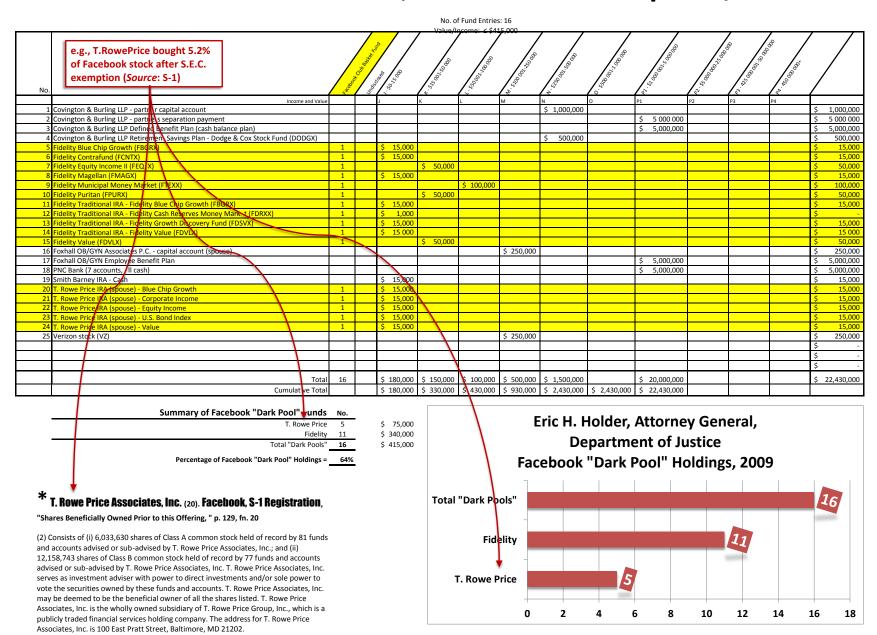
## Eric H. Holder, Jr., 2008 Financial Disclosure, Attorney General

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RANK	NAME	AUM	FB SHARES AS OF JUNE 30
1	Goldman Sachs Asset Management, L.P. (U.S.)	82,329.1	36,634,486.0
2	Baillie Gifford & Company	60,809.1	19,380,440.0
3	Fidelity Management & Research Company	544,656.5	18,774,915.0
4	T. Rowe Price Associates, Inc.	338,744.6	18,663,997.0
5	Morgan Stanley Investment Management, Inc. (U.S.) 54,113.2	54,113.2	16,362,788.0
6	BlackRock Fund Advisors	768,143.8	11,690,656.0
7	Sands Capital Management, LLC	22,157.4	11,649,292.0
8	Jennison Associates, LLC	80,316.4	9,691,825.0
9	The Vanguard Group, Inc.	908,526.5	9,582,480.0
10	Capital Research Global Investors (U.S.)	366,059.2	8,273,200.0

# Eric H. Holder, U.S. Attorney General Financial Disclosure, Facebook "dark pools," 2009



# Funds that do not qualify under the "safe harbor" mutual fund exemption from disclosure rule include:

- (1) most IRAs;
- (2) funds that issue regular reports where the judge knows or should know the stocks in his portfolio;
- (3) funds with notoriously public activity (e.g., <u>T. Rowe</u> <u>Price</u> and <u>Fidelity</u> pre-IPO Facebook investing);
- (4) undisclosed purchases of "dark" instruments which conceal activity subject to transparency laws;
- (5) law firm 401(k) retirement accounts;
- (6) funds where stocks are held in the judge's (or spouse) name —"even one share"; and
- (7) funds where there is an appearance of impropriety.

### **Sources:**

Guide to Judiciary Policy, Ethics & Judicial Conduct, Vol. 2B, Ch. 2, see esp. Section 106, U.S. Courts, United States Department of Justice <a href="http://www.uscourts.gov/uscourts/RulesAndPolicies/conduct/Vol02B-Ch02.pdf">http://www.uscourts.gov/uscourts/RulesAndPolicies/conduct/Vol02B-Ch02.pdf</a>;

### See also

<a href="https://docs.google.com/file/d/0B2SfG2nEsMfqSVQ4dFUyWGNHS0E/edit">https://docs.google.com/file/d/0B2SfG2nEsMfqSVQ4dFUyWGNHS0E/edit</a> and <a href="http://www.scribd.com/doc/199638078/Guide-to-Judiciary-Policy-Vol-02-Ethics-and-Judicial-Conduct-Part-B-Ethics-Advisory-Opinions-Ch-02-Published-Advisory-Opinions-acesssed-Jan">https://www.scribd.com/doc/199638078/Guide-to-Judiciary-Policy-Vol-02-Ethics-and-Judicial-Conduct-Part-B-Ethics-Advisory-Opinions-Ch-02-Published-Advisory-Opinions-acesssed-Jan</a>.

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## THE WALL STREET JOURNAL.

**TECHNOLOGY** 

## T. Rowe Price Invests in Facebook

By MARY PILON

Updated April 16, 2011 12:01 a.m. ET

Mutual-fund company T. Rowe Price Group Inc. has invested in Facebook Inc., according to recently released filings, underscoring traditional investment vehicles' growing interest in hot technology companies.

T. Rowe invested a total of \$190.5 million in the social-networking giant, paying \$25 a share for stock it distributed across nearly 20 funds, according to the filings. It isn't immediately clear what value that puts on Facebook.

The Baltimore-based mutual-fund company also disclosed an investment of \$71.8 million in Zynga Inc. and a total stake of about \$35.4 million in Angie's List.

T. Rowe has been more aggressive than most of its mutual-fund peers in building exposure to young technology companies. The investments carry extra risk, because the shares aren't yet publicly traded and can be illiquid. Meanwhile, a rush of interest in the companies has pumped up the companies' valuations, even as they disclose little or no financial data.



T. Row e Price has invested millions in Facebook, underscoring traditional investment vehicles' growing interest in hot technology companies. Mary Pilon joins digits to discuss.

The investments, however, are a drop in the bucket for T. Rowe, which is trying to manage that risk by keeping the investments to a small percentage of each fund's holdings. None of the funds has even a full percent of its holdings tied up in Facebook, for example. T. Rowe had \$482 billion in assets under management as of the end of 2010.

Investors have been scrambling for a stake in Facebook, which is just seven years old and doesn't publicly report its financial results. In January, Facebook was valued at \$50 billion in a deal that raised \$1.5 billion from investors such as Goldman Sachs Group Inc. and Russian investment firm

Digital Sky Technologies, as well as some of Goldman's non-U.S. clients.T. Rowe has long taken aim at new companies. Its New Horizons Fund, which doesn't currently have a stake in Facebook but has invested in companies like Twitter Inc. and Angie's List, is the third-oldest fund at the firm. Born in 1960, the fund is known for making longer-term investments in companies at their early stages, including early investments in Starbucks Corp. and Wal-Mart Stores Inc. Other T. Rowe funds were early investors in Google Inc. The fund has had a return of 34.67% in the 2010 calendar year, according to Morningstar Inc.



**Business** 

## Fidelity Invests \$74 Million in Facebook & \$82 Million in Zynga

<u>Gregory Gomer</u> Jun 2nd 2011 at 2:31 pm <u>Facebook</u>, <u>Zynga</u>, <u>Fidelity</u>



According to the <u>Boston Globe this morning</u>, Fidelity Investments made a few large investments in social media during the first quarter of this year. It is reported that William Danoff, the manager of Fidelity's Contrafund - it's biggest and very popular fund - has invested \$74 million in Facebook Class B common shares and \$82 million in Zynga

+1

convertible preferred stock. Danoff has managed the \$80 billion Fidelity Contrafund since September 1990.

In the <u>article</u>, "Vincent Loporchio, a spokesman for Fidelity, said more than 30 of its funds held Facebook shares as of April 30. No fund had more than 0.15 percent of its assets invested in Facebook, said Loporchio, who declined to comment further."

This is certainly no surprise as large funds have been dying to get their hands on the red hot shares of these social media companies, but it does mark a scary trend.

These secondary markets are not regulated at all by the SEC, and most funds have avoided these privately traded stocks for years. These markets can be extremely volatile and guess what is going to the be first to crash, once this said "bubble" we are in either pops or deflates?

I certainly like this move, historically these markets have proven to be extremely valuable leading up to the company's IPO's but again can be very risky. The fund also has a \$5.3 billion stake in Apple Inc. and \$3.8 billion in Google Inc.

Having that said, being a Fidelity alum I have money in the Contrafund and dig the investment.

### **Related Posts**



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Sam Dwyer

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Walter Frick

# Bloomberg

## Fidelity's Danoff Bets on Facebook, Zynga

By Miles Weiss - Jun 1, 2011

William Danoff, the manager of Fidelity Investment's largest stock fund, established a toehold in the social-networking industry during the first quarter by acquiring shares of <u>Facebook</u> Inc. and Zynga Inc.

Danoff's Fidelity Contrafund invested \$74 million in Facebook Class B common shares and \$82 million in Zynga convertible preferred stock, according to a quarterly report the fund filed yesterday with the U.S. Securities and Exchange Commission. Danoff, 50, has managed the \$80 billion Fidelity Contrafund since September 1990.

Fidelity and rivals T. Rowe Price Group Inc. and Capital Group Cos. are snapping up stakes in social-networking companies before they go public, after the mutual-fund industry avoided privately traded stocks for years. Boston-based Fidelity and Baltimore's T. Rowe Price may recognize an opportunity as a growing percentage of clients access their fund holdings through Facebook, said <u>Geoff Bobroff</u>, a fund consultant in <u>East Greenwich</u>, <u>Rhode Island</u>.

"We are seeing more of these fund companies embrace and adopt social media as something they are providing to their shareholders," Bobroff said today in an interview. "It's somewhat logical they would think there is value."

<u>Vincent Loporchio</u>, a spokesman for <u>Fidelity</u>, said more than 30 of its funds held <u>Facebook</u> shares as of April 30. No fund had more than 0.15 percent of its assets invested in Facebook, according to Loporchio, who declined to comment further.

### T. Rowe, American

T. Rowe Price reported in April that 19 of its mutual funds invested at least \$191 million during the first quarter in Facebook, the <u>Palo Alto</u>, California-based owner of the world's most popular social-networking website. American Funds Growth Fund of America, a \$168 billion stock fund overseen by Los Angeles-based Capital Group, invested \$66.5 million on Feb. 18 in Zynga, the largest maker of games on Facebook, according to an April 29 filing.

