

HEWLETT PACKARD CO  
Form 11-K  
June 24, 2015

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 11-K

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the calendar year ended December 31, 2014

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number: 1-4423

A. Full title of the plan and address of the plan, if different from that of the issuer named below:

HEWLETT-PACKARD COMPANY 401(k) PLAN

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

HEWLETT-PACKARD COMPANY  
3000 HANOVER STREET  
PALO ALTO, CALIFORNIA 94304

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Hewlett-Packard Company 401(k) Plan  
Financial Statements and Supplemental Schedule  
December 31, 2014 and 2013, and  
For the Year Ended December 31, 2014  
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Report of Independent Registered Public Accounting Firm

Plan Administrator

Hewlett-Packard Company 401(k) Plan

We have audited the accompanying statements of net assets available for benefits of Hewlett-Packard Company 401(k) Plan as of December 31, 2014 and 2013, and the related statement of changes in net assets available for benefits for the year ended December 31, 2014. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Plan's internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Hewlett-Packard Company 401(k) Plan at December 31, 2014 and 2013, and the changes in its net assets available for benefits for the year ended December 31, 2014, in conformity with U.S. generally accepted accounting principles.

The accompanying supplemental schedule of assets (held at end of year) as of December 31, 2014, has been subjected to audit procedures performed in conjunction with the audit of Hewlett-Packard Company 401(k) Plan's financial statements. The information in the supplemental schedules is the responsibility of the Plan's management. Our audit procedures included determining whether the information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental schedule. In forming our opinion on the information, we evaluated whether such information, including its form and content, is presented in conformity with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. In our opinion, the information is fairly stated, in all material respects, in relation to the financial statements as a whole.

/s/ Ernst & Young LLP

San Jose, California

June 24, 2015

Hewlett-Packard Company 401(k) Plan  
 Statements of Net Assets Available for Benefits

	December 31,	
	2014	2013
Assets	(In thousands)	
Cash	\$4,075	\$4,859
Investments, at fair value	17,363,478	16,569,462
Receivables:		
Notes receivable from participants	227,914	232,776
Due from broker for securities sold	43,402	49,589
Employer contributions	33,615	34,066
Participant contributions	17,272	17,698
Interest, dividends, and other	31,389	29,115
Total receivables	353,592	363,244
Total assets	17,721,145	16,937,565
Liabilities		
Due to broker for securities purchased	95,875	99,758
Administrative expenses and other payables	16,723	8,904
Total liabilities	112,598	108,662
Net assets available for benefits	\$17,608,547	\$16,828,903

See accompanying notes.

Hewlett-Packard Company 401(k) Plan  
Statement of Changes in Net Assets Available for Benefits  
Year Ended December 31, 2014

	(In thousands)
Additions	
Investment income:	
Net realized and unrealized appreciation in fair value of investments	\$1,023,234
Interest and dividends	298,930
Total investment income	1,322,164
Contributions:	
Employer	237,116
Participants	600,626
Rollovers	65,506
Total contributions	903,248
Interest income on notes receivable from participants	10,263
Total additions	2,235,675
Deductions	
Benefits paid directly to participants	1,421,739
Investment management fees	35,371
Administrative expenses	5,768
Total deductions	1,462,878
Net increase in net assets before plan merger	772,797
Transfer in from Microlink, LLC 401(k) Profit Sharing Plan & Trust	6,847
Net increase in net assets after plan merger	779,644
Net assets available for benefits:	
Beginning of year	16,828,903
End of year	\$17,608,547

See accompanying notes.

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements  
December 31, 2014

1. Description of the Plan

The following brief description of the Hewlett-Packard Company 401(k) Plan (the Plan) provides only general information. Participants should refer to the plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering employees of Hewlett-Packard Company (the Company, Employer, or HP) and designated domestic subsidiaries who are on the U.S. payroll and who are employed as regular full-time or regular part-time or limited-term employees. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (ERISA). The Plan's trustee is Bank of New York Mellon (BNYM) and the recordkeeper is Fidelity Workplace Services LLC (Fidelity).

On October 6, 2014, HP announced plans to separate into two independent publicly traded companies: one comprising enterprise technology infrastructure, software, services and financing businesses, which will conduct business as Hewlett Packard Enterprise and one that will comprise printing and personal systems businesses, which will conduct business as HP Inc. The separation is subject to certain conditions, including, among others, obtaining final approval from HP's Board of Directors, receipt of a favorable opinion and/or rulings with respect to the nature of the transaction for federal income tax purposes and filings with the SEC. The separation is expected to be completed before December 31, 2015. Under the separation plan, HP shareholders will own shares of both Hewlett Packard Enterprise and HP Inc. Management has not determined the impact, if any, of the separation, on the Plan.

During 2011, the Company completed its acquisition of Autonomy Corporation plc, and, indirectly, its U.S. subsidiary Microlink, LLC. The Microlink, LLC 401(k) Profit Sharing Plan & Trust (Microlink 401(k) Plan) was merged into the Plan effective December 31, 2014. Microlink 401(k) Plan's net assets totaling approximately \$6.9 million were transferred to the Plan and each participant who had an account balance under the Microlink 401(k) Plan became a participant of the Plan.

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)

1. Description of the Plan (continued)

Investments

Assets of the Plan are invested in a five-tier investment structure. Tier 1 includes ten Birth Date Funds and the Conservative Portfolio. The Birth Date Funds' investment strategy is designed to become more conservative as participants grow older. The Conservative Portfolio's investment strategy is designed for a participant who has a low tolerance for risk and/or a shorter time horizon for investing. Tier 2 includes six actively-managed institutional funds from the main asset classes – stocks, bonds, and short-term investments. Tier 3 includes four index funds that seek to mirror a specific market index by investing in similar equities and bonds that the index fund is benchmarked against. Tier 4 includes seven funds in the secondary or specialty asset classes, such as real-return income, commodities, and real estate, including the HP Stock Fund. Tier 5 is a self-directed Mutual Fund Brokerage Window that offers more than 8,500 brand-name mutual funds through an affiliate of Fidelity. All investments are participant-directed. The Plan includes an employee stock ownership plan feature (the ESOP) within the meaning of Section 4975(e)(7) of the Internal Revenue Code of 1986, as amended (the Code). The ESOP is maintained as part of the Plan and is designed to invest primarily in the Company's common stock. The purpose of the ESOP is to permit eligible participants the option of having dividends on the Company's common stock re-invested in the Plan or paid directly to them in cash.

If a participant's account currently has more than 20% invested in the HP Stock Fund, the participant will not be forced to reduce his or her holdings; however, the investment election for ongoing contributions and loan repayments will be limited to a maximum of 20% in the HP Stock Fund, and any percentage above the 20% limit for ongoing contributions will automatically be directed to the appropriate Birth Date Fund based generally on the year the participant was born. In addition, future requested exchanges into the HP Stock Fund will be blocked if the requested change will cause the participant to exceed the 20% limit or if the participant is already at or above the 20% limit. Finally, if the participant chooses to rebalance his or her portfolio, the respective holdings in the HP Stock Fund will be limited to a maximum of 20% regardless of the current investments in the HP Stock Fund.

Contributions

As soon as administratively feasible, employees are automatically enrolled in the Plan at a 3% contribution rate in the Birth Date Fund based generally on the year the employee was born.

Participants may annually contribute, up to 50% of their eligible compensation, as defined by the Plan. Contributions are subject to annual limits specified under the Code. The annual limit was \$17,500 for 2014. Participants who are age 50 or older by the end of the plan year can contribute an additional \$5,500 above the annual limit. Contributions can be made as whole or fractional percentages of eligible compensation. Employees can choose pretax contributions, after-tax Roth 401(k) contributions, or a combination of the two. Both types of contributions are eligible for the Company matching contributions. Catch-up contributions are not eligible for the Company matching contributions.

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)

1. Description of the Plan (continued)

The Plan also accepts rollover contributions of amounts representing distributions from other qualified defined benefit or defined contribution plans, including amounts from a Roth deferred account, as described in Section 402A(e)(1) of the Code, to the extent the rollover is permitted under Section 402(c) of the Code.

The Company matching contribution is a fixed contribution equal to 100% of the first 4% of eligible earnings a participant contributes each pay period. The Company matching contribution is funded after the end of the fiscal quarter.

In order to receive a Company matching contribution for a fiscal quarter, a participant must be employed on the last day of such fiscal quarter or have terminated employment during such fiscal quarter as a result of such participant's death, termination under a Company-approved severance program, or in connection with a sale or divestiture by the Company of the business unit in which the participant was employed. For Company matching contributions on behalf of a participant who terminated employment under the 2012 U.S. Enhanced Early Retirement Program or the 2014 U.S. Phased Retirement Program, a participant was also eligible for a Company matching contribution for the fiscal quarter in which the participant terminated.

Vesting

Participants are fully vested at all times with regard to their contributions and earnings thereon.

In general, participants are subject to a three-year cliff vesting schedule with regard to Company matching contributions, and earnings thereon, after which time they will become 100% vested in their Company matching contributions, and earnings thereon. In addition, a participant becomes 100% vested in their Company matching contributions, and earnings thereon, at attainment of age 65, death before termination of employment, or becoming eligible for disability benefits under the Company's long-term disability program. Participants are also fully vested in their Company matching contributions, and earnings thereon, if they terminate employment in connection with a sale or divestiture by the Company of the business unit in which the participant had been employed. Additionally, participants were fully vested in their Company matching contributions, and earnings thereon, if they terminated employment under the 2012 U.S. Enhanced Early Retirement Program or the 2014 U.S. Phased Retirement Program.



Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)  
1. Description of the Plan (continued)

Participant Accounts

Each participant's account is credited with the participant's contributions, applicable Company matching contributions, and plan earnings, and is charged with an allocation of administrative expenses. Plan earnings are allocated to each participant's account based on the ratio of the participant's account balance and share of net earnings or losses of their respective elected investment options. Allocations are determined in accordance with the provisions of the plan document. The benefit to which a participant is entitled is the benefit that can be provided from the vested portion of the participant's account.

Notes Receivable from Participants

The Plan offers two types of loans, which are general-purpose loans and primary residence loans. The repayment period for a general-purpose loan may not exceed five years, and the repayment period for a primary residence loan may not exceed 15 years.

Participants may borrow from their accounts a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balances. Loans are secured by the participant's vested account and bear interest at a fixed rate equal to the prevailing prime rate plus 1%. Principal and interest are paid ratably through payroll deductions. Participant loans are classified as notes receivable from participants on the Statements of Net Assets Available for Benefits and are valued at their unpaid principal balance, plus accrued but unpaid interest. Interest income on notes receivable from participants is recorded when it is earned. Related fees are recorded as administrative expenses and are recorded when they are incurred. No allowance for credit losses has been recorded as of December 31, 2014 or 2013. Participants can continue to repay their loans post-termination, as long as they have not taken a distribution from their account.

Forfeitures

If a participant terminates employment before becoming fully vested in their Company matching contributions, the nonvested Company matching contributions (and earnings thereon) are forfeited at the earlier of the date the participant receives a distribution or incurs a five-year break-in-service. Forfeited balances are restored if the participant returns to an eligible status within five years of termination and repays any amount previously distributed. Forfeited balances of terminated participants' nonvested accounts are used to reduce future Company matching contributions, restore previously forfeited balances, or pay eligible Plan expenses.

Unallocated forfeiture balances as of December 31, 2014 and 2013, were approximately \$3 million and \$4 million, respectively, and forfeitures used to reduce Company matching contributions for 2014 were approximately \$16 million.

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)

1. Description of the Plan (continued)

Payment of Benefits

On termination, death, or retirement, participants may elect to receive a lump-sum amount equal to the vested value of their accounts. Lump-sum payments may be made in cash or shares of stock for distribution from the HP Stock Fund. Hardship withdrawals and in-service withdrawals are permitted if certain criteria are met. Participants may also, at any time, withdraw all or part of their rollover accounts. Effective July 1, 2015, a separation of Hewlett Packard Enterprise from the Company will not be deemed a distributable event.

Administrative Expenses and Investment Management Fees

Certain expenses of the Plan for administrative services are paid directly by the Plan, except to the extent the Company chooses to pay such expenses. Each participant is charged a fixed amount of \$34 per year for recordkeeping services. Certain investment management fees related to investment options are paid directly to the Plan's investment managers and are reported separately on the Statement of Changes in Net Assets Available for Benefits.

Plan Termination

Although it has not expressed any intent to do so, the Company has the right to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event that the Plan is terminated, participants would become 100% vested in their accounts.

2. Summary of Significant Accounting Policies

Basis of Accounting

The accompanying financial statements have been prepared in accordance with U.S. generally accepted accounting principles (GAAP).

Use of Estimates

The preparation of the financial statements in conformity with GAAP requires management to make estimates that affect the amounts reported in the financial statements and accompanying notes and supplemental schedule. Actual results could differ from those estimates.

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)

2. Summary of Significant Accounting Policies (continued)

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. See Note 4 for discussion on fair value measurements.

In the normal course of business, the Plan may enter into derivative contracts (derivatives). Derivatives are either exchange-traded or over-the-counter (OTC) contracts. Exchange-traded derivatives are standard contracts traded on a regulated exchange. OTC contracts are private contracts negotiated between counterparties. The Plan has entered into derivatives that include foreign currency forward contracts, option contracts, futures contracts, and interest rate and credit default swaps contracts. See Note 5 for discussion of the Plan's use of derivatives.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded as earned. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) in the fair value of investments includes the Plan's gains and losses on investments bought and sold, as well as held during the year.

Securities Financing

Repurchase agreements are recorded as collateralized financing transactions. The Plan receives collateral with a market value equal to or in excess of the principal amount loaned under the resale agreements. On a daily basis, the Plan manages its risk by calculating the market value of each position and comparing it to the contract amounts, with any difference to be settled by the counterparty. Repurchase agreements are presented gross in the Plan's Statements of Net Assets Available for Benefits.

Benefit Payments

Benefit payments are recorded when paid.

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)

3. Investments

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

	December 31,	
	2014	2013
	(In thousands)	
Vanguard Primecap Adm Fund	\$1,100,292	\$995,731
Blackrock Russell 1000 Index Fund	1,990,206	1,814,207

For the year ended December 31, 2014, the Plan's investments (including investments purchased, sold, as well as held during the year) appreciated (depreciated) in fair value as follows:

	(In thousands)
Mutual funds	\$162,635
Common collective trust funds	281,212
Partnership interest	7,285
Exchange-traded funds	(829 )
HP Common Stock	216,550
Common and preferred stock	328,809
Corporate debt	1,585
Foreign obligations	(904 )
U.S. government securities	18,588
State and municipal bond funds	4,456
Self-directed brokerage accounts	4,623
Derivatives	(776 )
Total net realized and unrealized appreciation in the fair value of investments	\$1,023,234

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)

4. Fair Value Measurements

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (an exit price) in an orderly transaction between market participants at the measurement date.

