch. SB	Line E	Information for Each Individual Employer		
5500 Sch. SB	Line 4	Additional Information for Plans in At-Risk Status		
5500 Sch. SB	Line 7	Explanation of Discrepancy in Prior Year Funding Standard Carryover Balance or Prefunding		
5500 Sch. SB	Line 8	Late Election to Apply Balances to Quarterly Installments		
5500 Sch. SB	Line 9	Explanation of Credit Balance Discrepancy		
5500 Sch. SB	Line 18	Contributions Made to the Plan for the Plan Year		
5500 Sch. SB	Line 19	Discounted Employer Contributions		
5500 Sch. SB	Line 20c	Liquidity Requirement Certification		
5500 Sch. SB	Line 22	Description of Weighted Average Retirement Age		X
5500 Sch. SB	Line 23	Information on Use of Multiple Mortality Tables		
5500 Sch. SB	Line 23	Information on Use of Substitute Mortality Tables		
5500 Sch. SB	Part V	Statement of Actuarial Assumptions/Methods		X
5500 Sch. SB	Part V	Summary of Plan Provisions		X
5500 Sch. SB	Line 24	Change in Actuarial Assumptions		X
5500 Sch. SB	Line 25	Change in Method		
5500 Sch. SB	Line 26	Schedule of Active Participant Data		X
5500 Sch. SB	Line 27	Balances Subject to Binding Agreement with PBGC		
5500 Sch. SB	Line 27	Alternative 17-Year Funding Schedule of Airlines		
5500 Sch. SB	Line 32	Schedule of Amortization Bases		X
5500 Sch. SB		Other Attachment [Enter Description]		

Plan Name	OWENS CORNING
Plan Sponsor EIN	43-2109021
ERISA Plan #	001
Plan Year Ending	12/31/2017

The required attachment marked with an "X" in the Attachment column is included within the "Signed Schedule MB or Schedule SB" attachment to Schedule SB location which consists of the entire Schedule SB and its attachments.

Form / Schedule	Line#	Description	Attachment Title (if different from Description)	Attach- ment
5500 Sch. SB	None	Statement by Enrolled Actuary		X
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5500 Sch. SB	Line 19	Discounted Employer Contributions		
5500 Sch. SB	Line 20c	Liquidity Requirement Certification		
5500 Sch. SB	Line 22	Description of Weighted Average Retirement Age		X
5500 Sch. SB	Line 23	Information on Use of Multiple Mortality Tables		
5500 Sch. SB	Line 23	Information on Use of Substitute Mortality Tables		
5500 Sch. SB	Part V	Statement of Actuarial Assumptions/Methods		X
5500 Sch. SB	Part V	Summary of Plan Provisions		X
5500 Sch. SB	Line 24	Change in Actuarial Assumptions		X
5500 Sch. SB	Line 25	Change in Method		
5500 Sch. SB	Line 26	Schedule of Active Participant Data		X
5500 Sch. SB	Line 27	Balances Subject to Binding Agreement with PBGC		
5500 Sch. SB	Line 27	Alternative 17-Year Funding Schedule of Airlines		
5500 Sch. SB	Line 32	Schedule of Amortization Bases		X
5500 Sch. SB		Other Attachment [Enter Description]		

Plan Name	Owens Corning Merged Retirement Plan
Plan Sponsor EIN	43-2109021
ERISA Plan #	001
Plan Year Ending	December 31, 2017

The required attachment marked with an "X" in the Attachment column is included within the Accountant's Opinion attachment to Sch. H, Part III, Line 3, which consists of the entire audit report issued by the plan's Independent Qualified Public Accountant (IQPA).

Form/Schedule	Line #	Description	Attachment
5500 Sch. H	Line 3	Financial statements used in formulating the IQPA's opinion	X
5500 Sch. H	Line 4i	Schedule of Assets (Held at End of Year)	X
5500 Sch. H	Line 4i	Schedule of Assets (Acquired and Disposed of Within Year)	
5500 Sch. H	Line 4j	Schedule of Reportable Transactions	X
5500 Sch. H	Line 4a	Schedule of Delinquent Participant Contributions	

Plan Name	OWENS CORNING
Plan Sponsor EIN	43-2109021
ERISA Plan #	001
Plan Year Ending	12/31/2017

The required attachment marked with an "X" in the Attachment column is included within the "Signed Schedule MB or Schedule SB" attachment to Schedule SB location which consists of the entire Schedule SB and its attachments.

Form / Schedule	Line#	Description	Attachment Title (if different from Description)	Attach- ment
5500 Sch. SB	None	Statement by Enrolled Actuary		X
5500 Sch. SB	Line 27	Actuarial Information Based on Pre-PPA Funding Rules		
5500 Sch. SB	Line E	Information for Each Individual Employer		
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5500 Sch. SB	Line 27	Alternative 17-Year Funding Schedule of Airlines		
5500 Sch. SB	Line 32	Schedule of Amortization Bases		X
5500 Sch. SB		Other Attachment [Enter Description]		

Plan Name	OWENS CORNING
Plan Sponsor EIN	43-2109021
ERISA Plan #	001
Plan Year Ending	12/31/2017

The required attachment marked with an "X" in the Attachment column is included within the "Signed Schedule MB or Schedule SB" attachment to Schedule SB location which consists of the entire Schedule SB and its attachments.

Form / Schedule	Line#	Description	Attachment Title (if different from Description)	Attach- ment
5500 Sch. SB	None	Statement by Enrolled Actuary		X
5500 Sch. SB	Line 27	Actuarial Information Based on Pre-PPA Funding Rules		
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5500 Sch. SB	Line 27	Alternative 17-Year Funding Schedule of Airlines		
5500 Sch. SB	Line 32	Schedule of Amortization Bases		X
5500 Sch. SB		Other Attachment [Enter Description]		