Fidelity Contrafund (FCNTX) averaged annual gains of 7 percent over the past 10 years to beat 99

percent of its large-capitalization growth stock peers, according to Chicago-based research firm Morningstar Inc.

Danoff's fund aims to invest in stocks whose value hasn't been fully recognized by the public. At the end of last year, it had about 33 percent of net assets in information technology shares, including a \$5.3 billion stake in Apple Inc. (AAPL) and \$3.8 billion in Google Inc.

The fund acquired 2.97 million Facebook shares during the first quarter for about \$25 each, the same price T. Rowe Price reported paying, according to yesterday's filing. Facebook in January said it had raised \$1.5 billion from investors led by <u>Goldman Sachs Group Inc. (GS)</u>, placing a \$50 billion valuation on the closely held business at the time.

Convertible Preferred Shares

Fidelity Contrafund also bought its Zynga convertible preferred stock on Feb. 18, according to yesterday's filing. Zynga held talks in February with T. Rowe Price and Fidelity about selling shares at a price that implied the company's market value was close to \$10 billion, two people familiar with the situation said at the time.

Facebook and Zynga last year laid the groundwork for initial public offerings by imposing fees on employees who sell their shares. Zynga may file for an IPO by the end of June, a person familiar with the plans said last week.

To contact the reporter on this story: Miles Weiss in Washington at <a href="mweiss@bloomberg.net">mweiss@bloomberg.net</a>

To contact the editor responsible for this story: Christian Baumgaertel at <a href="mailto:cbaumgaertel@bloomberg.net">cbaumgaertel@bloomberg.net</a>

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Recent trades on markets that allow investors to buy and sell shares in private companies have put a market value of around \$75 billion on the company.

The Facebook investment complements other tech holdings at the firm, including a 2009 stake in Twitter and an investment in Groupon Inc. made late last year. In 2007, T. Rowe made an initial investment in Ning and in 2010 invested in YouKu.com.

Among the T. Rowe funds now invested in Facebook are the Science & Technology Fund, New America Growth Fund, Media & Telecommunications Fund, as well as broader funds including the Balanced Fund, Global Stock Fund and the Blue Chip Growth Fund. T. Rowe's funds now have a total investment of \$86.8 million in Groupon, \$66.6 million in Twitter and \$114.7 million in YouKu.com, according to the filings.

T. Rowe declined to comment on how the Facebook shares were purchased. A Facebook spokesman declined to comment.

Geoffrey Fowler contributed to this article.

### **Corrections & Amplifications**

An earlier version of this online article incorrectly said T. Rowe Price invested \$55.4 million in Facebook and \$22 million in Angie's List. The firm invested \$190.5 million and \$35.4 million, respectively, in the two companies.

Write to Mary Pilon at mary.pilon@wsj.com

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You can also obtain a free copy of the prospectus or the mutual fund report by calling us toll free at 1-800-541-8803.

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## **Mutual Funds and Taxes**

Distributions from mutual funds occur for several different reasons and are subject to differing tax rates. Many mutual funds bundle most of their payouts into single, net distributions at the end of each year.

Whenever a mutual fund company passes earnings and other payouts to shareholders, it's known as a distribution. The major distribution for most funds comes at the end of each year, when net amounts are calculated—capital gains and other earnings minus the expenses of running the funds.

It's up to you to report mutual fund transactions on your tax return, as well as pay the appropriate taxes on each type of fund income.

### Distributions and your taxes

If you hold shares in a taxable account, you are required to pay taxes on mutual fund distributions, whether the distributions are paid out in cash or reinvested in additional shares. The funds report distributions to shareholders on IRS Form 1099-DIV after the end of each calendar year.

For any time during the year you bought or sold shares in a mutual fund, you must report the transaction on your tax return and pay tax on any gains and dividends. Additionally, as an owner of the shares in the fund, you must report and potentially pay taxes on transactions conducted by the fund, that is, whenever the fund sells securities.

If you move between mutual funds at the same company, it may not feel like you received your money back and then reinvested it; however, the transactions are treated like any other sales and purchases, and so you must report them and pay taxes on any gains.

For federal tax purposes, ordinary income is generally taxed at higher rates than qualified dividends and long-term capital gains. The chart below illustrates how each type of mutual fund income is taxed.

## Mutual funds in retirement and college savings accounts

Certain accounts, such as individual retirement and college savings accounts, are tax-advantaged. If you have mutual funds in these types of accounts, you pay taxes only when earnings or pre-tax contributions are withdrawn. This information will usually be reported on Form 1099-R.

Type of distribution	Definition	Federal income tax treatment
Long-term capital gains	Net gains from the sale of shares held for more than one year; may include some distributions received from investments held by the fund	Subject to the capital gains rates, usually lower than the ordinary income tax rates
Short-term capital gains	Net gains from the sale of shares held for one year or less	May be treated as ordinary dividends, thus taxable at ordinary income tax rates
Qualified dividends	Dividends from common stock of domestic corporations and qualifying foreign corporations	Normally taxed as long-term capital gains (subject to certain holding period and hedging restrictions)
Ordinary or non-qualified dividends	Investment income earned by the fund from interest and non-qualified dividends minus expenses; often used as a blanket term that includes all taxable income except long-term capital gains.	Taxable at ordinary income tax rates
Tax-exempt interest	Some or all interest on certain bonds, usually state or local municipal bonds, designated as tax-exempt	Not taxable for federal tax purposes; may be subject to state and/or local taxes, depending on your resident state and the type of bonds purchased
Taxable interest	Interest on fixed-income securities	Taxable at ordinary income tax rates
Federal interest	Interest on federal debt instruments	Taxable at ordinary federal income tax rates, but exempt from state income tax
Required distributions	Non-investment income required to be distributed by the fund (such as foreign currency gains that are taxed as ordinary income when distributed)	Taxed as ordinary income
Return of capital	A portion of your invested principal returned to you	Not taxable

#### When there is no distribution

If a mutual fund does not have any capital gains, dividends, or other payouts, no distribution may occur. There may also be a non-taxable distribution. Shareholders will not be required to pay taxes if the fund

"My funds are doing great—I must owe a lot in taxes."

1 of 3

http://individual.troweprice.com/staticFiles/gcFiles/pdf/phstfq1.pdf

MARCH 31, 2013

# T. ROWE PRICE SCIENCE & TECHNOLOGY FUND

Portfolio of Investments



# T. Rowe Price

## Yellow highlights = notoriously known Facebook collaborators

T. Rowe Price Science & Technology Fund

(\$332,732,669 / 11,475,613 shares outstanding)

PRSCX

28.99

Equity & Debt Securities	Coupon % Maturity	Shares/Par	Value (\$)	% of Net Asset
Accenture, Class A	<u> </u>	330,000	25,070,100	0.957
Acme Packet		403,300	11,784,426	0.450
Advanced Micro Devices		3,611,500	9,209,325	0.352
skamai Technologies stera		766,400	27,046,256	1.032
Amazon.com		1,434,300 126,700	50,874,621 33,764,283	1.942 1.289
Angie's List		1,083,864	21,417,153	0.818
Apple		452,726	200,390,109	7.649
Applied Materials		2,056,800	27,725,664	1.058
Aruba Networks		2,002,539	49,542,815	1.891
Almel		5,656,300	39,367,848	1.503
hutodesk		1,812,179	74,734,262	2.853
avago Technologies		648,600	23,297,712	0.889
Baidu, ADR		1,541,200	135,163,240	5.159
Bitauto Holdings		188,000	1,870,600	0.071
Check Point Software Technologies		801,400	37,657,786	1.437
China Unicom Hong Kong		13,522,000	18,046,637	0.689
cisco Systems		3,439,100	71,911,581	2.745 0.128
Cree		1,225,084 245,800	3,353,667 13,447,718	0.513
Ctrip.com International, ADR		613,600	13,118,768	0.501
Dell		9,489,380	135,982,815	5.191
Dropbox		141,484	1,088,257	0.042
Dropbox		1,361,224	10,470,174	0.400
Dropbox Control of the Control of th		113,932	876,335	0.033
Electronic Arts		712.000	12,602,400	0.481
5 Networks		457,900	40,789,732	1.557
Facebook Pacebook		1,665,900	42,613,722	1.627
inisar		1.944.500	25.647.955	0.979
irst Solar		959,221	25,860,598	0.987
Google, Class A		189,500	150,468,685	5.744
Groupon		1,615,400	9,886,248	0.377
tospira		843,400	27,688,822	1.057
ntersil Holding, Class A		1,535,600	13,375,076	0.511
PG Photonics		582,500	38,683,825	1.477
Robot		410,700	10,538,562	0.402
DS Uniphase		1,558,800	28,806,624	1.100
Uniprase Uniprase		1,800,100 687,055	24,067,337 12,738,000	0.919
Marvell Technology Group		4,028,500	42,621,530	1.627
Mellanox Technologies		714,500	39,661,895	1.514
MEMC Electronic Materials		2,132,600	9,383,440	0.358
dicron Technology		1,527,800	15,247,444	0.582
Aicrosoft .		6,587,600	188,471,236	7.194
NetApp		911,100	31,123,176	1.188
lintendo		350,200	37,897,101	1.447
luance Communications		1,292,100	26,074,578	0.995
IVIDIA		5,022,684	64,390,809	2.458
DN Semiconductor		6,623,939	54,846,215	2.094
Dracle		1,421,300	45,964,842	1.755
oriceline.com		47,300	32,539,089	1.242
RealD		2,881,300	37,456,900	1.430
RealNetworks		1,960,361	15,114,383	0.577
Red Hat		1,866,835	94,387,178	3.603
RPX SonicaNow		961,000	13,559,710	0.518
ServiceNow Silver Spring Networks		1,077,600	39,009,120 5 161 785	1.489
Silver Spring Networks		313,529 51,300	5, 161,785 889,029	0.197
Sina		528,900	25,699,251	0.981
STR Holdings		2,958,300	6,419,511	0.245
Stryker		313,900	20,478,836	0.782
Synaptics		1,028,156	41,835,668	1.597
Rowe Price Government Reserve Investment Fund	0.10	169,627,327	169,627,327	6.475
witter, Acquisition Date: 9/24/09. Acquisition Cost \$559	<u></u>	2,208,000	36,167,040	1.381
Vantiv		351,100	8,335,114	0.318
Vorkday		194,400	11,980,872	0.457
Vorkday		129,962	7,609,080	0.290
/ouku.com		10	9	0.000
Total Investments in Securities		=	2,622,931,906	
NET ASSETS			2,619,799,700	
NET ASSET VALUE PER SHARE	`Concealed	Ominh	us Darl	k Pool
	COLLCCALCA		90 <b>-</b> 9::	
Science & Technology Fund - Investor Class	conceared		ao Dan	