Fair Value Hierarchy

Valuation techniques used by the Plan are based upon observable and unobservable inputs. Observable or market inputs reflect market data obtained from independent sources, while unobservable inputs reflect the Plan's assumptions about market participant assumptions based on the best information available. Assets and liabilities are classified in the fair value hierarchy based on the lowest level of input that is significant to the fair value measurement:

Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Quoted prices in active markets for similar assets or liabilities, quoted prices for identical or similar assets or liabilities in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 – Unobservable inputs for the asset or liability.

The fair value hierarchy gives the highest priority to observable inputs and lowest priority to unobservable inputs.

Valuation Techniques

The following is a description of the valuation techniques used to measure fair value. There were no changes in the techniques used to measure fair value during the year ended December 31, 2014.

Common collective trusts, open-ended mutual funds, money market funds, pooled separate accounts and partnership interest: Valued at the net asset value (NAV) established by the fund's sponsor on the last business day of the plan year, based on the fair value of the assets underlying the funds. There are no redemption restrictions or future commitments on these investments.

Close-ended mutual funds, exchange-traded funds, and common and preferred stocks: Valued at the closing price reported on the active market on which the individual securities are traded.

Corporate debt, U.S. government securities, and foreign obligations: Valued using quoted market prices that are traded in less active markets or quoted market prices for similar instruments.

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)

4. Fair Value Measurements (continued)

Derivative instruments: Listed derivatives, such as futures and exchange-traded options, are valued at the closing prices reported on the active market on which the derivative trades. OTC derivative contracts are privately negotiated contracts with counterparties, including forwards, credit default swaps, and total return swaps. The fair value for OTC derivative contracts is estimated using industry standard valuation models. These models project future cash flows and discount the future amounts to present fair value using market-based observable inputs, including spot and forward prices for foreign currencies, commodities, equities and interest rates, volatility of the underlying credit spreads, interest rate curves and the credit risk of the Plan and the counterparty.

Repurchase agreements: Valued at contract value plus accrued interest, as specified in the respective agreements. The methods described above may produce a fair value estimate that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation techniques are appropriate and consistent with other market participants, the use of different techniques or assumptions to estimate fair value could result in a different fair value measurement at the reporting date.

The Plan does not hold any assets or liabilities classified as Level 3 as of December 31, 2014 and 2013. The Plan does not hold any assets or liabilities that are measured on a nonrecurring basis as of December 31, 2014 and 2013.

In May 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2015-07, "Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent)", which amends ASC 820, Fair Value Measurement. This ASU removes the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using the net asset value per share as a practical expedient. ASU 2015-07 is effective for interim and annual reporting periods beginning after December 15, 2015, and will be applied retrospectively to all periods presented. Plan management is currently evaluating the effect that the provisions of ASU 2015-07 will have on the Plan's financial statements.

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)

4. Fair Value Measurements (continued)

The following tables set forth the Plan's assets and liabilities at fair value as of December 31, 2014 and 2013, by level, within the fair value hierarchy:

	As of December 31, 2014 (In thousands)		
	Level 1	Level 2	Total
Assets			
Mutual funds:			
Growth funds	\$1,622,540	\$51,329	\$1,673,869
Fixed-income funds	337,065	359,374	696,439
Total mutual funds	1,959,605	410,703	2,370,308
Self-directed brokerage accounts:			
Mutual funds:			
Index funds	48,702	-	48,702
Growth funds	122,467	-	122,467
Fixed-income funds	141,639	-	141,639
Value funds	66,847	-	66,847
Industry-specific funds	68,358	-	68,358
Other funds	43,057	-	43,057
Total self-directed brokerage accounts	491,070	-	491,070
Common collective trusts:			
Index funds	-	3,582,431	3,582,431
Growth funds	-	451,034	451,034
Total common collective trusts	-	4,033,465	4,033,465
Exchange-traded funds - Growth funds	5,176	-	5,176
HP common stock	684,236	-	684,236
Short-term investments	-	755,785	755,785
Foreign obligations	-	43,788	43,788
Pooled separate accounts	-	6,847	6,847

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)  
4. Fair Value Measurements (continued)

	As of December 31, 2014 (In thousands)		
	Level 1	Level 2	Total
Common and preferred stocks:			
Basic materials	\$175,182	\$-	\$175,182
Communications	823,985	-	823,985
Consumer goods	1,983,297	-	1,983,297
Diversified	8,675	-	8,675
Energy	377,217	-	377,217
Financial	1,598,721	-	1,598,721
Industrial	700,512	-	700,512
Technology	582,342	-	582,342
Utilities	120,509	-	120,509
Total common and preferred stocks	6,370,440	-	6,370,440
Corporate debt:			
Basic materials	-	38,724	38,724
Communications	-	209,883	209,883
Consumer goods	-	228,710	228,710
Energy	-	115,959	115,959
Financial	-	320,978	320,978
Industrial	-	88,720	88,720
Technology	-	31,907	31,907
Utilities	-	26,574	26,574
Total corporate debt	-	1,061,455	1,061,455
U.S. government securities:			
Federal	-	1,490,821	1,490,821
Municipal	-	43,645	43,645
Total U.S. government securities	-	1,534,466	1,534,466
Derivative assets	207	11,232	11,439
Total assets	\$9,510,734	\$7,857,741	\$17,368,475
Liabilities			
Derivative liabilities	\$489	\$4,508	\$4,997
Total liabilities	\$489	\$4,508	\$4,997



Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)

## 4. Fair Value Measurements (continued)

	As of December 31, 2013 (In thousands)		
	Level 1	Level 2	Total
Assets			
Mutual funds:			
Growth funds	\$1,523,864	\$46,438	\$1,570,302
Fixed-income funds	332,190	346,655	678,845
Other funds	85,233	-	85,233
Total mutual funds	1,941,287	393,093	2,334,380
Self-directed brokerage accounts:			
Mutual funds:			
Index funds	32,815	-	32,815
Growth funds	121,381	-	121,381
Fixed-income funds	126,321	-	126,321
Value funds	60,265	-	60,265
Industry-specific funds	45,002	-	45,002
Other funds	30,218	-	30,218
Total self-directed brokerage accounts	416,002	-	416,002
Common collective trusts:			
Index funds	-	3,411,678	3,411,678
Growth funds	-	463,045	463,045
Total common collective trusts	-	3,874,723	3,874,723
Partnership interest - Energy	-	88,443	88,443
Exchange-traded funds - Growth funds	40,551	-	40,551
HP common stock	523,810	-	523,810
Repurchase agreements	-	50,700	50,700
Short-term investments	-	782,799	782,799
Foreign obligations	-	28,071	28,071

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)

4. Fair Value Measurements (continued)

	As of December 31, 2013 (In thousands)		
	Level 1	Level 2	Total
Common and preferred stocks:			
Basic materials	\$ 193,336	\$-	\$ 193,336
Communications	812,793	-	812,793
Consumer goods	1,767,137	-	1,767,137
Diversified	13,785	-	13,785
Energy	422,747	-	422,747
Financial	1,442,857	-	1,442,857
Industrial	738,275	-	738,275
Technology	501,683	-	501,683
Utilities	89,878	-	89,878
Total common and preferred stocks	5,982,491	-	5,982,491
Corporate debt:			
Basic materials	-	41,327	41,327
Communications	-	185,787	185,787
Consumer goods	-	199,578	199,578
Energy	-	116,085	116,085
Financial	-	310,359	310,359
Industrial	-	85,665	85,665
Technology	-	33,699	33,699
Utilities	-	19,434	19,434
Total corporate debt	-	991,934	991,934
U.S. government securities:			
Federal	-	1,412,017	1,412,017
Municipal	-	44,322	44,322
Total U.S. government securities	-	1,456,339	1,456,339
Derivative assets	1,926	2,653	4,579
Total assets	\$ 8,906,067	\$ 7,668,755	\$ 16,574,822
Liabilities			
Derivative liabilities	\$ 2,282	\$ 3,078	\$ 5,360
Total liabilities	\$ 2,282	\$ 3,078	\$ 5,360

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)  
4. Fair Value Measurements (continued)

Transfers Between Levels

The availability of observable market data is monitored to assess the appropriate classification of assets and liabilities within the fair value hierarchy. Changes in economic conditions, changes in observability of significant inputs, or changes in model-based valuation techniques may require the transfer of an asset or liability between levels of the fair value hierarchy. In such instances, the transfer is reported at the beginning of the reporting period. For the year ended December 31, 2014, there were no transfers between levels.

5. Derivative Financial Instruments

The Plan may enter into derivatives to implement the Plan's asset allocation and investment strategies. All derivatives are included in investments on the Statements of Net Assets Available for Benefits. Certain risks may arise upon entering into a derivative, including, but not limited to, the risk of nonperformance by the Plan or the counterparty. If the derivatives are used to hedge a position, or exposure of the Plan, while the derivative is outstanding, the Plan gives up a portion of the opportunity to profit from favorable market movements in the hedged item or limits a portion of the exposure to losses from unfavorable market movements in the underlying. In the Statements of Net Assets Available for Benefits, the Plan does not offset derivative assets against liabilities where the Plan has a legal right of setoff under a master netting agreement nor does it offset investments at fair value, or other payables for collateral deposits recognized upon payment or receipt of cash collateral against the fair value of the related derivative instruments.

Foreign currency forward contracts may be utilized to hedge a portion of the currency exposure resulting from investments denominated in foreign currencies.

Futures contracts may be used to increase or decrease the exposure to a position.

Swap agreements may be used to exchange or swap investment cash flows, assets, or market-linked returns at specified future intervals with counterparties. Interest rate and credit default swap agreements may be used to manage exposure to interest rate risk and credit risk.

Option contracts may be utilized to hedge exposure to interest rate or market risks.

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)

5. Derivative Financial Instruments (continued)

The fair value and gross notional amounts of derivative instruments included in the Statements of Net Assets Available for Benefits were as follows:

	December 31, 2014		
	Assets	Liabilities	Notional
	(In thousands)		
Forward contracts	\$6,648	\$ 2,495	\$541,210
Futures contracts	207	489	661,000
Interest rate swaps	3,685	1,517	116,889
Credit default swaps	677	108	51,975
Option contracts	222	388	64,500
	\$11,439	\$ 4,997	\$1,435,574

	December 31, 2013		
	Assets	Liabilities	Notional
	(In thousands)		
Forward contracts	\$2,438	\$ 1,570	\$438,282
Futures contracts	1,510	2,282	1,661,300
Interest rate swaps	430	-	15,115
Credit default swaps	171	1,038	22,793
Option contracts	30	470	1,375,800
	\$4,579	\$ 5,360	\$3,513,290

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)

**5. Derivative Financial Instruments (continued)**

The effects of derivatives on the net realized and unrealized appreciation (depreciation) for the year ended December 31, 2014, presented in thousands, were as follows:

Futures contracts	\$(1,939)
Options contracts	56
Forward contracts	(286 )
Interest rate and credit default swaps	1,393
 Total	 \$(776 )

**6. Master Netting Agreements**

The Plan has executed master netting agreements to mitigate credit exposure to counterparties by permitting the Plan to net certain amounts due from the Plan to a counterparty against amounts due to the Plan from the same counterparty under certain conditions.

As of December 31, 2014 and 2013, information related to the potential effect of the Plan's master netting agreements, included in the Statements of Net Assets Available for Benefits, presented in thousands, was as follows:

(In thousands)	Gross Amount Recognized	Gross Amount Offset	Net Amount Presented	Gross Amounts Not Offset		Financial Net Amount
				Financial Instruments	Collateral	
December 31, 2014						
Derivative assets	\$ 11,439	\$ -	\$ 11,439	\$ 3,599	\$ 1,420	\$ 6,420
Derivative liabilities	4,997	-	4,997	3,599	1,256	142
December 31, 2013						
Derivative assets	\$ 4,579	\$ -	\$ 4,579	\$ 1,785	\$ -	\$ 2,794
Derivative liabilities	5,360	-	5,360	1,785	1,258	2,317
Repurchase agreements	50,700	-	50,700	-	-	50,700

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)

7. Income Tax Status

The Plan received a determination letter from the Internal Revenue Service (IRS) dated November 26, 2014, stating that the Plan is qualified under Section 401(a) of the Code, and, therefore, the related trust is exempt from taxation. Subsequent to this determination by the IRS, the Plan was amended. The Plan is required to operate in conformity with the Code to maintain its qualified status. The plan sponsor has indicated that it will take the necessary steps, if any, to maintain the tax qualified status of the Plan.

Plan management evaluates any uncertain tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2014, there are no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2011.

8. Related-Party Transactions

The Plan engages in certain transactions involving the Company, BNYM (the trustee), and affiliates of Fidelity, which are parties-in-interest under the provisions of ERISA. These transactions involve the purchase and sale of the Company's common stock and debt, the payment of trustee fees to BNYM, and investments in money market and mutual funds and a self-directed brokerage feature managed by affiliates of Fidelity.

At December 31, 2014 and 2013, the Plan held approximately 17 and 19 million shares, respectively, of common stock of the Company, with fair values of approximately \$684.2 and \$523.8 million, respectively. During 2014, the Plan made purchases of \$17.1 million and sales of \$73.2 million of the Company's common stock. During the year ended December 31, 2014, the Plan recorded dividend income of \$10.6 million from the Company's common stock. Additionally, at December 31, 2014 and 2013, the Plan held \$0 and approximately \$3.7 million, respectively, of the Company's corporate debt.

Trustee and recordkeeping fees paid to BNYM and affiliates of Fidelity were not significant for the year ended December 31, 2014. As of December 31, 2014 and 2013, the Plan held investments issued by affiliates of Fidelity totaling \$178.3 and \$145.7 million, respectively.