31-Mar-2013

#### Portfolio of Investments

American Depository Receipts American Depository Shares ADR ADS

Auction Rate security with an interest rate reset feature through a modified Dutch auction AR

at predetermined short-term intervals; rate shown is effective rate at period-end Adjustable Rate Mortgage

ARM BAN

Bond Anticipation Note
Community Development Administration
Credit Linked Note CDA

CMO COP

Collateralized Mortgage Obligation Certificate of Participation Department of Transportation DOT

EFA ETC FDR Educational Facility Authority Equipment Trust Certificate FRN GDR

GDS GO HDA

HEFA HFA HFC

HFFA HHEFA

Educational Tacking National Equipment Trust Certificate Fiduciary Depository Reciept Floating Rate Note Global Depository Receipts Global Depository Receipts Global Depository Shares General Obligation Housing Development Authority Health & Educational Facility Authority Health Facility Authority Housing Finance Corp Health Facility Financing Authority Health & Higher Educational Facility Authority Health & Higher Educational Facility Authority Industrial Development Authority/Agency Industrial Development Bond Industrial Development Revenue Bond Industrial Development Revenue Bond Interest Only security for which the fund receives interest on notional principal (par) Pollution Control Revenue IDA IDB IDC

IDRB

IO PCR PFA PIK PTC Public Finance Authority Payment-in-kind Payment-in-kind
Pass-Through Certificate
Revenue Anticipation Certificate
Revenue Anticipation Note RAC Revenue Anticipation Warrant Real Estate Investment Trust RAW

REIT RIB

Residual interest bond issued by a third party secuntization trust and purchased directly through a cash transaction that involved no exchange of previously held securities; rate varies inversely to short-term interest rates and the rate presented is the effective rate at

period-end.

STEP Stepped coupon bond for with the coupon rate of interest will adjust on specified future

date(s)

TAN Tax Anticipation Note Tax Anticipation Note
Tax Anticipation Warrant
To Be Announced purchase commitment
Trade & Deposit Facility Agreement
Tax-Exempt Commercial Paper TAW TBA TDFA TECP

TRAN Tax Revenue Anticipation Note

VR VRDN Variable Rate, rate shown is effective rate at period-end Variable Rate Demand Note under which the holder has the right to sell the security to the

issuer or the issuer's agent at a predetermined price (generally par) on specified dates upon required notification; rate shown is effective rate at period-end

## Fidelity Contrafund (FCNTX) Annual Report, Dec. 31, 2012, SEC EDGAR, accessed Jan.

13, 2014, Investment Portfolio (Yellow highlight = Notorious Facebook collaborators)

Summary of notorious Facebook collaborators, incl. Facebook:

Note: 2008 Bank Bailout related

Notorious Facebook Collaborators in which Fidelit	y Contrafund holds shares and othe ights	Shares	Value (000s)
Accenture PLC Class A		12,015,464	\$ 799,028
athenahealth, Inc. (a)		1,371,392	100,729
Boston Scientific Corp. (a)		956,300	5,480
Dropbox, Inc. Series A (h)		1,260,898	11,410
Dropbox, Inc. (h)		5,464,028	49,445
Expedia, Inc.		644,487	39,604
Facebook, Inc. Class A		24,588,325	654,787
Fidelity Cash Central Fund, 0.18% (b)		1,072,093,617	1,072,094
Fidelity National Information Services Inc		4,527,299	157,595
Fidelity Securities Lending Cash Central Fund, 0,18%	(b)(c)	218,692,235	218,692
Goldman Sachs Group, Inc.		347,800	44,365
IBM Corp.		915,236	175,313
JPMorgan Chase & Co.	Note: US Betaut Office Leader	4,560,232	200,513
LinkedIn Corp. (a)	<b>Note:</b> US Patent Office Leader	2,244,889	257,758
Morgan Stanley	v. Facebook reexam related	2,406,700	46,016
State Street Corp.		2,594,400	121,963
T. Rowe Price Group, Inc.		275,000	17,911
Tesla Motors, Inc. (a)		1,968,741	66,681
Wal-Mart Stores, Inc.		13,839,600	944,276
Web.com Group, Inc. (a)		193,103	2,858
Workday, Inc.		1,037,800	56,560
Workday, Inc. (h)		1,223,783	60,027
	ТОТ	AL	\$ 5,103,105

## **Investments December 31, 2012**

Showing Percentage of Net Assets

Note: Energy stimulus related

**Note:** Obamacare, Todd Y. Park, Robert Kocher, Ann H. Lamont, Castlight Health related

Common Stocks - 98.7%		
	Shares	Value (000s)
CONSUMER DISCRETIONARY - 20.0%		
Automobiles - 0.2%		
Hyundai Motor Co	397,072	\$ 82,388
Tesla Motors, Inc (a)	1,968,741	66,681
		149,069
Distributors - 0.1%	• •	
LKQ Corp (a)	4,361,714	92,032
Diversified Consumer Services - 0.0%		
Kroton Educacional SA (a)	593,500	13,567
Hotels, Restaurants & Leisure - 3.9%		
Chipotle Mexican Grill, Inc (a)(e)	2,029,039	603,558
Dunkin' Brands Group, Inc (d)(e)	7,147,490	237,154
Galaxy Entertainment Group Ltd (a)	11,114,000	44,565
InterContinental Hotel Group PLC	598,173	16,773
McDonald's Corp	14,681,486	1,295,054
Paddy Power PLC (Ireland)	118,935	9,818
Panera Bread Co Class A (a)	81,215	12,899
Starbucks Corp	10,106,992	541,937
Tim Hortons, Inc (Canada) (e)	11,216,732	550,631
	· · · · · · · · · · · · · · · · · · ·	3,312,389
Household Durables - 1.2%	• •	
DR Horton, Inc (e)	16,358,553	323,572

Lannan Com. Class A	5,360,000	207 271
Lennar Corp Class A PulteGroup, Inc (a)	18,890,934	207,271 343,059
Ryland Group, Inc	1,344,500	49,074
Toll Brothers, Inc (a)	2,603,900	84,184
Whirlpool Corp	243,694	24,796
William Corp	210,071	1,031,956
Internet & Catalog Retail - 2.8%		
Amazon com, Inc (a)	5,901,237	1,482,037
Expedia, Inc	644,487	39,604
Liberty Media Corp :	,	<u> </u>
Interactive Series A (a)	2,547,100	50,127
Series A (a)	84,460	5,723
Priceline com, Inc (a)	802,600	498,575
TripAdvisor, Inc	6,025,610	252,835
		2,328,901
Leisure Equipment & Products - 0.1%		
Polaris Industries, Inc	1,431,652	120,474
Media - 5.6%		
Comcast Corp Class A	25,406,478	949,694
Common Stocks - continued		
	Shares	Value (000s)
CONSUMER DISCRETIONARY - continued		
Media - continued		
Discovery Communications, Inc (a)(e)	16,352,942	\$ 1,038,085
Legend Pictures LLC (a)(g)(h)	52,165	96,671
Liberty Global, Inc Class A (a)	2,185,600	137,671
Liberty Media Corp Capital Series A (a)	1,881,461	218,268
Naspers Ltd Class N	1,454,963	93,227
Sirius XM Radio, Inc (d)	46,725,018	135,035
The Walt Disney Co	39,305,919	1,957,042
Time Warner Cable, Inc	1,025,057	99,625
Weinstein Co Holdings LLC Class A-1 (a)(g)(h)	41,234	<u>15,463</u>
		<u>4,740,781</u>
Multiline Retail - 0.3%		
Dollar Tree, Inc (a)	4,753,220	192,791
Dollarama, Inc (f)	410,655	24,345
		217,136
Specialty Retail - 4.2%		
Bed Bath & Beyond, Inc (a)	9,368,900	523,815
Dick's Sporting Goods, Inc	1,658,323	75,437
Fast Retailing Co Ltd	200,000	51,042
Five Below, Inc (d)	537,441	17,220
Foot Locker, Inc	3,144,100	100,988
Gap, Inc	2,109,900	65,491
GNC Holdings, Inc	1,061,300	35,320
Home Depot, Inc	3,062,900	189,440
Inditex SA	209,424	29,425
Penske Automotive Group, Inc	1,856,856	55,873
PetSmart, Inc	2,222,619	151,894
Ross Stores, Inc	7,963,188	431,207
TJX Companies, Inc	35,305,965	1,498,738
Ulta Salon, Cosmetics & Fragrance, Inc	1,738,542	170,829
Urban Outfitters, Inc (a)	3,848,500	<u>151,477</u>
Tradica Assessed 9 Years Conduction	· · ·	<u>3,548,196</u>
Textiles, Apparel & Luxury Goods - 1.6%	454.200	24 (21
lululemon athletica, Inc (a)	454,300	34,631
Luxottica Group SpA	1,310,687	54,098
LVMH Moet Hennessy - Louis Vuitton SA	348,000	64,226
Michael Kors Holdings Ltd	1,623,400	82,842
NIKE, Inc Class B	13,337,252	688,202
PVH Corp	426,600	47,357
Salvatore Ferragamo Italia SpA	286,688	6,347
Common Stocks - continued		

 $Source: \underline{http://www.sec.gov/Archives/edgar/data/24238/000002423813000015/contra.htm; See also \underline{http://www.scribd.com/doc/199355050/Fidelity-Contrafund-FCNTX-Annual-Report-Dec-31-2012-SEC-EDGAR-accessed-Jan-13-2014}$ 

## Fidelity Contrafund (FCNTX) Annual Report, Dec. 31, 2012, SEC EDGAR, accessed Jan.

13, 2014, Investment Portfolio (Yellow highlight = Notorious Facebook collaborators)