Hewlett-Packard Company 401(k) Plan  
Notes to Financial Statements (continued)

9. Risk and Uncertainties

Investment securities are exposed to various risks, such as interest rate, market risks, and credit risks. Due to the level of risk associated with certain investment securities held by the Plan, it is at least reasonably possible that changes in fair value may occur and that such changes could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

10. Reconciliation of Financial Statements to the Form 5500

A reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2014 and 2013, was as follows:

	December 31,	
	2014	2013
	(In thousands)	
Net assets available for benefits per the financial statements	\$ 17,608,547	\$ 16,828,903
Benefits payable to participants at year-end	(5,770 )	(4,422 )
Net assets available for benefits per Form 5500	\$ 17,602,777	\$ 16,824,481

A reconciliation of benefits paid to participants per the financial statements to benefits paid to participants per the Form 5500 for the year ended December 31, 2014, was as follows:

	(In thousands)
Benefits paid to participants per financial statements	\$ 1,421,739
Add: Benefits payable to participants at December 31, 2014	5,770
Less: Benefits payable to participants at December 31, 2013	(4,422 )
Total benefits paid to participants per the Form 5500	\$ 1,423,087

Amounts allocated to withdrawing participants are recorded on the Form 5500 for benefit payments that have been processed and approved for payment prior to year-end, but not paid as of that date.

Hewlett-Packard Company 401(k) Plan  
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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
Short-Term Investments:		
DREYFUS GOV PRIME CSH MGT INS, VAR RT 12/31/2019	271,014,486 shares	\$271,014,486
VANGUARD PRIME MMKT-INST	484,770,712 shares	484,770,712
Total Short-Term Investments		\$755,785,198
Mutual Funds:		
PIMCO ASSET BKD SECS PORTFOLIO	3,512,023 shares	\$43,022,277
DODGE & COX INTL STOCK FUND	12,402,000 shares	522,248,204
PIMCO EMERGING MKTS PORT FOLIO INSTL	1,729,537 shares	16,707,331
PIMCO HIGH YIELD PORTFOLIO INSTL CL	1,136,481 shares	8,455,419
PIMCO INTL PORT	7,109,227 shares	34,621,934
PIMCO INVT GRADE CORP PORTFOLIO INS	6,036,548 shares	60,546,580
PIMCO MTG PORTFOLIO INSTL CL	9,553,556 shares	103,656,079
PIMCO MUNICIPAL SECTOR PORTFOLIO	546,906 shares	4,495,571
PIMCO REAL RETURN FUND-INST	30,866,734 shares	337,064,736
	5,928,251 shares	51,990,762



PIMCO REAL RETURN BD PORT INSTL CL PIMCO SHORT TERM PORTFOLIO INSTL CL	2,327,595	shares	22,135,428
PIMCO US GOVT SECT PORTFOLIO INSTR VANGUARD PRIMECAP FUND-ADM	6,974,519	shares	65,072,266
Total Mutual Funds	10,326,530	shares	1,100,291,785
			\$2,370,308,372
Exchange Traded Funds:			
ISHARES MSCI EAFE ETF	66,582	shares	\$4,050,849
ISHARES MSCI EMERGING MARKET	28,619	shares	1,124,440
Total Exchange Traded Funds			\$5,175,289
HP Stock:			
HEWLETT-PACKARD * CO	17,050,495	shares	\$684,236,364
Common Collective Trust Funds:			
BLACKROCK US DEBT INDEX	13,151,013	units	\$381,651,589
BGI MSCI ACWI EX-US INDEX SUPERFUND F	19,249,765	units	410,318,357
BLACKROCK RUSSELL 2500 INDEX	37,509,931	units	800,255,054
BLACKROCK RUSSELL 1000 INDEX FD CL F	80,687,195	units	1,990,206,154
JP MORGAN FOCUS LAZARD EMERGING MARKETS CL C	13,132,495	units	226,141,564
	13,687,903	units	224,892,252
Total Common Collective Trust Funds			\$4,033,464,970
Common Stock:			
APOLLO GLOBAL MANAGEMENT LLC	390,050	shares	\$9,197,379
LXB RETAIL PROPERTIES PLC	311,722	shares	670,752
51JOB INC ADR	21,983	shares	788,091
AALBERTS INDUSTRIES NV	8,705	shares	258,439
ABBOTT LABORATORIES	335,172	shares	15,089,443
ABBVIE INC	53,761	shares	3,518,120
ABCAM PLC	19,786	shares	143,690
ABC-MART INC	13,200	shares	641,862

ABERDEEN ASSET MANAGEMENT PLC	205,792	shares	1,386,848
ABIOMED INC	198,868	shares	7,568,916
ABRIL EDUCACAO SA	55,902	shares	239,111
ACADIA REALTY TRUST	16,759	shares	536,791
ACCIONA SA	1,735	shares	117,988
ACE LTD	48,944	shares	5,622,687
ACI WORLDWIDE INC	306,450	shares	6,181,097
ACS ACTIVIDADES DE CONSTRUCCIO	53,499	shares	1,875,415
ACTAVIS PLC	58,893	shares	15,159,647
ACTELION LTD	24,925	shares	2,892,218
ACTIVIA PROPERTIES INC	108	shares	942,224
ACTIVISION BLIZZARD INC	148,680	shares	2,995,902

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 Schedule H, Line 4i - Schedule of Assets (Held at  
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(a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
Common Stock (continued):		
ADMIRAL GROUP PLC	12,760 shares	\$263,026
ADOBE SYSTEMS INC	288,314 shares	20,960,428
ADT CORP/THE	410,105 shares	14,858,104
ADVANCE AUTO PARTS INC	21,124 shares	3,364,631
ADVANCE RESIDENCE INVESTMENT C	131 shares	350,732
ADVANTECH CO LTD	76,463 shares	567,387
ADVISORY BOARD CO/THE	141,925 shares	6,951,487
AEGON NV	232,091 shares	1,757,788
AEGON NV	745,507 shares	5,591,303
AEON FINANCIAL SERVICE CO LTD	26,600 shares	532,910
AEON MALL CO LTD	4,000 shares	71,529
AEON THANA SINSAP THAILAND PCL	106,700 shares	351,883
AERCAP HOLDINGS NV	545,000 shares	21,156,900
AES CORP/VA	971,577 shares	13,378,615
AFFILIATED MANAGERS GROUP INC	54,310 shares	11,526,754
AGCO CORP	223,318 shares	10,093,974
AGGREKO PLC	342,570 shares	8,033,650
AGNICO EAGLE MINES LIMITED	6,596 shares	164,694
AIA GROUP LTD	3,316,200 shares	18,452,198
AIR FRANCE-KLM ADR	1,065,700 shares	10,092,179
AIR WATER INC	73,000 shares	1,166,587
AIRBUS GROUP NV	54,783 shares	2,741,098

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AIXTRON SE	159,678	shares	1,810,456
AJISEN CHINA HOLDINGS LTD	478,963	shares	365,019
AK STEEL HOLDING CORP	333,385	shares	1,980,307
ALCATEL-LUCENT ADR	333,381	shares	1,183,503
ALCATEL-LUCENT	441,436	shares	1,586,454
ALEXANDRIA REAL ESTATE EQUITIE ALEXION	10,480	shares	929,995
PHARMACEUTICALS INC	72,619	shares	13,436,694
ALFA LAVAL AB	289,741	shares	5,488,914
ALIBABA GROUP HOLDING LTD	258,007	shares	26,817,248
ALIGN TECHNOLOGY INC	128,000	shares	7,156,480
ALIMENTATION COUCHE-TARD INC	29,757	shares	1,250,912
ALLEGIANT TRAVEL CO	41,251	shares	6,201,263
ALLERGAN INC/UNITED STATES	103,440	shares	21,990,310
ALLETE INC	90,940	shares	5,014,432
ALLSTATE CORP/THE	225,664	shares	15,852,896
ALNYLAM PHARMACEUTICALS INC	14,500	shares	1,406,500
ALSTRIA OFFICE REIT-AG	8,210	shares	102,325
ALTAREA SCA	376	shares	59,875
ALTICE SA	2,495	shares	197,025
ALUPAR INVESTIMENTO SA	41,497	shares	275,377
AMADA CO LTD	56,000	shares	484,357
AMADEUS FIRE AG	6,605	shares	498,725
AMADEUS IT HOLDING SA	111,543	shares	4,465,569
AMAZON.COM INC	69,565	shares	21,589,498
AMERICAN EAGLE OUTFITTERS INC	228,391	shares	3,170,067
AMERICAN EXPRESS CO	82,600	shares	7,685,104
AMERICAN FINANCIAL GROUP INC/O	87,435	shares	5,309,053
AMERICAN HOMES 4 RENT	67,832	shares	1,155,179
AMERICAN INTERNATIONAL GROUP I	285,900	shares	16,013,259
AMERICAN NATIONAL INSURANCE CO	47,745	shares	5,455,344
AMERICAN REALTY CAPITAL HEAL	41,761	shares	496,956
	234,500	shares	2,122,225

AMERICAN REALTY  
CAPITAL PROPER

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(a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
Common Stock (continued):		
AMERICAN TOWER CORP	106,807 shares	\$10,557,872
AMERIPRISE FINANCIAL INC	48,600 shares	6,427,350
AMGEN INC	55,600 shares	8,856,524
AMLIN PLC	91,750 shares	684,119
AMTRUST FINANCIAL SERVICES INC	68,965 shares	3,879,281
ANA HOLDINGS INC	1,056,000 shares	2,636,147
ANADARKO PETROLEUM CORP	16,200 shares	1,336,500
ANHEUSER-BUSCH INBEV NV	3,852 shares	437,492
ANN INC	90,380 shares	3,297,062
ANSELL LTD	48,467 shares	893,210
AO SMITH CORP	46,466 shares	2,621,147
AOL INC	83,000 shares	3,832,110
AON PLC	230,479 shares	21,856,324
AP MOELLER - MAERSK A/S	356 shares	715,616
APACHE CORP	360,200 shares	22,573,734
APOLLO EDUCATION GROUP INC	74,709 shares	2,548,324
APPLE INC	531,193 shares	58,633,083
ARCBEST CORP	54,400 shares	2,522,528
ARCELORMITTAL	70,900 shares	782,027
ARCELORMITTAL	15,766 shares	173,378
ARCH CAPITAL GROUP LTD	98,880 shares	5,843,808
ARKEMA SA	3,705 shares	246,892
ARM HOLDINGS PLC	241,396 shares	11,176,635
ARM HOLDINGS PLC	932,014 shares	14,459,766
ARROW ELECTRONICS INC	51,710 shares	2,993,492
ARTISAN PARTNERS ASSET MANAGEM	131,000 shares	6,619,430
ARYZTA AG	29,310 shares	2,269,818
ASAHI GLASS CO LTD	235,000 shares	1,154,468
ASBURY AUTOMOTIVE GROUP INC	91,000 shares	6,908,720

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ASCENA RETAIL GROUP INC	167,375	shares	2,102,230
ASCENDAS INDIA TRUST	1,237,000	shares	765,482
ASCENDAS REAL ESTATE INVESTMEN	204,000	shares	366,403
ASHTHEAD GROUP PLC	18,754	shares	336,870
ASM INTERNATIONAL NV	21,915	shares	930,790
ASML HOLDING NV	33,389	shares	3,616,011
ASOS PLC	61,453	shares	2,468,338
ASPEN TECHNOLOGY INC	203,000	shares	7,109,060
ASSURED GUARANTY LTD	153,258	shares	3,983,175
ASTELLAS PHARMA INC	276,000	shares	3,882,347
ASTRAZENECA PLC ADR	75,365	shares	5,304,189
ASTRAZENECA PLC	27,924	shares	1,983,487
ASTRO MALAYSIA HOLDINGS BHD	830,841	shares	719,991
ASUSTEK COMPUTER INC	126,000	shares	1,381,526
ASYA KATILIM BANKASI AS	156,205	shares	43,432
AT&T INC	175,700	shares	5,901,763
ATHENAHEALTH INC	37,466	shares	5,458,796
ATLAS COPCO AB	32,030	shares	822,001
ATLAS COPCO AB	628,790	shares	17,542,584
ATRIUM EUROPEAN REAL ESTATE LT	59,232	shares	293,145
ATRIUM LJUNGBERG AB	17,997	shares	263,693
AU OPTRONICS CORP	182,000	shares	93,298
AUCKLAND INTERNATIONAL AIRPORT	83,407	shares	275,758
AUSTBROKERS HOLDINGS LTD	93,366	shares	775,522
AVALONBAY COMMUNITIES INC	74,440	shares	12,162,751
AVERY DENNISON CORP	37,783	shares	1,960,182
AVEVA GROUP PLC	7,291	shares	149,382

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 End of Year) (continued)  
 December 31, 2014

(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock (continued):</b>		
AVIS BUDGET GROUP INC	181,070 shares	\$12,010,373
AVON PRODUCTS INC	292,561 shares	2,747,148
B&M EUROPEAN VALUE RETAIL SA	144,086 shares	640,298
BABCOCK INTERNATIONAL GROUP PL	8,907 shares	146,938
BAIDU INC ADR	164,170 shares	37,425,835
BAKER HUGHES INC	234,000 shares	13,120,380
BAKKAFFROST P/F	28,571 shares	638,294
BANCO BRADESCO SA ADR	44,041 shares	588,828
BANCO DE SABADELL SA NEW	140,760 shares	375,570
BANCO DO BRASIL SA	75,600 shares	676,026
BANCO ESPIRITO SANTO SA	237,150 shares	34,436
BANCO POPULAR ESPANOL SA	3,096,833 shares	15,588,863
BANCO SANTANDER SA	946,444 shares	8,012,131
BANCORPSOUTH INC	149,360 shares	3,362,094
BANK HAPOALIM BM	285,219 shares	1,348,605
BANK LEUMI LE-ISRAEL BM	349,893 shares	1,203,040
BANK MANDIRI PERSERO TBK PT	1,564,400 shares	1,361,037
BANK OF AMERICA CORP	1,961,700 shares	35,094,813
BANK OF COMMUNICATIONS CO LTD	1,291,000 shares	1,205,290
BANK OF IRELAND	14,422,053 shares	5,462,290
BANK OF NEW YORK MELLON CORP/T	626,100 shares	25,400,877
BANK RAKYAT INDONESIA PERSERO	2,475,900 shares	2,328,970
BARRICK GOLD CORP	94,309 shares	1,013,822
BASF SE	24,522 shares	2,073,538
BAYER AG	22,302 shares	3,049,478
BAYERISCHE MOTOREN WERKE AG	11,696 shares	1,270,492
BB&T CORP	232,363 shares	9,036,597
BDO UNIBANK INC	474,430 shares	1,164,532
BEACON ROOFING SUPPLY INC	190,000 shares	5,282,000



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BEIERSDORF AG	9,599	shares	783,102
BELGACOM SA	76,784	shares	2,796,666
BELLWAY PLC	72,057	shares	2,178,561
BENI STABILI SPA SIIQ	413,152	shares	290,212
BERKSHIRE HATHAWAY INC	101,887	shares	15,298,333
BEZEQ THE ISRAELI TELECOMMUNIC	218,341	shares	389,950
BGP NPV	1,317,017	shares	-
BIM BIRLESIK MAGAZALAR AS	202,694	shares	4,335,237
BIOGEN IDEC INC	66,504	shares	22,574,783
BIOMED REALTY TRUST INC	111,800	shares	2,408,172
BIO-TECHNE CORP	132,731	shares	12,264,344
BLACKBAUD INC	221,995	shares	9,603,504
BLOOMIN' BRANDS INC	141,049	shares	3,492,373
BM&FBOVESPA SA	212,400	shares	787,051
BOARDWALK REAL ESTATE INVT	32,666	shares	1,735,606
BOEING CO/THE	169,391	shares	22,017,442
BOLIDEN AB	110,026	shares	1,763,902
BOLSA MEXICANA DE VALORES SAB	194,597	shares	352,763
BOOKER GROUP PLC	593,338	shares	1,513,565
BOSKALIS WESTMINSTER NV	12,450	shares	684,710
BOSTON PROPERTIES INC	53,070	shares	6,829,578
BR MALLS PARTICIPACOES SA	69,957	shares	432,395
BR PROPERTIES SA	65,200	shares	251,411
BRANDYWINE REALTY TRUST	75,500	shares	1,206,490

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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock (continued):</b>		
BRASIL BROKERS PARTICIPACOES S	90,525 shares	\$86,159
BRASIL INSURANCE PARTICIPACOES	53,716 shares	68,706
BRENNTAG AG	18,192 shares	1,023,835
BRIGHT HORIZONS FAMILY SOLUTIO	97,100 shares	4,564,671
BRISTOL-MYERS SQUIBB CO	320,924 shares	18,944,144
BRISTOW GROUP INC	29,224 shares	1,922,647
BRITISH LAND CO PLC/THE	515,731 shares	6,248,273
BRITVIC PLC	29,953 shares	315,020
BRIXMOR PROPERTY GROUP INC	71,800 shares	1,783,512
BROADRIDGE FINANCIAL SOLUTIONS	434,090 shares	20,046,276
BROCADE COMMUNICATIONS SYSTEMS	302,569 shares	3,582,417
BROOKDALE SENIOR LIVING INC	132,000 shares	4,840,440
BROOKFIELD CANADA OFFICE PPTYS	20,207 shares	470,348
BROTHER INDUSTRIES LTD	83,000 shares	1,525,768
BROWN SHOE CO INC	103,750 shares	3,335,563
BRUKER CORP	193,940 shares	3,805,103
BRUNEL INTERNATIONAL NV	10,635 shares	175,017
BRUNSWICK CORP/DE	115,640 shares	5,927,706
BT GROUP PLC	677,992 shares	4,244,493
BUNZL PLC	221,579 shares	6,094,568
BURBERRY GROUP PLC	18,218 shares	464,729
BURCKHARDT COMPRESSION HOLDING	1,208 shares	462,885
BUWOG AG	9,984 shares	197,889
CABELA'S INC	49,700 shares	2,619,687
CADENCE DESIGN SYSTEMS INC	125,000 shares	2,371,250
CAIRN ENERGY PLC	61,834 shares	172,100
CALBEE INC	14,500 shares	504,921
CALIFORNIA RESOURCES CORP	9,526 shares	52,488
CALLOWAY REIT	5,852 shares	137,932

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CAMDEN PROPERTY TRUST	30,200	shares	2,229,968
CANADIAN APARTMENT PPTYS REIT	3,484	shares	75,591
CANADIAN NATIONAL RAILWAY CO	5,026	shares	347,231
CANADIAN NATURAL RESOURCES LTD	162,007	shares	5,002,776
CANADIAN OIL SANDS LTD	22,296	shares	200,582
CANADIAN PACIFIC RAILWAY LTD	122,137	shares	23,534,579
CANADIAN REIT	19,400	shares	766,955
CANADIAN WESTERN BANK	13,213	shares	373,603
CANON INC	141,100	shares	4,519,742
CAP GEMINI SA	5,667	shares	407,875
CAPITA PLC	62,079	shares	1,046,372
CAPITACOMMERCIAL TRUST	1,410,000	shares	1,867,444
CAPITAL & COUNTIES PROPERTIES	72,437	shares	411,806
CAPITAL & REGIONAL PLC	616,438	shares	504,620
CAPITAL ONE FINANCIAL CORP	454,495	shares	37,518,562
CAPITALAND LTD	1,678,200	shares	4,192,017
CAPITAMALL TRUST	379,000	shares	583,473
CARBO CERAMICS INC	72,470	shares	2,902,424
CARLSBERG A/S	5,292	shares	411,750
CARMAX INC	55,000	shares	3,661,900
CARNIVAL CORP	313,900	shares	14,229,087
CASEY'S GENERAL STORES INC	32,300	shares	2,917,336
CASINO GUICHARD PERRACHON SA	6,257	shares	578,900

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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock (continued):</b>		
CASTELLUM AB	13,576 shares	\$211,750
CATCHER TECHNOLOGY TWD10	175,000 shares	1,365,024
CATLIN GROUP LTD	126,231 shares	1,320,700
CDW CORP/DE	119,518 shares	4,203,448
CELANESE CORP	339,800 shares	20,374,408
CELESIO AG	11,957 shares	386,600
CELESTICA INC	336,243 shares	3,947,493
CELGENE CORP	376,009 shares	42,060,367
CELLDEX THERAPEUTICS INC	117,400 shares	2,142,550
CELLTRION INC	84,350 shares	2,981,393
CENTENE CORP	94,840 shares	9,849,134
CENTRAL JAPAN RAILWAY CO	15,500 shares	2,345,135
CEPHEID	107,500 shares	5,820,050
CETIP SA - MERCADOS ORGANIZADO	35,612 shares	431,385
CHAMPION REIT	245,000 shares	113,735
CHARLES RIVER LABORATORIES INT	59,755 shares	3,802,808
CHARLES SCHWAB CORP/THE	814,300 shares	24,583,717
CHESAPEAKE ENERGY CORP	1,186,200 shares	23,213,934
CHESAPEAKE LODGING TRUST	29,198 shares	1,086,458
CHEUNG KONG HOLDINGS LTD ADR	1,461,000 shares	24,427,920
CHEUNG KONG(HLDGS) HK\$0.50	101,000 shares	1,697,041
CHEVRON CORP	173,900 shares	19,508,102
CHIBA BANK LTD/THE	92,000 shares	609,266
CHICAGO BRIDGE & IRON CO NV	193,885 shares	8,139,292
CHICONY ELECTRONICS CO LTD	105,525 shares	295,518
CHILDREN'S PLACE INC/THE	43,335 shares	2,470,095
CHINA CONSTRUCTION BANK CORP	8,166,000 shares	6,707,727
CHINA EVERBRIGHT BANK CO LTD	950,000 shares	516,967
CHINA LIFE INSURANCE CO LTD ADR	3,886 shares	228,147

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CHINA LIFE INSURANCE CO LTD	1,068,000	shares	4,193,582
CHINA MINSHENG BANKING CORP LT	1,543,500	shares	2,030,175
CHINA OVERSEAS LAND & INVESTME	370,971	shares	1,102,650
CHINA RESOURCES LAND LTD	62,000	shares	163,498
CHINA TELECOM CORP LTD ADR	6,973	shares	409,385
CHINA UNICOM HONG KONG LTD ADR	72,202	shares	971,117
CHIPOTLE MEXICAN GRILL INC	14,132	shares	9,673,495
CHOCOLADEFABRIKEN LINDT & SPRU	206	shares	1,022,485
CHR HANSEN HOLDING A/S	87,601	shares	3,904,767
CHRISTIAN DIOR SA	7,432	shares	1,285,113
CHROMA ATE INC	308,000	shares	800,165
CHUBU ELECTRIC POWER CO INC	59,800	shares	707,505
CHUGAI PHARMACEUTICAL CO LTD	40,500	shares	1,001,226
CIA DE SANEAMENTO BASICO DO ES	108,100	shares	691,739
CIE DE SAINT-GOBAIN	13,649	shares	581,858
CIE FINANCIERE RICHEMONT SA	114,338	shares	10,218,099
CIE GENERALE DES ETABLISSEMENT	25,931	shares	2,361,808
CIELO SA	46,800	shares	733,638
CIENA CORP	132,120	shares	2,564,449
CIGNA CORP	60,000	shares	6,174,600
CISCO SYSTEMS INC	786,776	shares	21,884,174
CITIGROUP INC	279,994	shares	15,150,475
CITIZEN HOLDINGS CO LTD	71,700	shares	558,554

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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock (continued):</b>		
CITY DEVELOPMENTS LTD	62,000 shares	\$480,522
CITYCON OYJ	121,637 shares	379,742
CJ O SHOPPING CO LTD	2,422 shares	573,356
CLARCOR INC	85,500 shares	5,697,720
CLEAN HARBORS INC	233,495 shares	11,219,435
CNO FINANCIAL GROUP INC	232,235 shares	3,999,087
CNOOC LTD	1,773,000 shares	2,386,909
CNP ASSURANCES	51,711 shares	921,386
COACH INC	110,246 shares	4,140,840
COBHAM PLC	93,837 shares	473,915
COCA-COLA HBC AG	11,513 shares	220,446
COCHLEAR LTD	33,446 shares	2,126,691
COEUR MINING INC	306,412 shares	1,565,765
COGNIZANT TECHNOLOGY SOLUTIONS	20,255 shares	1,066,628
COLOPLAST A/S	10,195 shares	859,834
COMCAST CORP	541,147 shares	31,391,937
COMERICA INC	101,770 shares	4,766,907
COMMERZBANK AG	37,930 shares	503,951
COMMSCOPE HOLDING CO INC	153,400 shares	3,502,122
COMMVault SYSTEMS INC	60,300 shares	3,116,907
COMPASS GROUP PLC ADR	5,031 shares	85,728
COMPASS GROUP PLC	87,125 shares	1,495,705
COMPUTERSHARE LTD	78,184 shares	754,986
CONCENTRADORA FIBRA DANHOS SA	164,192 shares	401,018
CONCENTRADORA FIBRA HOTELERA M	310,052 shares	482,966
CONCHO RESOURCES INC	107,608 shares	10,733,898
CONSOL ENERGY INC	584,800 shares	19,772,088
CONTINENTAL AG	7,564 shares	1,606,777
CONTROLADORA VUELA CIA DE AVIA ADR	37,869 shares	341,578

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COPA HOLDINGS SA	12,317	shares	1,276,534
CORE LABORATORIES NV	80,265	shares	9,659,090
CORELOGIC INC/UNITED STATES	162,100	shares	5,120,739
CORIO NV EUR10	24,056	shares	1,182,697
CORNERSTONE ONDEMAND INC	132,100	shares	4,649,920
CORNING INC	370,000	shares	8,484,100
CORPORATE EXECUTIVE BOARD CO/T	133,650	shares	9,693,635
CORPORATE OFFICE PROPERTIES TR	11,040	shares	313,205
COSMOS PHARMACEUTICAL CORP	3,900	shares	535,093
COSTAR GROUP INC	73,800	shares	13,551,894
COSTCO WHOLESALE CORP	114,863	shares	16,281,830
COUPONS.COM INC	192,738	shares	3,421,100
COUSINS PROPERTIES INC	154,538	shares	1,764,824
COVIDIEN PLC	71,143	shares	7,276,506
CRANE CO	36,703	shares	2,154,466
CREDICORP LTD	60,357	shares	9,667,984
CRODA INTERNATIONAL PLC	50,508	shares	2,096,447
CROMBIE REAL ESTATE INVT TR	24,479	shares	273,057
CROWN CASTLE INTERNATIONAL COR	209,959	shares	16,523,773
CROWN HOLDINGS INC	50,225	shares	2,556,453
CSL LTD	2,291	shares	162,511
CTS EVENTIM AG & CO KGAA	9,739	shares	288,725
CUBESMART	118,746	shares	2,620,725

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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock (continued):</b>		
CVS HEALTH CORP	86,010 shares	\$8,283,623
CYFROWY POLSAT SA	34,963 shares	231,315
DAI NIPPON PRINTING CO LTD	23,000 shares	209,100
DAIBIRU CORP	7,000 shares	66,325
DAICEL CORP	53,000 shares	626,832
DAI-ICHI LIFE INSURANCE CO LTD	244,300 shares	3,751,251
DAIICHI SANKYO CO LTD	122,300 shares	1,721,860
DAIKIN INDUSTRIES Y50	9,600 shares	625,347
DAIMLER AG	39,619 shares	3,306,489
DAIRY FARM INTERNATIONAL HOLDI	73,191 shares	658,719
DAISEKI CO LTD	27,000 shares	471,788
DAIWA SECURITIES GROUP INC	87,000 shares	687,612
DALIAN WANDA COMMERCIAL PROPER	42,700 shares	272,558
DANAHER CORP	61,500 shares	5,271,165
DANSKE BANK AS DKK10	59,191 shares	1,610,168
DARDEN RESTAURANTS INC	64,720 shares	3,794,534
DARLING INGREDIENTS INC	543,471 shares	9,869,433
DASSAULT SYSTEMES	3,837 shares	234,655
DAVIDE CAMPARI-MILANO SPA	44,654 shares	278,813
DCC PLC	16,918 shares	937,260
DCT INDUSTRIAL TRUST INC	42,705 shares	1,522,860
DDR CORP	298,197 shares	5,474,897
DEALERTRACK TECHNOLOGIES INC	132,100 shares	5,853,351
DELHAIZE GROUP SA ADR	22,408 shares	406,033
DELHAIZE GROUP SA	33,157 shares	2,424,550
DELTA AIR LINES INC	93,371 shares	4,592,919
DELTA ELECTRONICS INC	257,000 shares	1,532,957
DELTICOM AG	1,525 shares	34,914
DELUXE CORP	71,555 shares	4,454,299