	Shares	Value (000s)
CONSUMER DISCRETIONARY - continued	Diares	varae (0003)
Textiles, Apparel & Luxury Goods - continued		
Under Armour, Inc Class A (sub vtg ) (a)	4,767,322	\$ 231,358
VF Corp	932,273	140,745
		1,349,806
TOTAL CONSUMER DISCRETIONARY		16,904,307
CONSUMER STAPLES - 9.3%		
Beverages - 3.4%		
Anheuser-Busch InBev SA NV ADR	5,067,400	442,941
Boston Beer Co, Inc Class A (a)(d)	538,407	72,389
Coca-Cola Icecek A/S	31,979	663
Diageo PLC sponsored ADR	1,049,400	122,339
Dr Pepper Snapple Group, Inc	2,881,400	127,300
The Coca-Cola Co	58,272,982	2,112,396
7 10 C 1 7 W 2 W		2,878,028
Food & Staples Retailing - 2.6%	202.152	14 220
Bim Birlesik Magazalar A/S JSC	293,153	14,338
Costco Wholesale Corp	5,998,623	592,484
CVS Caremark Corp Fresh Market, Inc (a)	10,048,000 1,452,437	485,821 69,848
Wal-Mart Stores, Inc	13,839,600	944,276
Whole Foods Market, Inc	661,350	60,401
WHOLE LOORS MAIKET, HIC	001,330	2,167,168
Food Products - 0.6%		2,107,100
Associated British Foods PLC	3,742,070	95,604
Calbee, Inc	196.800	13,867
Kraft Foods Group, Inc	963,066	43,791
Mondelez International, Inc	7,450,700	189,769
Orion Corp	58,453	60,348
Want Want China Holdings Ltd	72,985,000	102,282
		505,661
Household Products - 1.8%		
Colgate-Palmolive Co	12,563,007	1,313,337
Kimberly-Clark Corp	2,438,200	205,857
		<u>1,519,194</u>
Personal Products - 0.9%		
Estee Lauder Companies, Inc Class A	13,525,600	809,642
TOTAL CONSUMER STAPLES		7,879,693
Common Stocks - continued	gi	¥7.1 (000.)
ENERGY - 5.6%	Shares	Value (000s)
Energy Equipment & Services - 0.2%		
Cameron International Corp (a)	425,300	\$ 24,012
Schlumberger Ltd	1,597,718	110,706
Seadrill Partners LLC	195,600	5,017
Journal Miller Dec	150,000	139,735
Oil, Gas & Consumable Fuels - 5.4%		
Americas Petrogas, Inc (a)(f)	3,562,500	10,744
Anadarko Petroleum Corp	7,510,804	558,128
Birchcliff Energy Ltd (a)	5,035,600	37,766
Birchcliff Energy Ltd (f)	1,900,000	14,250
Cabot Oil & Gas Corp	1,533,501	76,276
Canadian Natural Resources Ltd	936,812	26,973
Cobalt International Energy, Inc (a)	1,321,200	32,449
Concho Resources, Inc (a)	1,825,959	147,099
Continental Resources, Inc (a)	1,442,492	106,009
Cosan Ltd Class A	717,237	12,415
Energy XXI (Bermuda) Ltd	402,745	12,964
EOG Resources, Inc	5,739,257	693,245
HollyFrontier Corp	804,200	37,436
Madalena Ventures, Inc (f)	9,370,500	3,627
Marathon Petroleum Corp	3,746,629	236,038

 $Source: \underline{http://www.sec.gov/Archives/edgar/data/24238/000002423813000015/contra.htm; See also \underline{http://www.scribd.com/doc/199355050/Fidelity-Contrafund-FCNTX-Annual-Report-Dec-31-2012-SEC-EDGAR-accessed-Jan-13-2014}$ 

Marsh & McLennan Companies, Inc The Chubb Corp The Travelers Companies, Inc  Common Stocks - continued  FINANCIALS - continued	5,108,433 7,414,074 4,817,828	176,088 558,428 346,016 5,094,065 Value (000s)
Marsh & McLennan Companies, Inc The Chubb Corp The Travelers Companies, Inc	5,108,433 7,414,074	558,428 346,016
Marsh & McLennan Companies, Inc The Chubb Corp	5,108,433 7,414,074	558,428
Marsh & McLennan Companies, Inc	5,108,433	
9 , 9,		176,088
	132,022	
Fairfax Financial Holdings Ltd (sub vtg )	152,622	55,014
Direct Line Insurance Group PLC	15,998,500	56,633
Berkshire Hathaway, Inc Class A (a)	22,342	2,995,169
Admiral Group PLC AIA Group Ltd	2,127,961 67,215,000	40,535
ACE Ltd  Admired Group PLC	7,513,600	599,585
Insurance - 6.0%	7.512.600	500 505
		410,978
Kotak Mahindra Bank Ltd	1,183,309	<u>14,141</u>
JPMorgan Chase & Co	4,560,232	200,513
Citigroup, Inc	4,962,702	196,324
Diversified Financial Services - 0.5%	· ·	110,077
сырыш оне гланеви согр	3,071,010	745,099
Capital One Financial Corp	3,071,816	177,950
American Express Co	9,866,900	567,149
Consumer Finance - 0.9%		3,641,308
Wells Fargo & Co	62,253,197	2,127,814
U.S. Bancorp	20,941,329	668,866
Royal Bank of Canada	750,000	45,149
PNC Financial Services Group, Inc	3,299,592	192,399
Metro Bank PLC Class A (a)(e)(h)	2,671,250	43,393
M&T Bank Corp	1,785,903	175,858
HDFC Bank Ltd sponsored ADR	769,541	31,336
Fifth Third Bancorp	3,738,500	56,788
BB&T Corp	3,228,700	93,987
Bank of Ireland (a)	1,355,755,122	205,718
Commercial Banks - 4.3%		========
	273,000	261,849
T Rowe Price Group, Inc	275,000	17,911
State Street Corp	2,594,400	121,963
Morgan Stanley	2,406,700	46,016
Goldman Sachs Group, Inc	347,800	44,365
Capital Markets - continued Charles Schwab Corp	997,500	\$ 14,324
FINANCIALS - continued  Control Markets continued		
EINANGIALG	Shares	Value (000s)
Common Stocks - continued		
Bank of New York Mellon Corp	672,000	17,270
Capital Markets - 0.3%		
FINANCIALS - 13.3%		
TOTAL ENERGY		4,717,891
<u> </u>	* * ** * *	4,578,156
Ultrapar Participacoes SA	899,500	20,580
TransAtlantic Petroleum Ltd (a)(f)	1,734,051	1,439
Tourmaline Oil Corp (a)	1,363,300	42,803
Tourmaline Oil Corp (a)	6,200,700	194,680
Tesoro Corp	739,467	32,574
TAG Oil Ltd (f)	1,365,935	7,827
TAG Oil Ltd (a)	1,065,143	6,104
PBF Energy, Inc Phillips 66	1,142,238 4,262,300	226,328
Occidental Petroleum Corp	1,652,019	126,561 33,182
Noble Energy, Inc (e)	17,484,009	1,778,823
Murphy Oil Corp	1,710,100	101,836
Mymaky, Oil Com	1 710 100	101 926

American Tower Corp	8,290,300	\$ 640,591
Real Estate Management & Development - 0.5%		
BR Malls Participacoes SA	18,058,000	241,164
Kennedy-Wilson Holdings, Inc	1,402,800	19,611
Realogy Holdings Corp	2,945,674	123,600
		384,375
TOTAL FINANCIALS		11,178,265
HEALTH CARE - 11.9%		
Biotechnology - 4.6%		
Aegerion Pharmaceuticals, Inc (a)	434,980	11,044
Alexion Pharmaceuticals, Inc (a)	3,479,760	326,436
Amgen, Inc	11,755,472	1,014,732
ARIAD Pharmaceuticals, Inc (a)	2,755,323	52,847
Biogen Idec, Inc (a)	8,813,400	1,292,661
BioMarin Pharmaceutical, Inc (a)	1,739,560	85,673
Celgene Corp (a)	1,992,391	156,841
CSL Ltd	565,138	31,906
Gilead Sciences, Inc (a)	6,377,400	468,420
Grifols SA ADR	2,719,557	70,518
Intercept Pharmaceuticals, Inc	574,200	19,661
Medivation, Inc (a)	1,337,294	68,416
Merrimack Pharmaceuticals, Inc	1,976,031	12,034
Onyx Pharmaceuticals, Inc (a)	546,700	41,292
Puma Biotechnology, Inc	1,122,700	21,051
Regeneron Pharmaceuticals, Inc (a)	1,042,983	178,423
Rigel Pharmaceuticals, Inc (a)	1,093,800	7,110
Theravance, Inc (a)	700,000	15,589
		3,874,654
Health Care Equipment & Supplies - 1.0%	· ·	2,0,00
Baxter International, Inc	2,948,000	196,514
Boston Scientific Corp (a)	956,300	5,480
CareFusion Corp (a)	621,900	17,774
Covidien PLC	1,832,700	105,820
('vberonics Inc (a)	713 982	
Cyberonics, Inc (a) Intuitive Surgical Inc (a)	713,982 689,143	37,505 337,935
Intuitive Surgical, Inc (a)	689,143	337,935
Intuitive Surgical, Inc (a) Medtronic, Inc	•	
Intuitive Surgical, Inc (a)	689,143 1,594,100	337,935 65,390
Intuitive Surgical, Inc (a) Medtronic, Inc Common Stocks - continued	689,143	337,935
Intuitive Surgical, Inc (a) Medtronic, Inc Common Stocks - continued  HEALTH CARE - continued	689,143 1,594,100	337,935 65,390
Intuitive Surgical, Inc (a) Medtronic, Inc Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued	689,143 1,594,100 Shares	337,935 65,390 Value (000s)
Intuitive Surgical, Inc (a) Medtronic, Inc Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp	689,143 1,594,100 Shares	337,935 65,390 Value (000s) \$ 52,068
Intuitive Surgical, Inc (a) Medtronic, Inc Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued	689,143 1,594,100 Shares	337,935 65,390 Value (000s) \$ 52,068 16,970
Intuitive Surgical, Inc (a) Medtronic, Inc Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp Varian Medical Systems, Inc (a)	689,143 1,594,100 Shares	337,935 65,390 Value (000s) \$ 52,068
Intuitive Surgical, Inc (a) Medtronic, Inc Common Stocks - continued  HEALTH CARE - continued Health Care Equipment & Supplies - continued Stryker Corp Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%	689,143 1,594,100 Shares 949,800 241,600	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456
Intuitive Surgical, Inc (a) Medtronic, Inc Common Stocks - continued  HEALTH CARE - continued Health Care Equipment & Supplies - continued Stryker Corp Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0% Acadia Healthcare Co , Inc (a)	689,143 1,594,100 Shares 949,800 241,600	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)	689,143 1,594,100 Shares 949,800 241,600 1,002,300 1,750,910	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485
Intuitive Surgical, Inc (a) Medtronic, Inc Common Stocks - continued  HEALTH CARE - continued Health Care Equipment & Supplies - continued Stryker Corp Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0% Acadia Healthcare Co , Inc (a) Catamaran Corp (a) CIGNA Corp	689,143 1,594,100 Shares 949,800 241,600 1,002,300 1,750,910 1,472,500	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)  Express Scripts Holding Co (a)	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300 132,328	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872 7,146
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)  Express Scripts Holding Co (a)  Henry Schein, Inc (a)	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300 132,328 1,014,000	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872 7,146 81,586
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)  Express Scripts Holding Co (a)  Henry Schein, Inc (a)  McKesson Corp	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300 132,328 1,014,000 618,400	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872 7,146 81,586 59,960
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)  Express Scripts Holding Co (a)  Henry Schein, Inc (a)	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300 132,328 1,014,000	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872 7,146 81,586 59,960 420,718
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)  Express Scripts Holding Co (a)  Henry Schein, Inc (a)  McKesson Corp  UnitedHealth Group, Inc	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300 132,328 1,014,000 618,400	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872 7,146 81,586 59,960
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)  Express Scripts Holding Co (a)  Henry Schein, Inc (a)  McKesson Corp  UnitedHealth Group, Inc  Health Care Technology - 0.7%	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300 132,328 1,014,000 618,400 7,756,600	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872 7,146 81,586 59,960 420,718 826,871
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)  Express Scripts Holding Co (a)  Henry Schein, Inc (a)  McKesson Corp  UnitedHealth Group, Inc  Health Care Technology - 0.7%  athenahealth, Inc (a)	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300 132,328 1,014,000 618,400 7,756,600	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872 7,146 81,586 59,960 420,718 826,871
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)  Express Scripts Holding Co (a)  Henry Schein, Inc (a)  McKesson Corp  UnitedHealth Group, Inc  Health Care Technology - 0.7%	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300 132,328 1,014,000 618,400 7,756,600	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872 7,146 81,586 59,960 420,718 826,871 100,729 485,339
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)  Express Scripts Holding Co (a)  Henry Schein, Inc (a)  McKesson Corp  UnitedHealth Group, Inc  Health Care Technology - 0.7%  athenahealth, Inc (a)  Cerner Corp (a)	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300 132,328 1,014,000 618,400 7,756,600	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872 7,146 81,586 59,960 420,718 826,871
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)  Express Scripts Holding Co (a)  Henry Schein, Inc (a)  McKesson Corp  UnitedHealth Group, Inc  Health Care Technology - 0.7%  athenahealth, Inc (a)  Cerner Corp (a)	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300 132,328 1,014,000 618,400 7,756,600  1,371,392 6,251,149	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872 7,146 81,586 59,960 420,718 826,871 100,729 485,339 586,068
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)  Express Scripts Holding Co (a)  Henry Schein, Inc (a)  McKesson Corp  United Health Group, Inc  Health Care Technology - 0.7%  athenahealth, Inc (a)  Cerner Corp (a)  Life Sciences Tools & Services - 0.6%  Fluidigm Corp (a)(h)	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300 132,328 1,014,000 618,400 7,756,600  1,371,392 6,251,149	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872 7,146 81,586 59,960 420,718 826,871 100,729 485,339 586,068
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)  Express Scripts Holding Co (a)  Henry Schein, Inc (a)  McKesson Corp  UnitedHealth Group, Inc  Health Care Technology - 0.7%  athenahealth, Inc (a)  Cerner Corp (a)  Life Sciences Tools & Services - 0.6%  Fluidigm Corp (a)(h)  Mettler-Toledo International, Inc (a)(e)	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300 132,328 1,014,000 618,400 7,756,600  1,371,392 6,251,149  1,027,387 2,397,775	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872 7,146 81,586 59,960 420,718 826,871 100,729 485,339 586,068 14,702 463,490
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)  Express Scripts Holding Co (a)  Henry Schein, Inc (a)  McKesson Corp  UnitedHealth Group, Inc  Health Care Technology - 0.7%  athenahealth, Inc (a)  Cerner Corp (a)  Life Sciences Tools & Services - 0.6%  Fluidigm Corp (a)(h)  Mettler-Toledo International, Inc (a)(e)  PerkinElmer, Inc	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300 132,328 1,014,000 618,400 7,756,600  1,371,392 6,251,149  1,027,387 2,397,775 63,857	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872 7,146 81,586 59,960 420,718 826,871 100,729 485,339 586,068 14,702 463,490 2,027
Intuitive Surgical, Inc (a)  Medtronic, Inc  Common Stocks - continued  HEALTH CARE - continued  Health Care Equipment & Supplies - continued  Stryker Corp  Varian Medical Systems, Inc (a)  Health Care Providers & Services - 1.0%  Acadia Healthcare Co , Inc (a)  Catamaran Corp (a)  CIGNA Corp  DaVita, Inc (a)  Express Scripts Holding Co (a)  Henry Schein, Inc (a)  McKesson Corp  UnitedHealth Group, Inc  Health Care Technology - 0.7%  athenahealth, Inc (a)  Cerner Corp (a)  Life Sciences Tools & Services - 0.6%  Fluidigm Corp (a)(h)  Mettler-Toledo International, Inc (a)(e)	689,143 1,594,100  Shares  949,800 241,600  1,002,300 1,750,910 1,472,500 659,300 132,328 1,014,000 618,400 7,756,600  1,371,392 6,251,149  1,027,387 2,397,775	337,935 65,390 Value (000s) \$ 52,068 16,970 835,456 23,384 82,485 78,720 72,872 7,146 81,586 59,960 420,718 826,871 100,729 485,339 586,068

Pharmaceuticals - 4.0%		
Abbott Laboratories	12,229,755	801,049
Allergan, Inc	515,462	47,283
Bayer AG	3,969,055	378,496
Bristol-Myers Squibb Co	1,292,092	42,109
Eli Lilly & Co	2,981,300	147,038
Johnson & Johnson	6,939,000	486,424
Merck & Co , Inc	5,472,700	224,052
Mylan, Inc (a)	2,746,722	75,480
Novartis AG sponsored ADR	974,900	61,711
Novo Nordisk A/S Series B	3,350,581	545,597
Perrigo Co	2,519,878	262,143
Pfizer, Inc	3,077,900	77,194
Common Stocks - continued		
	Shares	Value (000s)
HEALTH CARE - continued		
Pharmaceuticals - continued		
Valeant Pharmaceuticals International, Inc (Canada) (a)	815,877	\$ 48,672
Watson Pharmaceuticals, Inc (a)	1,966,100	<u>169,085</u>
		3,366,333
TOTAL HEALTH CARE		10,029,814
INDUSTRIALS - 5.5%		
Aerospace & Defense - 0.1%		
Honeywell International, Inc	292,627	18,573
United Technologies Corp	535,000	<u>43,875</u>
		62,448
Air Freight & Logistics - 0.1%		
C H Robinson Worldwide, Inc	87,925	5,559
FedEx Corp	534,021	<u>48,980</u>
	•	<u>54,539</u>
Building Products - 0.1%		
ASSA ABLOY AB (B Shares)	265,000	9,975
Fortune Brands Home & Security, Inc (a)	2,738,000	80,004
		<u>89,979</u>
Commercial Services & Supplies - 0.5%		
ADT Corp	2,653,550	123,364
Edenred SA	1,920,381	59,394
Stericycle, Inc (a)	2,964,008	276,453
Swisher Hygiene, Inc (a)	6,357,060	10,012
		469,223
Construction & Engineering - 0.0%		
Jacobs Engineering Group, Inc (a)	212,500	9,046
Electrical Equipment - 0.3%		
AMETEK, Inc	240,000	9,017
Generac Holdings, Inc	288,475	9,898
Roper Industries, Inc	2,225,714	248,123
		<u>267,038</u>
Industrial Conglomerates - 1.1%		
3M Co	1,604,300	148,959
Danaher Corp	12,189,227	681,378
General Electric Co	6,066,200	127,330
		<u>957,667</u>
Common Stocks - continued	• •	
	Shares	Value (000s)
INDUSTRIALS - continued	·	
Machinery - 0.5%		
Deere & Co	383,200	\$ 33,116
Fanuc Corp	274,200	51,015
Illinois Tool Works, Inc	2,991,310	181,902
PACCAR, Inc	806,700	36,471
Rexnord Corp	1,116,700	23,786
Snap-On, Inc	787,999	62,244
Wabtec Corp	5,600	490