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DERWENT LONDON PLC	66,321	shares	3,120,944
DEUTSCH-CW21 MOIL LTD	153,614	shares	769,345
DEUTSCHE ANNINGTON IMMOBILIEN	25,419	shares	864,769
DEUTSCHE EUROSHOP AG	8,331	shares	364,879
DEUTSCHE LUFTHANSA AG	77,607	shares	1,298,752
DEUTSCHE POST AG	44,585	shares	1,459,080
DEUTSCHE WOHNEN AG	111,871	shares	2,650,534
DEXUS PROPERTY GROUP	84,228	shares	480,428
DIAMONDROCK HOSPITALITY CO	171,480	shares	2,549,908
D'IETEREN SA/NV	9,583	shares	339,702
DIGITALGLOBE INC	232,400	shares	7,197,428
DIGNITY PLC	56,040	shares	1,668,091
DINEEQUITY INC	145,230	shares	15,051,637
DISCOVER FINANCIAL SERVICES	76,532	shares	5,012,081
DISCOVERY COMMUNICATIONS INC	247,873	shares	8,358,278
DISCOVERY COMMUNICATIONS INC	61,782	shares	2,128,390
DISH NETWORK CORP	72,500	shares	5,284,525
DISTRIBUIDORA INTERNACIONAL DE	601,423	shares	4,095,060
DIXONS CARPHONE PLC	30,134	shares	217,265
DKSH HOLDING AG	1,831	shares	140,045
DO DEUTSCHE OFFICE AG	45,419	shares	160,866
DOLLARAMA INC	33,718	shares	1,729,203
DOMINO PRINTING SCIENCES PLC	43,373	shares	446,354

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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock (continued):</b>		
DOMINO'S PIZZA GROUP PLC	142,063 shares	\$1,556,120
DORMAN PRODUCTS INC	85,300 shares	4,117,431
DOUGLAS EMMETT INC	119,492 shares	3,393,573
DOVER CORP	11,072 shares	794,084
DR HORTON INC	154,765 shares	3,914,007
DSV A/S	58,373 shares	1,785,220
DUKE REALTY CORP	382,912 shares	7,734,822
DULUXGROUP LTD	101,182 shares	480,253
DUNKIN' BRANDS GROUP INC	201,477 shares	8,592,994
E.ON SE	191,362 shares	3,286,960
E.SUN FINANCIAL HOLDING CO LTD	1,600,723 shares	995,323
EAST JAPAN RAILWAY CO	28,400 shares	2,161,001
EBAY INC	498,588 shares	27,980,759
EDENRED	87,413 shares	2,428,045
EDP ENERGIAS PORTUGAL	170,969 shares	665,743
ELECTROCOMPONENTS PLC	52,060 shares	174,525
ELECTROLUX AB	29,526 shares	862,971
ELECTRONIC ARTS INC	174,300 shares	8,194,715
ELEKTA AB	434,789 shares	4,426,619
ELEMENTIS PLC	130,897 shares	534,337
ELISA CORPORATION	13,862 shares	379,254
ELLIE MAE INC	104,800 shares	4,225,536
ELRINGKLINGER AG	9,726 shares	338,887
E-MART CO LTD	1,495 shares	276,109
EMC CORP/MA	493,003 shares	14,661,909
EMCOR GROUP INC	59,101 shares	2,629,403
EMERSON ELECTRIC CO	82,194 shares	5,073,836
EMS-CHEMIE HOLDING AG	2,203 shares	895,145
ENAGAS SA	80,071 shares	2,537,062

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ENEL EUR1	507,860	shares	2,271,325
ENEL GREEN POWER SPA	523,264	shares	1,097,927
ENERGEN CORP	31,890	shares	2,033,306
ENERSYS	49,800	shares	3,073,656
ENERGY CORP	95,900	shares	8,389,332
ENTRA ASA	26,504	shares	270,429
ENVISION HEALTHCARE HOLDINGS I	160,000	shares	5,550,400
EOG RESOURCES INC	303,356	shares	27,929,987
EQT CORP	98,649	shares	7,467,729
EQUINIX INC	69,340	shares	15,721,458
EQUITY COMMONWEALTH	414,000	shares	10,627,380
EQUITY LIFESTYLE PROPERTIES IN	28,972	shares	1,493,507
EQUITY ONE INC	9,773	shares	247,843
EQUITY RESIDENTIAL	225,651	shares	16,210,768
EREGLI DEMIR VE CELIK FABRIKAL	41,182	shares	78,568
ESPRIT HOLDINGS LTD	239,608	shares	286,732
ESSENTA PLC	32,029	shares	365,570
ESSEX PROPERTY TRUST INC	25,792	shares	5,328,627
ESSILOR INTERNATIONAL SA	29,294	shares	3,285,247
ESTACIO PARTICIPACOES SA	74,443	shares	667,080
ESTERLINE TECHNOLOGIES CORP	33,740	shares	3,700,603
EUROCOMMERCIAL PROPERTIES NV	27,203	shares	1,157,691
EUTELSAT COMMUNICATIONS SA	19,219	shares	623,143

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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock (continued):</b>		
EVEREST RE GROUP LTD	119,200 shares	\$20,299,760
EXELON CORP	195,600 shares	7,252,848
EXOR SPA	168,377 shares	6,935,466
EXOVA GROUP PLC	117,074 shares	292,076
EXPEDITORS INTERNATIONAL OF WA	214,119 shares	9,551,849
EXPERIAN PLC	14,525 shares	246,411
EXPRESS SCRIPTS HOLDING CO	196,975 shares	16,677,873
EXTENDED STAY AMERICA INC	14,290 shares	275,940
EXTENDICARE INC	18,950 shares	106,673
EXXON MOBIL CORP	150,660 shares	13,928,517
FABEGE AB	17,052 shares	219,133
FACEBOOK INC	406,249 shares	31,695,547
FAIRCHILD SEMICONDUCTOR INTERN	218,120 shares	3,681,866
FAIVELEY TRANSPORT SA	1,271 shares	73,669
FAMILYMART CO LTD	4,700 shares	178,364
FANUC CORP	10,700 shares	1,779,987
FEDERAL REALTY INVESTMENT TRUS	5,860 shares	782,076
FEDERATION CENTRES	921,017 shares	2,163,160
FEDEX CORP	185,100 shares	32,144,466
FIAT CHRYSLER AUTOMOBILES NV	1,991,869 shares	23,138,506
FIBRIA CELULOSE SA	31,094 shares	380,282
FIDELITY & GUARANTY LIFE	90,000 shares	2,184,300
FIDELITY NATIONAL INFORMATION	26,622 shares	1,655,888
FIFTH THIRD BANCORP	471,126 shares	9,599,192
FINNING INTERNATIONAL INC	13,521 shares	294,526
FIREEYE INC	121,954 shares	3,851,307
FIRST BANCORP/PUERTO RICO	731,855 shares	4,295,989
FIRST CAPITAL REALTY INC	40,534 shares	653,023
FIRST PACIFIC CO LTD/HONG KONG	759,600 shares	753,248

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FIRSTENERGY CORP	76,300	shares	2,974,937
FISHER & PAYKEL HEALTHCARE COR	219,746	shares	1,073,459
FIVE BELOW INC	128,900	shares	5,262,987
FLEETCOR TECHNOLOGIES INC	75,842	shares	11,278,464
FLOWSERVE CORP	156,420	shares	9,358,609
FLUOR CORP	6,338	shares	384,273
FNF GROUP	89,220	shares	3,073,629
FONCIERE DES REGIONS	4,102	shares	381,206
FOOT LOCKER INC	54,055	shares	3,036,810
FORD OTOMOTIV SANAYI AS	10,442	shares	145,391
FOREST CITY ENTERPRISES INC	24,727	shares	526,685
FORTESCUE METALS GROUP LTD	1,840,773	shares	4,127,527
FORTUM OYJ	124,853	shares	2,714,878
FORUM ENERGY TECHNOLOGIES INC	230,800	shares	4,784,484
FOXTONS GROUP PLC	87,284	shares	218,096
FRANKLIN RESOURCES INC	206,600	shares	11,439,442
FRAPORT AG FRANKFURT AIRPORT S	15,196	shares	883,356
FREEMPORT-MCMORAN INC	31,248	shares	729,953
FREESCALE SEMICONDUCTOR LTD	121,045	shares	3,053,965
FRIENDS LIFE GROUP LTD	231,645	shares	1,322,687
FRONTIER REAL ESTATE INVESTMEN	15	shares	68,810
FUJI ELECTRIC CO LTD	325,000	shares	1,311,981
FUJI SEAL INTERNATIONAL INC	5,800	shares	171,008

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<b>Common Stock (continued):</b>		
FUJIFILM HOLDINGS CORP	139,500 shares	\$4,306,180
FUJITSU LTD	344,000 shares	1,848,611
G4S PLC	228,960 shares	992,119
GAEC EDUCACAO SA	26,493 shares	352,316
GAGFAH SA	95,371 shares	2,134,968
GANNETT CO INC	182,617 shares	5,830,961
GAP INC/THE	82,478 shares	3,473,149
GAS NATURAL SDG SA	142,440 shares	3,586,802
GAZPROM OAO ADR	50,107 shares	232,998
GAZPROM OAO ADR	535,854 shares	2,427,419
GEA GROUP AG	31,273 shares	1,385,013
GEBERIT AG	19,559 shares	6,661,063
GECINA SA	5,781 shares	724,013
GEMALTO NV	7,299 shares	599,968
GENERAC HOLDINGS INC	165,000 shares	7,715,400
GENERAL DYNAMICS CORP	15,862 shares	2,182,928
GENERAL ELECTRIC CO	912,100 shares	23,048,767
GENERAL GROWTH PROPERTIES INC	339,072 shares	9,538,095
GENERAL MOTORS CO	203,000 shares	7,086,730
GENESEE & WYOMING INC	158,731 shares	14,273,092
GENOMMA LAB INTERNACIONAL SAB	197,109 shares	375,236
GERRY WEBER INTERNATIONAL AG	13,670 shares	564,888
GILEAD SCIENCES INC	139,624 shares	13,160,958
GIVAUDAN SA	1,804 shares	3,255,243
GJENSIDIGE FORSIKRING ASA	38,173 shares	621,150
GKN PLC	86,189 shares	462,302
GLAXOSMITHKLINE ORD GBP0.25	24,341 shares	522,243
GLAXOSMITHKLINE PLC ADR	125,500 shares	5,363,870
GLOBAL BRANDS GROUP HOLDING LT	148,862 shares	29,178

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GLOBAL LOGISTIC PROPERTIES LTD	1,830,600	shares	3,426,072
GLOBAL PAYMENTS INC	101,452	shares	8,190,220
GLORY LTD	3,500	shares	95,459
GLOW ENERGY PCL	355,800	shares	965,202
GLP J-REIT	1,192	shares	1,328,255
GOLDMAN SACHS GROUP INC/THE	79,700	shares	15,448,251
GOODMAN GROUP	908,391	shares	4,229,842
GOODYEAR TIRE & RUBBER CO/THE	120,445	shares	3,441,114
GOOGLE INC	54,257	shares	28,560,885
GOOGLE INC	44,438	shares	23,581,470
GPT GROUP/THE	309,522	shares	1,101,843
GRACO INC	211,852	shares	16,986,293
GRAHAM HOLDINGS CO	30,500	shares	26,343,155
GRAINGER PLC	202,330	shares	593,108
GRAN TIERRA ENERGY INC	211,327	shares	813,744
GRAND CANYON EDUCATION INC	148,500	shares	6,929,010
GRANITE REAL ESTATE INVESTMENT	146,000	shares	5,190,300
GREAT PORTLAND ESTATES PLC	274,599	shares	3,159,883
GREE INC	170,900	shares	1,032,000
GREEN REIT PLC	50,707	shares	78,538
GRIFOLS SA ADR	20,154	shares	685,034
GRIFOLS SA EUR0.5	20,150	shares	807,549
GROUPE BRUXELLES LAMBERT SA	14,439	shares	1,236,138

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<b>Common Stock (continued):</b>		
GRUPO LALA SAB DE CV	139,102 shares	\$268,300
GUANGZHOU AUTOMOBILE GROUP CO	927,250 shares	844,167
GUANGZHOU R&F PROPERTIES CO LT	266,400 shares	326,007
H&R REAL ESTATE INVESTMENT TR	32,946 shares	618,102
HAIN CELESTIAL GROUP INC/THE	47,210 shares	2,751,871
HAITIAN INTERNATIONAL HOLDINGS	65,000 shares	137,127
HAITONG SECURITIES CO LTD	340,400 shares	856,833
HALMA PLC	49,784 shares	533,677
HAMMERSON PLC	444,803 shares	4,196,033
HANESBRANDS INC	148,655 shares	16,592,871
HANG LUNG PROPERTIES LTD	452,111 shares	1,268,034
HANKYU HANSHIN HOLDINGS INC	142,000 shares	768,656
HARGREAVES LANSDOWN PLC	46,643 shares	736,008
HAVAS SA	79,062 shares	646,435
HCP INC	27,299 shares	1,201,975
HDFC BANK LTD ADR	54,620 shares	2,771,965
HEALTH CARE REIT INC	102,700 shares	7,771,309
HEALTH NET INC/CA	82,395 shares	4,410,604
HEALTHCARE REALTY TRUST INC	76,523 shares	2,090,608
HEALTHCARE TRUST OF AMERICA IN	51,200 shares	1,379,328
HEALTHSOUTH CORP	53,935 shares	2,074,340
HEARTLAND PAYMENT SYSTEMS INC	275,830 shares	14,881,029
HEARTWARE INTERNATIONAL INC	51,000 shares	3,744,930
HEIDELBERGCEMENT AG	81,316 shares	5,786,694
HEINEKEN HOLDING NV	21,020 shares	1,320,853
HEINEKEN NV	21,595 shares	1,540,424
HELICAL BAR PLC	187 shares	1,116
HELIX ENERGY SOLUTIONS GROUP I	103,646 shares	2,249,118



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HENDERSON LAND DEVELOPMENT CO	116,865	shares	818,297
HERMES INTERNATIONAL	45	shares	16,053
HESS CORP	85,800	shares	6,333,756
HEXAGON AB	33,722	shares	1,042,471
HIBERNIA REIT PLC	144,545	shares	189,774
HIGHWOODS PROPERTIES INC	25,410	shares	1,125,155
HILL-ROM HOLDINGS INC	74,590	shares	3,402,796
HILTON WORLDWIDE HOLDINGS INC	115,904	shares	3,023,935
HIROSE ELECTRIC CO LTD	7,300	shares	857,284
HISAMITSU PHARMACEUTICAL CO IN	3,500	shares	110,638
HISCOX LTD	134,759	shares	1,513,936
HISPANIA ACTIVOS INMOBILIARIOS	11,042	shares	144,837
HITACHI CHEMICAL CO LTD	37,000	shares	661,646
HITACHI HIGH-TECHNOLOGIES CORP	25,600	shares	747,321
HITACHI LTD	257,000	shares	1,930,688
HKT TRUST & HKT LTD	367,000	shares	477,985
HMS HOLDINGS CORP	313,600	shares	6,629,504
HOCHTIEF AG	2,366	shares	167,541
HOGY MEDICAL CO LTD	1,900	shares	87,160
HOLCIM LTD	21,493	shares	1,543,326
HOME DEPOT INC/THE	35,235	shares	3,698,618
HON HAI PRECISION INDUSTRY CO	990,080	shares	2,753,877
HONDA MOTOR CO LTD	109,700	shares	3,226,174
HONEYWELL INTERNATIONAL INC	93,397	shares	9,332,228

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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock (continued):</b>		
HONG KONG EXCHANGES AND CLEARI	220,736 shares	\$4,887,312
HONGKONG LAND HOLDINGS LTD	943,656 shares	6,379,115
HOST HOTELS & RESORTS INC	574,567 shares	13,657,458
HOYA CORP	27,300 shares	934,705
HUDSON PACIFIC PROPERTIES INC	37,624 shares	1,130,977
HUFVUDSTADEN AB	130,278 shares	1,690,830
HULIC CO LTD	57,100 shares	576,739
HULIC REIT INC	151 shares	229,343
HUNTINGTON BANCSHARES INC/OH	481,730 shares	5,067,800
HUNTSMAN CORP	125,673 shares	2,862,831
HURON CONSULTING GROUP INC	123,550 shares	8,449,585
HUSQVARNA AB	154,178 shares	1,137,391
HYSAN DEVELOPMENT CO LTD	662,851 shares	2,961,732
IBERDROLA SA	1,232,693 shares	8,348,598
IBIDEN CO LTD	22,300 shares	332,561
ICADE	23,595 shares	1,895,795
ICAP PLC	71,267 shares	502,721
ICICI BANK LTD ADR	82,089 shares	948,128
IDEX CORP	115,725 shares	9,008,034
IG GROUP HOLDINGS PLC	76,987 shares	863,102
IGB REAL ESTATE INVESTMENT TRU	637,000 shares	238,659
IGUATEMI EMPRESA DE SHOPPING C	83,322 shares	771,094
IHS INC	24,000 shares	2,733,120
ILIAD SA	6,524 shares	1,568,611
ILLINOIS TOOL WORKS INC	61,500 shares	5,824,050
ILLUMINA INC	75,266 shares	13,892,598
ILUKA RESOURCES LTD	38,910 shares	189,460
IMI PLC	21,408 shares	421,595
INCYTE CORP	52,381 shares	3,829,575

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INDITEX SA	760,653	shares	21,818,749
INDITEX SA ADR	897,692	shares	12,747,226
INDUSTRIAL & COMMERCIAL BANK O ADR	6,244	shares	91,162
INDUSTRIAL & COMMERCIAL BANK O	451,000	shares	329,169
INDUSTRIVARDEN AB	63,487	shares	1,103,769
INDUSTRIVARDEN AB	55,783	shares	1,017,573
INFINEON TECHNOLOGIES AG	367,197	shares	3,930,070
INGERSOLL-RAND PLC	59,500	shares	3,771,705
INGRAM MICRO INC	483,400	shares	13,361,176
INTEGRATED DEVICE TECHNOLOGY I	103,745	shares	2,033,402
INTERCONTINENTAL EXCHANGE INC	49,121	shares	10,771,744
INTERNATIONAL PAPER CO	175,930	shares	9,426,329
INTERSIL CORP	194,910	shares	2,820,348
INTERTEK GROUP PLC	25,148	shares	915,209
INTU PROPERTIES PLC	127,115	shares	662,002
INTUIT INC	126,162	shares	11,630,875
INVESCO LTD	142,600	shares	5,635,552
INVESTA OFFICE FUND	438,913	shares	1,307,432
INVESTMENT AB KINNEVIK	444,494	shares	14,496,129
INVESTMENT TECHNOLOGY GROUP IN	175,415	shares	3,652,140
INVESTOR AB	115,430	shares	4,197,991
INVESTOR AB	43,039	shares	1,546,562
IPG PHOTONICS CORP	87,300	shares	6,540,516

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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock (continued):</b>		
ITAU UNIBANCO HOLDING SA ADR	132,303 shares	\$1,721,262
J SAINSBURY PLC	181,727 shares	699,044
J2 GLOBAL INC	336,638 shares	20,871,556
JACK HENRY & ASSOCIATES INC	192,500 shares	11,961,950
JACK IN THE BOX INC	25,228 shares	2,017,231
JAMES HARDIE INDUSTRIES PLC	282,733 shares	3,054,144
JANUS CAPITAL GROUP INC	180,930 shares	2,918,401
JAPAN AIRLINES CO LTD	59,300 shares	1,780,558
JAPAN EXCHANGE GROUP INC	5,500 shares	130,097
JAPAN HOTEL REIT INVESTMENT CO	741 shares	475,891
JAPAN PETROLEUM EX NPV	3,700 shares	117,269
JAPAN PURE CHEMICAL CO LTD	1,500 shares	29,588
JAPAN REAL ESTATE INVESTMENT C	647 shares	3,129,905
JAPAN RETAIL FUND INVESTMENT C	1,732 shares	3,669,278
JAPAN TOBACCO INC	22,700 shares	630,098
JARDEN CORP	220,000 shares	10,533,600
JARDINE LLOYD THOMPSON GROUP P	53,150 shares	742,552
JD.COM INC ADR	96,600 shares	2,235,324
JERONIMO MARTINS SGPS SA	169,234 shares	1,706,855
JETBLUE AIRWAYS CORP	191,810 shares	3,042,107
JGC CORP	34,000 shares	706,685
JOHN WILEY & SONS INC	43,100 shares	2,553,244
JOHN WOOD GROUP PLC	34,361 shares	319,589
JOHNSON & JOHNSON	210,163 shares	21,976,745
JOY GLOBAL INC	35,215 shares	1,638,202
JPMORGAN CHASE & CO	749,511 shares	46,904,398
JSR CORP	75,300 shares	1,303,831
JULIUS BAER GROUP LTD	5,974 shares	275,418
JUNIPER NETWORKS INC	153,500 shares	3,426,120

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JYSKE BANK A/S	24,178	shares	1,228,987
KABA HOLDING AG	154	shares	77,880
KAISER ALUMINUM CORP	27,721	shares	1,980,111
KAJIMA CORP	175,000	shares	728,346
KAKAKU.COM INC	10,500	shares	152,471
KANEKA CORP	44,000	shares	237,808
KANSAI PAINT CO LTD	38,000	shares	593,636
KAO CORP	40,800	shares	1,618,796
KELLOGG CO	65,500	shares	4,286,320
KENEDIX OFFICE INVESTMENT CORP	241	shares	1,360,832
KENNAMETAL INC	74,145	shares	2,653,650
KEPPEL DC REIT	133,300	shares	98,081
KEPPEL REIT	90,000	shares	82,862
KERING	53,840	shares	10,391,280
KERRY GROUP PLC	10,530	shares	727,176
KERRY GROUP PLC	4,714	shares	330,614
KERRY PROPERTIES LTD	131,000	shares	475,528
KEYCORP	348,135	shares	4,839,077
KEYENCE CORP NPV	2,300	shares	1,032,262
KILROY REALTY CORP	52,900	shares	3,653,803
KIMCO REALTY CORP	132,730	shares	3,336,832
KINDER MORGAN INC/DE	191,676	shares	8,109,812
KINROSS GOLD CORP	1,520,000	shares	4,286,400

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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock</b>		
<b>(continued):</b>		
KINSUS INTERCONNECT TECHNOLOGY	139,000 shares	\$464,037
KINTETSU WORLD EXPRESS INC	6,700 shares	259,294
KLEPIERRE	70,829 shares	3,062,298
KOBAYASHI PHARMACEUTICAL CO LT	14,600 shares	857,283
KOHL'S CORP	144,800 shares	8,838,592
KOITO MANUFACTURING CO LTD	26,000 shares	803,453
KOMATSU LTD	83,300 shares	1,864,775
KONE OYJ	49,255 shares	2,254,110
KONICA MINOLTA INC	147,000 shares	1,624,546
KONINKLIJKE DSM NV	6,072 shares	372,074
KONINKLIJKE PHILIPS NV	740,326 shares	21,469,454
KONINKLIJKE VOPAK NV	4,106 shares	214,066
KOREA ELECTRIC POWER CORP ADR	408,678 shares	7,912,006
KROTON EDUCACIONAL SA	98,012 shares	571,509
KURITA WATER INDUSTRIES LTD	8,900 shares	187,286
KYOCERA CORP	30,600 shares	1,418,021

KYORIN HOLDINGS INC	14,000	shares	261,212
KYOWA HAKKO KIRIN CO LTD	71,000	shares	672,722
L BRANDS INC	155,182	shares	13,431,002
L&L ENERGY INC	8,522	shares	469
LA QUINTA HOLDINGS INC	323,314	shares	7,132,307
LADBROKES PLC	54,949	shares	94,676
LAFARGE SA	15,236	shares	1,070,782
LAM RESEARCH CORP	34,405	shares	2,729,693
LAND SECURITIES GROUP PLC	405,159	shares	7,309,280
LANXESS AG	4,748	shares	220,936
LAREDO PETROLEUM INC	278,700	shares	2,884,545
LARGAN PRECISION CO LTD	38,000	shares	2,879,881
LAWSON INC	11,100	shares	674,916
LA-Z-BOY INC	106,355	shares	2,854,568
LEAR CORP	37,066	shares	3,635,433
LEG IMMOBILIEN AG	61,336	shares	4,600,875
LEGRAND SA	22,939	shares	1,208,693
LENDINGCLUB CORP	18,661	shares	472,123
LEVEL 3 COMMUNICATIONS INC	520,000	shares	25,677,600
LEXINGTON REALTY TRUST	398,645	shares	4,377,123
LG HOUSEHOLD & HEALTH CARE LTD	1,570	shares	889,879
LI & FUNG LTD	154,862	shares	144,980
LIBERTY BROADBAND CORP	15,774	shares	785,861
LIBERTY BROADBAND CORP	7,887	shares	395,060
LIBERTY BROADBAND CORP	4,733	shares	44,964
LIBERTY GLOBAL PLC	144,884	shares	6,999,346
LIBERTY GLOBAL PLC	6,059	shares	304,192
LIBERTY INTERACTIVE CORP	707,441	shares	20,812,914
LIBERTY MEDIA CORP	63,099	shares	2,210,358
LIBERTY MEDIA CORP	31,550	shares	1,112,769
LIBERTY PROPERTY TRUST	59,210	shares	2,228,072
LIBERTY VENTURES	24,879	shares	938,436
LIFE HEALTHCARE GROUP HOLDINGS	258,041	shares	953,762
LINK REIT/THE	1,075,097	shares	6,730,751
LINKEDIN CORP	68,304	shares	15,690,112
LINX SA	15,202	shares	288,805





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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock</b>		
<b>(continued):</b>		
LITE-ON TECHNOLOGY CORP	21,681 shares	\$24,973
LITTELFUSE INC	33,305 shares	3,219,594
LOCALIZA RENT A CAR SA	25,290 shares	339,743
LOCKHEED MARTIN CORP	54,791 shares	10,551,103
LOEWS CORP	539,300 shares	22,661,386
LOGITECH INTERNATIONAL SA	611,819 shares	8,281,553
LONZA GROUP AG	14,801 shares	1,671,285
L'OREAL SA	66,443 shares	11,199,630
LOWE'S COS INC	225,000 shares	15,480,000
LPS BRASIL CONSULTORIA DE IMOV	49,129 shares	120,133
LSL PROPERTY SERVICES PLC	79,795 shares	370,773
3M CO	78,600 shares	12,915,552
M DIAS BRANCO SA	14,737 shares	504,502
M3 INC	245,100 shares	4,135,596
MABUCHI MOTOR CO LTD	16,800 shares	673,990
MACERICH CO/THE	76,902 shares	6,414,396
MACK-CALI REALTY CORP	198,641 shares	3,786,097
MACY'S INC	37,952 shares	2,495,344
MAGELLAN HEALTH INC	70,000 shares	4,202,100

MAGNIT PJSC GDR	56,765	shares	2,577,131
MAIL.RU GROUP LTD GDR	58,665	shares	956,240
MANITOWOC CO INC/THE	157,295	shares	3,476,220
MARATHON PETROLEUM CORP	35,945	shares	3,244,396
MARINE HARVEST ASA MARRIOTT INTERNATIONAL	45,013	shares	617,780
INC/MD	178,156	shares	13,901,513
MARRIOTT VACATIONS WORLDWIDE C	53,000	shares	3,950,620
MARSH & MCLENNAN COS INC	226,600	shares	12,970,584
MARUBENI CORP	128,500	shares	776,713
MARUICHI STEEL TUBE Y50	15,800	shares	338,811
MASTEC INC	203,565	shares	4,602,605
MASTERCARD INC	571,482	shares	49,238,889
MATRIX SERVICE CO	93,799	shares	2,093,594
MAXIM INTEGRATED PRODUCTS INC	165,000	shares	5,258,550
MAYR MELNHOF KARTON AG	4,587	shares	477,343
MCDONALD'S CORP	202,200	shares	18,946,140
MCGRAW HILL FINANCIAL INC	93,083	shares	8,282,525
MCKESSON CORP	6,474	shares	1,343,873
MEAD JOHNSON NUTRITION CO	75,721	shares	7,612,989
MEADWESTVACO CORP	221,110	shares	9,815,073
MEDIATEK INC	184,000	shares	2,689,956
MEDICAL PROPERTIES TRUST INC	156,600	shares	2,157,948
MEDIOBANCA SPA	89,496	shares	733,155
MEDIPAL HOLDINGS CORP	54,800	shares	642,179
MEDNAX INC	69,000	shares	4,561,590
MEDTRONIC INC	205,758	shares	14,855,728
MEG ENERGY CORP	15,780	shares	266,349
MEGGITT PLC	682,500	shares	5,523,136
MEMORIAL RESOURCE DEVELOPMENT	150,000	shares	2,704,500
MERCADOLIBRE INC	57,600	shares	7,353,792
MERCIALYS SA	39,529	shares	881,784
MERCK & CO INC	498,501	shares	28,309,872
MERCK KGAA NPV	4,922	shares	467,059