		389,024
Professional Services - 0.4%		
Bureau Veritas SA	314,600	35,276
Experian PLC	8,489,202	136,820
IHS, Inc Class A (a)	275,857	26,482
On Assignment, Inc (a)	1,287,883	26,118
Verisk Analytics, Inc (a)	2,177,800	<u>111,068</u>
Road & Rail - 1.9%		335,764
Canadian Pacific	5,933,800	601,911
J B Hunt Transport Services, Inc	1,773,130	105,874
Localiza Rent A Car SA	1,364,500	25,291
Union Pacific Corp	6,694,454	841,627
Trading Companies & Distributors - 0.5%		1,574,703
Air Lease Corp :		
Class A (a)(f)	1,624,500	34,927
Class A (a)	4,145,725	89,133
Mills Estruturas e Servicos de Engenharia SA	998,200	16,775
MRC Global, Inc	330,000	9,167
W W Grainger, Inc	1,424,305	288,237
	•	438,239
TOTAL INDUSTRIALS		4,647,670
INFORMATION TECHNOLOGY - 27.9%		
Communications Equipment - 1,2%		
Cisco Systems, Inc	2,395,000	47,062
Motorola Solutions, Inc	3,618,652	201,487
Palo Alto Networks, Inc (d)	646,200	34,585
QUALCOMM, Inc	10,987,743	<u>681,460</u>
Common Stocks - continued		964,594
Common Stocks - Continued	Shares	Value (000s)
INFORMATION TECHNOLOGY - continued		
Computers & Peripherals - 7.5%		
3D Systems Corp (a)(d)	1,138,500	\$ 60,739
Apple, Inc	11,536,558	6,149,339
EMC Corp (a)	3,348,300	84,712
Stratasys Ltd (a)	695,381	55,735 6,350,525
Electronic Equipment & Components - 0.7%		0,330,323
Amphenol Corp Class A (e)	9,418,529	609,379
Internet Software & Services - 8.3%		
Akamai Technologies, Inc (a)	876,731	35,867
Constant Contact, Inc (a)(d)	1,038,840	14,762
Cornerstone OnDemand, Inc (a)	1,906,002	56,284
Dropbox, Inc (h)	5,464,028	49,445
eBay, Inc (a)	16,805,428	857,413
Equinix, Inc (a)	690,600	142,402
ExactTarget, Inc	1,732,500	34,650
Facebook, Inc Class A	24,588,325	654,787
Google, Inc Class A (a)	6,291,877	4,463,269
LinkedIn Corp (a)	2,244,889	257,758
MercadoLibre, Inc (d)	479,359	37,663
Rackspace Hosting, Inc (a)	916,400	68,061
Web com Group, Inc (a)	193,103	2,858
Yahoo!, Inc (a)	17,717,200	352,572
IT Services - 5.7%		7,027,791
Accenture PLC Class A	12,015,464	799,028
Alliance Data Systems Corp (a)(e)	2,731,011	395,341
Cognizant Technology Solutions Corp Class A (a)	479,600	35,514
Fidelity National Information Services, Inc	4,527,299	157,595
Fiserv, Inc (a)	3,073,955	242,935

 $Source: \underline{http://www.sec.gov/Archives/edgar/data/24238/000002423813000015/contra.htm; See also \underline{http://www.scribd.com/doc/199355050/Fidelity-Contrafund-FCNTX-Annual-Report-Dec-31-2012-SEC-EDGAR-accessed-Jan-13-2014}$ 

436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800 1,223,783  1,369,000 288,207 1,665,645 3,515,063 5,747,370 1,111,900 2,579,700 9,078,700  Shares  5,085,700 1,790,100 1,478,900	6,340 233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507 23,533,088  110,081 58,552 113,347 252,733 51,689 65,068 147,275 50,646  Value (000s)  \$ 481,362 242,290 227,484
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800 1,223,783  1,369,000 288,207 1,665,645 3,515,063 5,747,370 1,111,900 2,579,700 9,078,700  Shares	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507 23,533,088  110,081 58,552 113,347 252,733 51,689 65,068 147,275 50,646  Value (000s)
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800 1,223,783  1,369,000 288,207 1,665,645 3,515,063 5,747,370 1,111,900 2,579,700 9,078,700  Shares	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 23,533,088  110,081 58,552 113,347 252,733 51,689 65,068 147,275 50,646  Value (000s)
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800 1,223,783  1,369,000 288,207 1,665,645 3,515,063 5,747,370 1,111,900 2,579,700 9,078,700	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507 23,533,088  110,081 58,552 113,347 252,733 51,689 65,068 147,275 50,646
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800 1,223,783  1,369,000 288,207 1,665,645 3,515,063 5,747,370 1,111,900 2,579,700 9,078,700	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507 23,533,088  110,081 58,552 113,347 252,733 51,689 65,068 147,275 50,646
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800 1,223,783  1,369,000 288,207 1,665,645 3,515,063 5,747,370 1,111,900 2,579,700 9,078,700	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507 23,533,088  110,081 58,552 113,347 252,733 51,689 65,068 147,275 50,646
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800 1,223,783  1,369,000 288,207 1,665,645 3,515,063 5,747,370 1,111,900 2,579,700	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507 23,533,088  110,081 58,552 113,347 252,733 51,689 65,068 147,275
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800 1,223,783  1,369,000 288,207 1,665,645 3,515,063 5,747,370 1,111,900	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507 23,533,088  110,081 58,552 113,347 252,733 51,689 65,068
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800 1,223,783  1,369,000 288,207 1,665,645 3,515,063 5,747,370	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507 23,533,088  110,081 58,552 113,347 252,733 51,689
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800 1,223,783  1,369,000 288,207 1,665,645 3,515,063	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507 23,533,088 110,081 58,552 113,347 252,733
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800 1,223,783  1,369,000 288,207 1,665,645	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 23,533,088 110,081 58,552 113,347
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800 1,223,783	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507 23,533,088 110,081 58,552
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800 1,223,783	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507 23,533,088
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800 1,223,783	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507 23,533,088
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027 2,556,507
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560 60,027
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600 1,037,800	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470 56,560
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846 1,141,600	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048 107,470
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282 614,846	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0* 58,048
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100 124,282	233,147 90,727 513,400 71,801 206,369 37,758 156,294 0*
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088 8,309,100	233,147 90,727 513,400 71,801 206,369 37,758 156,294
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594 1,301,088	233,147 90,727 513,400 71,801 206,369 37,758
436,368 3,464,287 1,713,125 3,054,135 2,390,986 3,934,594	233,147 90,727 513,400 71,801 206,369
436,368 3,464,287 1,713,125 3,054,135	233,147 90,727 513,400
436,368 3,464,287 1,713,125	233,147 90,727
436,368 3,464,287	233,147
436,368	
	6,340
	428,186
	44,071
	218,282
	72,459
	37,894 141,744
	15,930
1 500 000	15.020
	1,251,326
432,470	625,424
245,200	8,410
1,913,128	123,225
12,396,815	\$ 468,972
Shares	varue (0003)
Charac	Value (000s)
601,400	25,295
	4,772,966
10,661,179	<u>1,616,022</u>
132,971	2,715
28,841	1,546
	7,882
•	1,278,830
	175,313
· ·	16,668
812 251	43,577
	132,971 10,661,179 601,400 <b>Shares</b> 12,396,815 1,913,128 245,200

## Fidelity Contrafund (FCNTX) Annual Report, Dec. 31, 2012, SEC EDGAR, accessed Jan.

13, 2014, Investment Portfolio (Yellow highlight = Notorious Facebook collaborators)