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<b>Common Stock</b>		
<b>(continued):</b>		
MERRILL LYNCH INTL	116,329 shares	\$402,964
MERRILL LYNCH INTL CERT	261,389 shares	961,912
MERRILL LYNCH INTL LEPO WTS	18,582 shares	195,297
MERRILL-CW18		
FEDERAL BANK	520,149 shares	1,245,289
METHANEX CORP	51,046 shares	2,339,438
METLIFE INC	363,527 shares	19,663,175
METSO OYJ	30,505 shares	917,647
MICHAEL KORS HOLDINGS LTD	62,881 shares	4,722,363
MICRON TECHNOLOGY INC	662,100 shares	23,180,121
MICROSOFT CORP	1,380,661 shares	64,131,703
MID-AMERICA APARTMENT COMMUNIT	20,353 shares	1,519,962
MIDLAND HOLDINGS LTD	588,000 shares	298,745
MILBON CO LTD	8,760 shares	239,284
MILLS ESTRUTURAS E SERVICOS DE	61,134 shares	219,633
MINOR INTERNATIONAL PCL	714,341 shares	705,656
MINOR INTL PUBLIC COMPANY	34,382 shares	5,079
MIRACA HOLDINGS INC	14,000 shares	608,366

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MIRVAC GROUP	2,394,368	shares	3,487,787
MITIE GROUP PLC	82,139	shares	355,921
MITRA ADIPERKAJA TBK PT IDR500	186,808	shares	76,548
MITSUBISHI CHEMICAL HOLDINGS C	382,000	shares	1,875,032
MITSUBISHI CORP	232,900	shares	4,306,596
MITSUBISHI ELECTRIC CORP	263,000	shares	3,171,925
MITSUBISHI ESTATE CO LTD	611,070	shares	13,024,641
MITSUBISHI GAS CHEMICAL CO INC	84,000	shares	425,272
MITSUBISHI HEAVY INDUSTRIES LT	54,000	shares	301,674
MITSUBISHI MATERIALS CORP	106,000	shares	355,411
MITSUBISHI UFJ LEASE & FINANCE	35,700	shares	170,319
mitsui & co ltd	210,600	shares	2,848,225
mitsui fudosan co ltd	507,399	shares	13,775,250
MIZUHO FINL GP NPV	250,200	shares	422,582
MMC NORILSK NICKEL OJSC ADR	154,797	shares	2,139,310
MOBIMO HOLDING AG	328	shares	65,755
MONDELEZ INTERNATIONAL INC	751,554	shares	27,300,199
MONOTARO CO LTD	22,100	shares	451,788
MONSANTO CO	136,212	shares	16,273,248
MORGAN STANLEY	773,046	shares	29,994,185
MORI HILLS REIT INVESTMENT COR	430	shares	618,308
MORPHOSYS AG	25,276	shares	2,343,746
MRC GLOBAL INC	220,075	shares	3,334,136
MSCI INC	289,950	shares	13,755,228
MTU AERO ENGINES AG	5,604	shares	489,326
MURATA MANUFACTURING CO LTD	25,200	shares	2,784,937
MURPHY OIL CORP	382,800	shares	19,339,056
MURPHY USA INC	97,617	shares	6,721,907
NAKANISHI INC	17,000	shares	724,551
NATIONAL OILWELL VARCO INC	90,000	shares	5,897,700
NATIONAL RETAIL PROPERTIES INC	36,827	shares	1,449,879
NAVER CORP	12,071	shares	7,819,272
NAVIENT CORP	78,900	shares	1,705,029
NAVISTAR INTERNATIONAL CORP	84,765	shares	2,837,932

NEC CORP

728,000 shares 2,143,409

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<b>Common Stock</b>		
<b>(continued):</b>		
NEOPOST SA	6,036 shares	\$344,341
NESTE OIL OYJ	52,349 shares	1,270,699
NETAPP INC	208,600 shares	8,646,470
NETCARE LTD	261,065 shares	856,395
NETFLIX INC	33,422 shares	11,417,289
NEUSTAR INC	128,000 shares	3,558,400
NEW CHINA LIFE INSURANCE CO LT	121,800 shares	614,902
NEW GOLD INC	595,400 shares	2,560,220
NEW ORIENTAL EDUCATION & TECHN ADR	165,500 shares	3,377,855
NEW WORLD DEVELOPMENT CO LTD	2,364,909 shares	2,720,232
NEW YORK REIT INC	5,180 shares	54,856
NEWFIELD EXPLORATION CO	324,495 shares	8,800,304
NEWS CORP	231,100 shares	3,625,959
NEXT PLC	20,859 shares	2,218,164
NIC INC	327,554 shares	5,892,696
NICE-SYSTEMS LTD	75,634 shares	3,830,843
NIDEC CORP NPV	9,400 shares	615,534
NIHON KOHDEN CORP	9,500 shares	473,831
NIKE INC	312,516 shares	30,048,413
NIPPON BUILDING FUND INC	302 shares	1,521,398
	204,000 shares	927,311

NIPPON ELECTRIC GLASS CO LTD NIPPON EXPRESS CO LTD	150,000	shares	768,172
NIPPON HEALTHCARE INVESTMENT C NIPPON PROLOGIS REIT INC	6	shares	13,952
NIPPON TELEVISION HOLDINGS INC	1,251	shares	2,719,134
NISSAN MOTOR CO LTD	22,200	shares	328,848
NISSIN FOODS HOLDINGS CO LTD	361,500	shares	3,187,001
NITORI HOLDINGS CO LTD	6,100	shares	293,565
NITTO DENKO CORP	6,400	shares	345,903
NN GROUP NV	31,800	shares	1,796,417
NOBLE CORP PLC	4,136	shares	124,343
NOKIA OYJ	309,000	shares	5,120,130
NOKIA OYJ	301,641	shares	2,394,405
NOKIAN RENKAAT OYJ	928,993	shares	7,301,885
NOMURA HOLDINGS INC	24,406	shares	599,214
NOMURA RESEARCH INSTITUTE LTD	283,500	shares	1,632,025
NORDEA BANK AB	27,000	shares	834,355
NORSK HYDRO ASA	117,468	shares	1,364,014
NORTHSTAR ASSET MANAGEMENT GRO NORTHSTAR REALTY FINANCE CORP	484,234	shares	2,741,014
NORWEGIAN PROPERTY ASA	81,605	shares	1,841,825
NOVARTIS AG	138,960	shares	2,442,917
NOVARTIS AG	78,358	shares	105,557
NOVO NORDISK A/S	72,329	shares	6,722,270
NOVO NORDISK A/S	233,695	shares	21,654,179
NOVOZYMES A/S	294,829	shares	12,471,093
NOW INC	652,751	shares	27,624,422
NRG ENERGY INC	183,066	shares	7,728,710
NSI NV	18,750	shares	482,438
NSK LTD ORD	532,445	shares	14,349,393
NTT URBAN DEVELOPMENT CORP	238,000	shares	1,060,386
NVR INC	122,000	shares	1,467,317
	86,400	shares	881,331
	1,100	shares	1,402,863



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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock</b>		
<b>(continued):</b>		
NXP SEMICONDUCTORS		
NV	23,959 shares	\$1,830,468
OBAYASHI CORP	119,000 shares	777,155
OBIC BUSINESS		
CONSULTANTS LTD	11,500 shares	319,884
OBIC CO LTD	64,200 shares	2,107,069
OCADO GROUP PLC	523,545 shares	3,265,350
OCCIDENTAL		
PETROLEUM CORP	60,536 shares	4,879,807
ODONTOPREV SA	178,761 shares	663,074
OFG BANCORP	253,845 shares	4,226,519
OGE ENERGY CORP	149,520 shares	5,304,970
OLD DOMINION		
FREIGHT LINE INC	122,875 shares	9,540,015
OMNICARE INC	50,067 shares	3,651,386
OMNICOM GROUP INC	21,344 shares	1,653,520
OMRON CORP	39,500 shares	1,795,529
ON SEMICONDUCTOR		
CORP	179,599 shares	1,819,338
OPAP SA	38,326 shares	412,750
OPUS BANK	59,174 shares	1,678,766
ORACLE CORP	126,268 shares	5,678,272
ORANGE SA ADR	61,827 shares	1,046,113
ORANGE SA	162,853 shares	2,788,403
ORBITAL SCIENCES		
CORP	267,751 shares	7,199,824
	58,287 shares	11,227,242

O'REILLY AUTOMOTIVE INC			
ORICA LTD	39,570	shares	613,641
ORION OYJ	32,836	shares	1,023,925
ORIX CORP	40,700	shares	517,173
ORIX JREIT INC	868	shares	1,222,056
ORKLA ASA	108,174	shares	737,988
OSRAM LICHT AG	32,501	shares	1,288,380
OTSUKA HOLDINGS CO LTD	63,600	shares	1,918,689
OUTFRONT MEDIA INC	159,600	shares	4,283,664
OUTOTEC OYJ NPV	15,413	shares	81,801
OWENS-ILLINOIS INC	5,221	shares	140,915
PACIFIC BASIN SHIPPING LTD	589,797	shares	238,053
PADDY POWER PLC	5,798	shares	483,464
PANDORA A/S	3,192	shares	261,688
PARAGON OFFSHORE PLC	131,200	shares	363,424
PARAMOUNT GROUP INC	135,941	shares	2,527,143
PARK24 CO LTD	11,700	shares	173,019
PCCW LTD	880,000	shares	601,430
PEBBLEBROOK HOTEL TRUST	26,500	shares	1,209,195
PENTAIR PLC	101,685	shares	6,753,918
PEPSICO INC	96,800	shares	9,153,408
PERKINELMER INC	59,520	shares	2,602,810
PERRIGO CO PLC	64,470	shares	10,776,805
PEUGEOT SA	121,069	shares	1,497,225
PFEIFFER VACUUM TECHNOLOGY AG	2,513	shares	208,603
PFIZER INC	1,191,870	shares	37,126,751
PG&E CORP	244,200	shares	13,001,208
PHILIP MORRIS INTERNATIONAL IN	79,800	shares	6,499,710
PHILLIPS 66	87,228	shares	6,254,248
PICC PROPERTY & CASUALTY CO LT	72,000	shares	140,010
PING AN INSURANCE GROUP CO OF CHINA	73,500	shares	749,705
PINNACLE WEST CAPITAL CORP	61,335	shares	4,189,794
PLATINUM UNDERWRITERS HOLDINGS	107,400	shares	7,885,308

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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock</b>		
<b>(continued):</b>		
PLEXUS CORP	72,485 shares	\$2,987,107
PNC FINANCIAL		
SERVICES GROUP I	65,200 shares	5,948,196
PNM RESOURCES INC	104,440 shares	3,094,557
POLARIS INDUSTRIES		
INC	37,390 shares	5,654,864
POLYONE CORP	118,544 shares	4,494,003
POPULAR INC	127,925 shares	4,355,846
POST PROPERTIES INC	31,300 shares	1,839,501
POUNDLAND GROUP PLC	47,606 shares	243,622
PRECIOUS SHIPPING PCL	342,382 shares	141,532
PRECISION CASTPARTS		
CORP	53,571 shares	12,904,182
PREMIER FARNELL PLC	80,555 shares	221,065
PRICELINE GROUP		
INC/THE	27,143 shares	30,948,720
PRIMORIS SERVICES		
CORP	93,095 shares	2,163,528
PROASSURANCE CORP	219,100 shares	9,892,365
PROCTER & GAMBLE		
CO/THE	115,200 shares	10,493,568
PROLOGIS INC	202,402 shares	8,709,358
PROLOGIS PROPERTY		
MEXICO SA DE	191,896 shares	355,287
PROMOTORA Y		
OPERADORA DE INFRA	34,419 shares	414,226
	5,775 shares	243,393

PROSIEBENSAT.1 MEDIA AG			
PROTO CORP	20,700	shares	299,550
PRUDENTIAL FINANCIAL INC	38,417	shares	3,475,202
PRUDENTIAL PLC	611,296	shares	14,221,196
PS BUSINESS PARKS INC	1,311	shares	104,277
PSP SWISS PROPERTY AG	25,320	shares	2,186,339
PTC INC	82,065	shares	3,007,682
PTT GLOBAL CHEMICAL PCL	181,500	shares	282,732
PUBLIC BANK BHD	91,723	shares	480,060
PUBLIC STORAGE	43,600	shares	8,059,460
PUBLICIS GROUPE SA	10,634	shares	767,428
PUMA BIOTECHNOLOGY INC	9,000	shares	1,703,430
PZ CUSSONS PLC	14,556	shares	69,451
QEP RESOURCES INC	105,177	shares	2,126,679
QIAGEN NV	46,273	shares	1,084,053
QLIK TECHNOLOGIES INC	238,000	shares	7,351,820
QUALCOMM INC	370,728	shares	27,556,212
QUALICORP SA	40,274	shares	421,194
QUBE HOLDINGS LTD	77,727	shares	154,567
QUEST DIAGNOSTICS INC	38,758	shares	2,599,111
QUINTAIN ESTATES & DEVELOPMENT	425,105	shares	631,360
RAIFFEISEN BANK INTERNATIONAL	28,621	shares	434,123
RAIT FINANCIAL TRUST	275,768	shares	2,115,140
RAKUTEN INC	842,100	shares	11,817,283
RAMCO-GERSHENSON PROPERTIES TR	50,700	shares	950,118
RAMSAY HEALTH CARE LTD AUD0.10	3,771	shares	176,210
RAND MERCHANT INSURANCE HOLDIN	16,051	shares	56,691
RANDSTAD HOLDING NV	10,239	shares	496,331
RATHBONE BROTHERS PLC	31,462	shares	1,003,709
RAYTHEON CO	113,086	shares	12,232,513
REALTY INCOME CORP	16,337	shares	779,438
RECRUIT HOLDINGS CO LTD	20,200	shares	579,574
RED ELECTRICA CORP SA	20,341	shares	1,801,964
RED HAT INC	184,411	shares	12,750,176