		2,088,926
Construction Materials - 0.0%		
Eagle Materials, Inc	175,958	10,294
Containers & Packaging - 0.1%	1.460.660	(5.265
Ball Corp  Metals & Mining - 2.4%	1,460,660	65,365
Allied Nevada Gold Corp (Canada) (a)	731,415	22.118
Altius Minerals Corp (a)	99,600	973
B2Gold Corp (a)(e)	31,353,833	112,214
B2Gold Corp (a)(e)(f)	5,850,000	20,937
CGA Mining Ltd (Canada) (a)(e)	23,305,900	61,621
Continental Gold Ltd (a)	1,000,000	8,897
Dalradian Resources, Inc (a)	52,600	81
Dalradian Resources, Inc (f)	3,000,000	4,614
Eldorado Gold Corp	2,523,488	32,473
Endeavour Mining Corp (a)	12,615,135	26,252
Franco-Nevada Corp (e)	13,238,600	755,693
Franco-Nevada Corp warrants 6/16/17 (a)(f)(e)	342,250	3,045
Freeport-McMoRan Copper & Gold, Inc	2,670,900	91,345
Glencore International PLC (d)	7,667,000	44,291
Goldcorp, Inc	553,182	20,338
Inmet Mining Corp	750,000	55,803
Ivanplats Ltd (f)	4,084,500	20,531
Ivanplats Ltd Class A (h)	11,992,837	54,255
Medusa Mining Ltd (e)	12,134,545	69,126
New Gold, Inc (a)	18,212,164	201,584
Newcrest Mining Ltd	329,339	7,704
Novagold Resources, Inc (a)	9,207,377	41,654
Premier Gold Mines Ltd (a)(e)	7,460,600	31,501
Premier Gold Mines Ltd (e)(f)	3,850,000	16,256
Pretium Resources, Inc (a)	2,260,406	29,792
Primero Mining Corp (a)	1,118,200	7,195
Royal Gold, Inc	532,944	43,334
Tahoe Resources, Inc (a)	726,703	13,296
Common Stocks - continued		
	Shares	Value (000s)
MATERIALS - continued	,	
Metals & Mining - continued		
Tahoe Resources, Inc (a)(f)	5,376,500	\$ 98,374
Teranga Gold Corp (a)	292,900	665
Turquoise Hill Resources Ltd (a)	16,112,294	123,106
Yamana Gold, Inc	460,300	<u>7,918</u>
		2,026,986
Paper & Forest Products - 0.0%		
International Paper Co	1,310,800	52,222
		4,243,793
TOTAL MATERIALS		
TOTAL MATERIALS TELECOMMUNICATION SERVICES - 0.1%		
TELECOMMUNICATION SERVICES - 0.1%	695,315	
TELECOMMUNICATION SERVICES - 0.1% Diversified Telecommunication Services - 0.0%	695,315 1,303,100	3,602
TELECOMMUNICATION SERVICES - 0.1%  Diversified Telecommunication Services - 0.0% inContact, Inc (a) tw telecom, inc (a)		3,602 33,190
TELECOMMUNICATION SERVICES - 0.1%  Diversified Telecommunication Services - 0.0% inContact, Inc (a) tw telecom, inc (a)  Wireless Telecommunication Services - 0.1%	1,303,100	3,602 33,190 36,792
TELECOMMUNICATION SERVICES - 0.1%  Diversified Telecommunication Services - 0.0% inContact, Inc (a)  tw telecom, inc (a)  Wireless Telecommunication Services - 0.1%  Rogers Communications, Inc Class B (non-vtg) (d)		3,602 33,190 36,792 50,522
TELECOMMUNICATION SERVICES - 0.1%  Diversified Telecommunication Services - 0.0% inContact, Inc (a)  tw telecom, inc (a)  Wireless Telecommunication Services - 0.1%  Rogers Communications, Inc Class B (non-vtg) (d)  TOTAL TELECOMMUNICATION SERVICES	1,303,100	3,602 33,190 36,792 50,522
TELECOMMUNICATION SERVICES - 0.1%  Diversified Telecommunication Services - 0.0% inContact, Inc (a) tw telecom, inc (a)  Wireless Telecommunication Services - 0.1% Rogers Communications, Inc Class B (non-vtg ) (d) TOTAL TELECOMMUNICATION SERVICES UTILITIES - 0.1%	1,303,100	3,602 33,190 36,792 50,522
TELECOMMUNICATION SERVICES - 0.1%  Diversified Telecommunication Services - 0.0% inContact, Inc (a)  tw telecom, inc (a)  Wireless Telecommunication Services - 0.1%  Rogers Communications, Inc Class B (non-vtg ) (d)  TOTAL TELECOMMUNICATION SERVICES	1,303,100 1,112,800	3,602 33,190 36,792 50,522
TELECOMMUNICATION SERVICES - 0.1%  Diversified Telecommunication Services - 0.0% inContact, Inc (a) tw telecom, inc (a)  Wireless Telecommunication Services - 0.1% Rogers Communications, Inc Class B (non-vtg ) (d) TOTAL TELECOMMUNICATION SERVICES UTILITIES - 0.1% Multi-Utilities - 0.1% YTL Corp Bhd	1,303,100	3,602 33,190 36,792 50,522 87,314
TELECOMMUNICATION SERVICES - 0.1%  Diversified Telecommunication Services - 0.0% inContact, Inc (a) tw telecom, inc (a)  Wireless Telecommunication Services - 0.1% Rogers Communications, Inc Class B (non-vtg) (d) TOTAL TELECOMMUNICATION SERVICES UTILITIES - 0.1% Multi-Utilities - 0.1% YTL Corp Bhd TOTAL COMMON STOCKS	1,303,100 1,112,800	3,602 33,190 36,792 50,522 87,314
TELECOMMUNICATION SERVICES - 0.1%  Diversified Telecommunication Services - 0.0% inContact, Inc (a) tw telecom, inc (a)  Wireless Telecommunication Services - 0.1% Rogers Communications, Inc Class B (non-vtg ) (d) TOTAL TELECOMMUNICATION SERVICES UTILITIES - 0.1% Multi-Utilities - 0.1% YTL Corp Bhd	1,303,100 1,112,800	3,602 33,190 36,792 50,522 87,314
TELECOMMUNICATION SERVICES - 0.1%  Diversified Telecommunication Services - 0.0% inContact, Inc (a) tw telecom, inc (a)  Wireless Telecommunication Services - 0.1% Rogers Communications, Inc Class B (non-vtg) (d) TOTAL TELECOMMUNICATION SERVICES UTILITIES - 0.1% Multi-Utilities - 0.1% YTL Corp Bhd TOTAL COMMON STOCKS Preferred Stocks - 0.1%	1,303,100 1,112,800	3,602 33,190 36,792 50,522 87,314
TELECOMMUNICATION SERVICES - 0.1%  Diversified Telecommunication Services - 0.0% inContact, Inc (a) tw telecom, inc (a)  Wireless Telecommunication Services - 0.1% Rogers Communications, Inc Class B (non-vtg) (d) TOTAL TELECOMMUNICATION SERVICES UTILITIES - 0.1% Multi-Utilities - 0.1% YTL Corp Bhd TOTAL COMMON STOCKS Preferred Stocks - 0.1%  Convertible Preferred Stocks - 0.1%	1,303,100 1,112,800	3,602 33,190 36,792 50,522 87,314
TELECOMMUNICATION SERVICES - 0.1%  Diversified Telecommunication Services - 0.0% inContact, Inc (a) tw telecom, inc (a)  Wireless Telecommunication Services - 0.1% Rogers Communications, Inc Class B (non-vtg) (d) TOTAL TELECOMMUNICATION SERVICES UTILITIES - 0.1% Multi-Utilities - 0.1% YTL Corp Bhd TOTAL COMMON STOCKS Preferred Stocks - 0.1%	1,303,100 1,112,800	3,602 33,190 36,792 50,522 87,314

## Fidelity Contrafund (FCNTX) Annual Report, Dec. 31, 2012, SEC EDGAR, accessed Jan.

13, 2014, Investment Portfolio (Yellow highlight = Notorious Facebook collaborators)

Glam Media, Inc Series M-1:		
8 00% (h)	1,228,555	6,279
8 00% (h)	87,753	449
8 00% (h)	87,754	449
Preferred Stocks - continued	<del> </del>	<u>7,177</u>
referred Stocks - continued	Shares	Value (000s)
Convertible Preferred Stocks - continued		, , , , , , , , , , , , , , , , , , , ,
HEALTH CARE - 0.1%		
Biotechnology - 0.1%		
bluebird bio (h)	19,295,922	\$ 9,615
Intarcia Therapeutics, Inc (h)	2,100,446	28,629
DIFORMATION TECHNIQUES OF A ANA		38,244
INFORMATION TECHNOLOGY - 0.0% Internet Software & Services - 0.0%		
Dropbox, Inc Series A (h)	1,260,898	11,410
Software - 0.0%	.,,,,,,	
Trion World Network, Inc :		
Series C, 8 00% (a)(h)	3,950,196	16,907
Series C-1, 8 00% (a)(h)	310,705	1,330
50.100 0 1,000% (4)(1)	310,700	18,237
TOTAL INFORMATION TECHNOLOGY	•	29,647
TOTAL CONVERTIBLE PREFERRED STOCKS	· ·	75,068
Nonconvertible Preferred Stocks - 0.0%		
CONSUMER DISCRETIONARY - 0.0%		
Automobiles - 0.0%		
Volkswagen AG	39,400	9,040
TOTAL PREFERRED STOCKS		
Nonconvertible Bonds - 0.0%		
Principal Amount (	000s)	
CONSUMER DISCRETIONARY - 0.0%		
Media - 0.0%		
Glam Media, Inc:	\$ 192	192
9% 11/18/13 (h) 9% 11/18/13 (h)	\$ 192 192	192
9% 12/2/13 (h)	2,693	2,693
7/0 12/2/13 (II)	2,093	3,077
TOTAL NONCONVERTIBLE BONDS		<u></u>
(Cost \$3,077)		<u>3,077</u>
Money Market Funds - 1.5%	Shares	Value (000s)
Fidelity Cash Central Fund, 0 18% (b)	1,072,093,617	\$ 1,072,094
Fidelity Securities Lending Cash Central Fund, 0 18% (b)(c)	218,692,235	<u>218,692</u>
TOTAL MONEY MARKET FUNDS		
(Cost \$1,290,786)		<u>1,290,786</u>
TOTAL INVESTMENT PORTFOLIO - 100.3%		
(Cost \$55 157 120)		94 657 344
(Cost \$55,157,130) NET OTHER ASSETS (LIABILITIES) - (0.3)%		84,657,344 (244,290)
NET ASSETS - 100%		\$ 84,413,054

## Executive Branch Personnel PUBLIC FINANCIAL DISCLOSURE REPORT

U.S. Office of Government Ethics Fee for Late Filing Date of Appointment, Candidacy, Election Reporting Status Calendar Year Termination Date (If Appli - copie) (Month, Day, Tear) New Entrant Nomince. Termination or Nomination (Month: Day, Year) (Check Incumbent Covered by Report Any individual who is required to X or Candidate Filer appropriate bases) file this report and does so more than 30 days after the date the report is First Name and Middle Initial Last Name required to be filed, or, if an extension Reporting Individual's Name is granted, more than 30 days after the Eric H. Holder, Jr. last day of the filing extension period " Title of Position Department or Agency (If Applicable) shall be subject to a \$200 fec. Position for Which Filing Attorney General Department of Justice Reporting Periods Address (Number, Street, City, State, and 219 Code) Telephone No. (Inchese Area Code) Incumbents: The reporting period is Location of Present Office the preceding calendar year except (202) 662-6000 1201 Pennsylvania Ave. NW, Washington, DC 20004-2401 (or forwarding address) Part II of Schedule C and Part I of Schedule D where you must also Title of Position(s) and Date(s) Held Position(s) Held with the Federal include the fiting year up to the date Government During the Preceding you file. Part II of Schedule D is not 12 Months (If Not Same as Abave) applicable... Termination Filers: The recording Name of Congressional Committee Considering Nomination Do You Intend to Create a Qualified Diversified Trust! period begins at the end of the period Presidential Nominees Subject to Senate Confirmation covered by your previous filing and ends X Judiciary Yes at the date of termination. Part Il of Schedule D is not applicable. Date (Month, Day: Tear.) Certification Signature of Reporting Individual CERTIFY that the statements I have Nominces, New Entrants and made on this form and all attached Candidates for President and Vice schedules are true, complete and correct President: to the best of my knowledge. Schedule A.-The reporting period for income (BLOCK C) is the preceding Signature of Other Reviewer Date (Month Day, Year calendar year and the current calendar Other Review year up to the date of filing. Value assets as of any date you choose that is (If desired by within 31 days of the date of filing. agency) Agency Ethics Official's Opinion Signature of Designated Agency Ethics Official/Reviewing Official Date (Month, Day Schedule B-Not applicable. On the basis of information contained in this report, I conclude that the filer is Schedule C. Part I (Liabilities) in compliance with applicable laws and The reporting period is the preceding regulations (subject to any comments calendar year and the current calendar in the box below). year up to any date you choose that is within 31 days of the date of filing. Signature Office of Government Ethics Schedule C. Part II (Agreements or Use Only Arrangements). Show any agreements Comments of Reviewing Officials (If additional space is required use the eyerse side of this sheet or arrangements as of the date of filine. (Check box If filing extension granted & indicate number of days Schedule D-The reporting period is the preceding two calendar years and the current calendar year up to the date of filing. - Agency Use Only OGE Use Only (Check box if comments are continued on the reverse side)