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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock</b>		
<b>(continued):</b>		
REGENCY CENTERS CORP	49,131 shares	\$3,133,575
REMGRO LTD	90,816 shares	1,993,850
RENAISSANCERE HOLDINGS LTD	32,000 shares	3,111,040
RENAULT SA	21,072 shares	1,543,404
REPUBLIC SERVICES INC	81,200 shares	3,268,300
RESMED INC	104,948 shares	596,036
RESOLUTE FOREST PRODUCTS INC	541,000 shares	9,527,010
RESONA HOLDINGS INC	93,800 shares	478,721
REXEL SA	61,412 shares	1,103,527
REXFORD INDUSTRIAL REALTY INC	22,675 shares	356,224
REXNORD CORP	299,500 shares	8,448,895
RICE ENERGY INC	97,528 shares	2,045,162
RICOH CO LTD	38,100 shares	390,549
RIGHTMOVE PLC	35,346 shares	1,238,946
RIOCAN REIT	89,594 shares	2,044,437
RITCHIE BROS AUCTIONEERS INC	299,250 shares	8,046,833
RITE AID CORP	595,740 shares	4,479,965
ROBERT HALF INTERNATIONAL INC	119,500 shares	6,976,410
ROCHE HOLDING AG	46,602 shares	12,658,260
ROCHE HOLDING AG	530,657 shares	18,037,031
ROCKET INTERNET AG	65,145 shares	4,051,007

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ROHM CO LTD	13,100	shares	804,170
ROLLS ROYCE HLDGS C SHS	64,696,860	shares	100,879
ROLLS-ROYCE HOLDINGS PLC	718,854	shares	9,751,596
ROSETTA RESOURCES INC	135,000	shares	3,011,850
ROTORK PLC	7,665	shares	277,995
ROWAN COS PLC	258,900	shares	6,037,548
ROYAL DUTCH SHELL PLC ADR	81,200	shares	5,436,340
RPM INTERNATIONAL INC	190,800	shares	9,675,468
RWE AG (NEU) NPV 'A'	45,812	shares	1,421,903
RYLAND GROUP INC/THE	107,890	shares	4,160,238
RYMAN HEALTHCARE LTD	34,313	shares	228,498
RYMAN HOSPITALITY PROPERTIES I	87,010	shares	4,588,907
SAAB AB	7,170	shares	185,289
SAFESTORE HOLDINGS PLC	272,971	shares	987,462
SALESFORCE.COM INC	271,327	shares	16,092,404
SALIX PHARMACEUTICALS LTD	32,000	shares	3,678,080
SALLY BEAUTY HOLDINGS INC	758,931	shares	23,329,539
SAMSONITE INTERNATIONAL SA	105,000	shares	311,418
SAMSUNG ELECTRONICS CO LTD GDR	1,599	shares	967,395
SAMSUNG ELECTRONICS CO LTD GDR	1,597	shares	754,803
SAMSUNG ELECTRONICS CO LTD GDR	393	shares	237,234
SAMSUNG ELECTRONICS CO LTD	2,870	shares	3,464,941
SAMSUNG FIRE & MARINE INSURANC	2,559	shares	657,706
SANDVIK AB	599,905	shares	5,854,788
SANLAM ZAR0.01	272,649	shares	1,649,740
SANMINA CORP	100,000	shares	2,353,000
SANOFI	92,850	shares	8,500,639
SANOFI ADR	300,040	shares	13,684,824
SANRIO CO LTD	85,500	shares	2,139,372
	29,700	shares	1,602,728

SANTEN  
PHARMACEUTICAL CO  
LTD

SAP SE ADR                    31,547    shares   2,197,248

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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock (continued):</b>		
SAP SE	15,657 shares	\$1,103,780
SBI HOLDINGS INC/JAPAN	287,700 shares	3,181,869
SCENTRE GROUP	1,454,611 shares	4,166,333
SCHIBSTED ASA	89,009 shares	5,623,645
SCHINDLER HOLDING AG	6,890 shares	988,793
SCHLUMBERGER LTD	299,985 shares	25,621,719
SCHRODERS PLC	41,593 shares	1,741,975
SCRIPPS NETWORKS INTERACTIVE I	263,618 shares	19,842,527
SEAGATE TECHNOLOGY PLC	29,733 shares	1,977,245
SEB SA	1,412 shares	105,198
SECURITAS AB	18,203 shares	219,624
SECURITY BANK CORP	266,150 shares	904,371
SEGRO PLC	59,343 shares	342,641
SEIKO EPSON CORP	27,200 shares	1,154,744
SEMEN INDONESIA PERSERO TBK PT	153,780 shares	201,150
SENIOR HOUSING PROPERTIES TRUS	106,490 shares	2,354,494
SENSATA TECHNOLOGIES HOLDING N	11,428 shares	598,941
SEOUL SEMICONDUCTOR CO LTD	29,716 shares	546,116

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SERIA CO LTD	3,900	shares	130,114
SERVICEMASTER			
GLOBAL HOLDINGS	175,000	shares	4,684,750
SES SA	55,455	shares	1,993,975
SEVEN & I HOLDINGS			
CO LTD	44,000	shares	1,599,516
SEVERSTAL PAO GDR	108,264	shares	905,628
SGS SA	788	shares	1,621,758
SHAFTESBURY PLC	15,291	shares	186,210
SHANGRI-LA ASIA LTD	343,105	shares	473,410
SHENGUAN HOLDINGS			
GROUP LTD	867,495	shares	288,611
SHIMADZU CORP	86,000	shares	883,706
SHIMAMURA CO LTD	1,900	shares	164,811
SHIMANO INC	2,100	shares	274,115
SHIONOGI & CO JPY50	5,400	shares	140,748
SHIRE PLC ADR	64,560	shares	13,721,582
SHIRE PLC	70,453	shares	4,979,675
SHISEIDO CO LTD	8,100	shares	114,378
SHIZUOKA BANK			
LTD/THE	37,000	shares	341,624
SHUTTERSTOCK INC	98,700	shares	6,820,170
SIKA AG	390	shares	1,152,358
SILICONWARE			
PRECISION INDUSTRI			
ADR	49,795	shares	375,952
SILICONWARE			
PRECISION INDUSTRI	580,000	shares	880,039
SIMON PROPERTY			
GROUP INC	116,965	shares	21,300,496
SINGAPORE EXCHANGE			
LTD	353,000	shares	2,080,545
SINO LAND CO LTD	245,792	shares	396,825
SIRONA DENTAL			
SYSTEMS INC	58,300	shares	5,093,671
SISTEMA JSFC GDR	82,983	shares	315,335
SIX FLAGS			
ENTERTAINMENT CORP	42,716	shares	1,843,195
SK KAKEN CO LTD	2,000	shares	154,969
SKANDINAVISKA			
ENSKILDA BANKEN	99,749	shares	1,268,484
SKANSKA AB	57,293	shares	1,228,818
SL GREEN REALTY			
CORP	41,900	shares	4,986,938
SMA SOLAR			
TECHNOLOGY AG	38,256	shares	708,263
SMC CORP/JAPAN	38,500	shares	10,266,024
SMITH & NEPHEW PLC			
ADR	22,965	shares	843,734
SMITH & NEPHEW PLC	47,879	shares	886,906



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(b) (a) Identity of Issue, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Collateral, and Par or Maturity Value	(e) Current Value
<b>Common Stock</b>		
<b>(continued):</b>		
SMITHS GROUP PLC	12,061 shares	\$206,491
SNAM SPA	219,529 shares	1,089,128
SOCIEDAD QUIMICA Y MINERA DE C ADR	96,100 shares	2,294,868
SOCIETE BIC SA	1,780 shares	236,605
SODEXO SA	13,373 shares	1,315,111
SOFTBANK CORP	363,500 shares	21,859,418
SOHO CHINA LTD	766,000 shares	541,297
SOJITZ CORP	422,200 shares	595,119
SOLARWINDS INC	80,700 shares	4,021,281
SOLERA HOLDINGS INC	189,100 shares	9,678,138
SONOVA HOLDING AG	21,449 shares	3,170,994
SONY CORP	141,800 shares	2,924,229
SONY FINANCIAL HOLDINGS INC	56,900 shares	845,705
SOUTHWEST AIRLINES CO	319,000 shares	13,500,080
SOVRAN SELF STORAGE INC	3,058 shares	266,719
SPECTRA ENERGY CORP	84,000 shares	3,049,200
SPECTRIS PLC	33,351 shares	1,093,094
SPH REIT	273,000 shares	214,263
SPIRAX-SARCO ENGINEERING PLC	10,387 shares	465,795
SPIRIT AEROSYSTEMS HOLDINGS IN	65,840 shares	2,833,754
	181,800 shares	2,161,602

SPIRIT REALTY CAPITAL INC			
SPLUNK INC	135,249	shares	7,972,928
SPONDA OYJ	77,950	shares	341,451
SPRINT CORP	581,403	shares	2,412,822
ST MODWEN PROPERTIES PLC	56,673	shares	340,921
STAGECOACH GROUP PLC	251,239	shares	1,451,805
STANDARD BANK GROUP LTD	103,503	shares	1,283,683
STANDARD CHARTERED PLC	299,665	shares	4,499,643
STANLEY ELECTRIC CO LTD	25,469	shares	556,560
STARBUCKS CORP	161,850	shares	13,279,792
STARWOOD HOTELS & RESORTS WORL	45,325	shares	3,674,498
STELLA INTERNATIONAL HOLDINGS	274,909	shares	726,724
STILLWATER MINING CO	124,233	shares	1,831,194
STMICROELECTRONICS NV	30,051	shares	224,481
STMICROELECTRONICS NV	183,092	shares	1,372,505
STOCKLAND	1,004,473	shares	3,386,683
STORA ENSO OYJ	64,362	shares	579,047
STORE CAPITAL CORP	18,749	shares	405,166
STOREBRAND ASA	61,936	shares	241,216
STRATEGIC HOTELS & RESORTS INC	121,400	shares	1,606,122
SUEZ ENVIRONNEMENT CO EUR4	8,847	shares	154,531
SULZER AG	13,471	shares	1,437,051
SUMITOMO CHEMICAL CO LTD	109,000	shares	435,473
SUMITOMO CORP	277,900	shares	2,878,784
SUMITOMO DAINIPPON PHARMA CO L	23,800	shares	232,452
SUMITOMO ELECTRIC INDUSTRIES L	116,900	shares	1,475,205
SUMITOMO HEAVY INDUSTRIES LTD	124,000	shares	675,357
SUMITOMO METAL MINING CO LTD	39,000	shares	588,765
SUMITOMO MITSUI FINANCIAL GROU	12,600	shares	459,777
SUMITOMO REALTY & DEVELOPMENT	199,900	shares	6,888,417
SUN COMMUNITIES INC	23,800	shares	1,438,948

SUN HUNG KA-CW16      18,025    shares    45,557

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<b>Common Stock</b>		
<b>(continued):</b>		
SUN HUNG KAI		
PROPERTIES LTD	913,145 shares	\$13,929,999
SUNDRUG CO LTD	10,200 shares	419,842
SUNSTONE HOTEL		
INVESTORS INC	372,635 shares	6,152,204
SUNTEC REAL ESTATE		
INVESTMENT	808,000 shares	1,195,140
SUNTRUST BANKS INC	120,000 shares	5,028,000
SUPER GROUP		
LTD/SINGAPORE	463,000 shares	400,072
SURGUTNEFTEGAS OAO		
ADR	230,300 shares	1,188,348
SURGUTNEFTEGAS OAO		
ADR	18,858 shares	80,109
SURUGA BANK LTD Y50	11,500 shares	213,224
SVENSKA CELLULOSA		
AB SCA	46,830 shares	1,010,390
SVENSKA		
HANDELSBANKEN AB	196,125 shares	9,184,610
SWATCH GROUP AG/THE	12,234 shares	1,058,848
SWATCH GROUP AG/THE	6,055 shares	2,706,819
SWEDISH MATCH AB	84,187 shares	2,632,642
SWIRE PROPERTIES LTD	953,600 shares	2,815,972
SWISS LIFE HOLDING AG	2,407 shares	572,651
SWISS PRIME SITE AG	2,536 shares	186,311
SWISSCOM AG CHF1.00	5,019 shares	2,639,186
SYDBANK A/S	45,564 shares	1,408,291

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SYMANTEC CORP	550,000	shares	14,110,250
SYMRISE AG	31,823	shares	1,930,377
SYNERGY RESOURCES CORP	252,317	shares	3,171,625
SYNGENTA AG	33,286	shares	10,719,589
SYNNEX CORP	27,235	shares	2,128,688
SYNOPSYS INC	125,000	shares	5,433,750
SYNOVUS FINANCIAL CORP	171,878	shares	4,656,175
SYSMEX CORP	13,800	shares	620,393
T&D HOLDINGS INC	67,800	shares	824,491
TAG IMMOBILIEN AG	8,550	shares	99,528
TAIHEIYO CEMENT CORP	63,000	shares	199,149
TAIWAN SEMICONDUCTOR MANUFACTU ADR	89,484	shares	2,002,652
TAIWAN SEMICONDUCTOR MANUFACTU	48,000	shares	214,164
TAKEDA PHARMACEUTICAL CO LTD	52,500	shares	2,187,883
TANGER FACTORY OUTLET CENTERS	93,820	shares	3,467,587
TARGET CORP	118,500	shares	8,995,335
TATA MOTORS LTD ADR	26,486	shares	1,119,828
TATE & LYLE PLC	17,568	shares	165,179
TAUBMAN CENTERS INC	19,900	shares	1,520,758
TAYLOR MORRISON HOME CORP	299,000	shares	5,648,110
TDC A/S	158,847	shares	1,219,149
TDK CORP	26,700	shares	1,594,495
TE CONNECTIVITY LTD	283,893	shares	17,956,232
TEAM HEALTH HOLDINGS INC	140,500	shares	8,082,965
TECH DATA CORP	51,936	shares	3,283,913
TECHNIP SA	7,603	shares	454,618
TECHTRONIC INDUSTRIES CO LTD	353,500	shares	1,139,609
TEIJIN LTD	41,000	shares	109,771
TELECOM ITALIA SPA	1,142,743	shares	958,955
TELECOM ITALIA SPA	2,359,831	shares	2,518,563
TELEFONAKTIEBOLAGET LM ERICSSO ADR	77,009	shares	931,809
TELEFONAKTIEBOLAGET LM ERICSSO	318,617	shares	3,840,132
TELEKOMUNIKASI INDONESIA TBK P ADR	5,190	shares	234,744





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<b>Common Stock</b>		
<b>(continued):</b>		
TELENET GROUP HOLDING NV	18,634 shares	\$1,047,020
TEMPUR SEALY INTERNATIONAL INC	71,000 shares	3,898,610
TENCENT HOLDINGS LTD	1,972,133 shares	28,609,832
TEREX CORP	13,595 shares	379,029
TERUMO CORP	65,200 shares	1,499,282
TESLA MOTORS INC	40,478 shares	9,002,712
TEVA PHARMACEUTICAL INDUSTRIES	31,479 shares	1,795,819
TEVA PHARMACEUTICAL INDUSTRIES ADR	151,806	