5 C.F.R Part 2634

U.S. Office of Government Ethics		
Reporting Individual's Name Eric H. Holder, Jr.	SCHEDULE A	Page Number 2
Assets and Income	Valuation of Assets Income: type and amount. If "None (or less than \$201)" is at close of other entry is needed in Block C for that item.	s checked, no
BLOCK A	reporting period BLOCK B BLOCK C	
For you, your spouse, and dependent children, report each asset held for investment or the production of income which had a fair market value exceeding \$1,000 at the close of the reporting period, or which generated more than \$200 in income during the reporting period, together with such income.  For yourself, also report the source and actual amount of earned income exceeding \$200 (other than from the U.S. Government). For your spouse,	\$1,001 - \$15,000 \$15,001 - \$15,000 \$15,001 - \$15,000 \$15,001 - \$15,000 \$100,001 - \$100,000 \$250,001 - \$20,000 \$250,001 - \$20,000 \$250,001 - \$20,000 \$250,001 - \$20,000,000 \$25,000,001 - \$25,000,000 \$25,000,001 - \$25,000,000 \$25,000,001 - \$25,000,000 \$25,000,001 - \$25,000,000 \$25,000,001 - \$25,000,000 \$25,000,001 - \$25,000,000 \$25,001 - \$1,000 \$25,001 - \$1,000,000 \$25,001 - \$1,000,000 \$25,001 - \$1,000,000 \$25,001 - \$1,000,000 \$25,000 - \$2,000,000 \$25,001 - \$1,000,000 \$25,001 - \$1,000,000 \$25,000 - \$2,000,000 \$25,001 - \$1,000,000 \$25,000 - \$2,000,000 \$25,000 - \$2,000,000 \$25,000 - \$2,000,000 \$25,000 - \$2,000,000 \$25,000 - \$2,000,000 \$25,000 - \$2,000,000 \$25,000 - \$2,000,000 \$25,000 - \$2,000,000 \$25,000 - \$2,000,000	Other Date Income (Mo., Day, Specify Yr.) Typo & Actual Only if Honoraria
report the source but not the amount of earned income of more than \$1,000 (except report the actual acount of any honorana over \$200 of your spouse).  None	None (or less than \$1.00	ie :
Central Airlines Common  Doc Jones & Smith, Houseown, State  Kempstone Equity Fund  U.A: Heartland 500 Index Fund		Law Permendup by cooks \$100,000
Covington & Burling LLP		\$3,319,256 includes deferred comp
Foxhall OB/GYN Associates P.C.		spouse's P.C. income
3 Smith Barney IRA - Cash		
PNC Bank (7 accounts, all cash)		
5 Verizon stock		
Fide!rity Contrafund (FCNTX)	X X X X X	
* This category applies only if the asset/income is mark the other higher categories of value, as appro-	solely that of the filer's spouse or dependent children. If the assevincome is either that of the filer or jointly held by the filer with the priate.	spouse or dependent children,

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5 C.F.R Part 7634	
U.S. Office of Government Ethic	

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	porting Individual's Name											_					,															$\neg$	Page	Numb	Ser			
	ic H. Holder, Jr.										S	CF	IE	Dŧ	JLI	$\mathbb{E}_{\lambda}$	A c	on	tir	ue	d											:	- <b>5</b> -			3		
<u></u>	ic H, Holder, Jr.												π	Jse	only	/ if	ne	ede	d)																			
	Assets and Income	-		1		20	clo	of sco	f														ouni n Bl							ın: \$	320	1)*	is ch	 necke	ed, no			
	BLOCK A			****		B 1000	SLOC	K B	_	****	, 1	6000K		3334	18	288		T		r					JŒ	OCK		4					_			_		
	None	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 S\$0,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	5500,001 - 51,000,000	Over \$1,000.000 *	\$1,000,001 - 1 5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Excepted Investingnt Fund	Excepted Trust	Qualiffed Trust	Dividends	Rent and Royalites		Capital Gains	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501% \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	550,001 - \$100,000	000	Outer 61 000 000*	Over 51, co, co	51,000,401 55,000,000	Over 55,000,000		Out Inco (Spe Type Act Amo	ome cify e & ual		Date (Mo. D Yr) Only Honors	юу. ' if
1	Fidelity Equity Income II (FEQTX)			Χ				-		3			_	X	4							X						3										
2	Fidelity Magellan (FMAGX)		x											×								X						A.										
3	Fedelity Puriton (FPURX)	N	_	x										х	3							X.																
4	Fidelity Blue Chip Growth (FBGRX)	S.	×											X						ş	х							5										
5	Fidelity Value (FDVLX)			×										×							x																	
6	Fidelity Municipal Money Market (FTEXX)				×						Ĭ			X						3		X.						Tomas (TUT)										
7	Foxhall OB/GYN Employee Benefit Plan (see Note 1)							×								il min.				93,77	×																	
8	Covington & Burling LLP Defined Benefit Plan (cash balance plan)									X.											X										1000					1		
. 9	Savings Plan - Dodge & Cox Stock Fund (DODGX)						х							х												×												
	This category applies only if the asset/income is at the other higher categories of value, as approp			it of	the	filer	,s sb	ouse	01	depe	nder	)t ch	iildn	en. I	If the	255	eUu	com	c is	e)th	er th	at of	the	Tilci	orj	oint	ly he	ld b	y th	e file	er v	with I	the s	pouse	or de	pend	em child	iren,

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U.S. Office of Government Ethics Reporting Individual's Name Page Number SCHEDULE A continued 4 Eric H. Holder, Jr. (Use only if needed) Income: type and amount. If "None (or less than \$201)" is checked, no Assets and Income Valuation of Assets at close of other entry is needed in Block C for that itemreporting period BLOCK A BLOCK B BLOCK C Type Amount Other Date Excepted investment Fund \$25,000,001 - \$50,000,000 (Mo., Day. Income \$1,000,001 - \$ 5,000,000 55,000,001 - 525,000,000 None (or less than \$201) \$201 - \$1500 \$1,000,001 - \$5,000,000 (Specify Yr. 5500,000,12 - 100,005 \$100,0001\$,\$1,000,000 Type & \$100,001 - \$250,000 \$250,001 - \$500,000 Rent and Royalties SS0,001 - \$100,000 Over \$1,000.000 \* \$50,001.\$100,000 Only if 000'055' 100'515 Quriffied Trust Actual Over \$50,000,000 \$15,001 - \$50,000 Over \$1,000,000\* \$1,001 - \$15,000 \$5,001 - \$15,000 Excepted Trust \$2,501 - \$5,000 Honoraria Amount) \$1,001 - \$2,500 Capital Gains Interest LEFT INTENTIONALLY BLANK 2 Fidelity Traditional IRA - Fidelity Х Growth Discovery Fund (FDSVX) 3 Fidelity Traditional IRA - Fidelity Blue Chip Growth Х X (FBGRX) 4 Fidelity Traditional IRA - Fidelity Х Value (FDVLX) Х 5 Fidelity Traditional IRA - Fidelity Cash Reserves Money Market Х (FDRXX) 8 T. Rowe Price IRA (spouse) - Equity Income Х T. Rowe Price IRA (spouse) - Value Х Х 8 T. Rowe Price IRA (spouse) -Corporate Income Х X Х 9 T. Rowe Price IRA (spouse) - U.S. Bond Index Х This category applies only if the asset/income is solely that of the filer's spouse or dependent children. If the asset/income is either that of the filer or jointly held by the filer with the spouse or dependent children. ank the other higher categories of value, as appropriate.

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U.S. Office of Oovernment Ethics Reporting Individual's Name Page Number SCHEDULE A continued 5 Eric H. Holder, Jr. (Use only if needed) Income: type and amount. If "None (or less than \$201)" is checked, no Assets and Income Valuation of Assets. at close of other entry is needed in Block C for that item. reporting period BLOCK B BLOCK C BLOCK A Amount Туре Other Date Excepted tovestment Fund \$5,000,001 - \$25,000,000 \$25,000,001 - \$50,000,000 Mo., Dav. Yr.) Income \$1,000,001 - \$ 5,000,000 (Sp∝ify \$1,000,001 - \$5,000,000 \$500,001 - \$1,000,000 \$100,001 - \$1,000,000 Rent and Royalties Type.& \$100,001 - \$250,000 \$250,001 - \$500,000 Ovalified Triest \$50,001 - \$100,000 \$50,001 - \$100,000 Only if Over \$50,000,000 None (or less than Actual \$15,001 - \$50,000 Over \$1,000,000\* Over \$1,000.000 \$15,001 - \$50,009 1000,518 - 100,18 \$5,001 - \$15,000 Over \$5,000,000 Excepted Trust Amount) Honoraria \$2,501 - \$5,000 \$1,001 - \$2,500 Capital Gains \$201 \$1,000 Dividends Interest T. Rowe Price IRA (spouse) - Blue Х Chip Growth Foxhall OB-GYN Associates P.C. -capital account (spouse) Covington & Burling LLP -- partner separation payment Covington & Burling LLP - partner capital account 5 9 This category applies only if the asset/income is solely that of the filer's spouse or dependent children. If the asset/income is either that of the filer or jointly held by the filer with the spouse or dependent children, mark the other higher categories of value, as appropriate.

SF 278 (Rev. 03/2000) 5 C.F.R. Part 2614 U.S. Office of Government Ethics Reporting individual's Name Page Number SCHEDULE C 6 Eric H. Holder, Jr. Part I: Liabilities None X Report liabilities over \$10,000 owed to any one creditor at mirsonal residence unless it is rented out, loans secured Category of Amount or Value (x) any time during the reporting period by you; your spouse, by automobiles, household furniture or appliances; and or dependent children. Circk the highest amount owed liabilities owed to certain relatives listed in instructions. during the reporting period. Exclude a mortgage on your See instructions for revolving charge accounts. Teom if Date Interest \$15,000 \$15,001 \$50,000 Incurred Rateapplicable Type of Liability First District Bank, Washington, DC 1991 25 yrs. Morigage on rental property, Delaware 8% Examples: 1999 John Jones, 123 J St.; Washington, DC Promissory note 10% on demand This category applies only if the liability is solely that of the filer's spouse or dependent children. If the liability is that of the filer or a joint hability of the filer with the spouse or dependent children, mark the other higher categories, as appropriate. Part II: Agreements or Arrangements of absence; and (4) future employment. See instructions regarding the reporting Report your agreements or arrangements for: continuing participation in an of negotiations for any of these arrangements or benefits employee benefit plan (e.g. 40 lk, deferred compensation; (2) continuation payment by a former employer (including severance payments); (3) leaves

		None	
Status and Terms of any Agreement or Arrangement	100000	Parties	Date
Example: Pursuant to partnership agreement, will receive lump sum payment of capital account & partnership share calculated on service performed through 1/00.		Doo Jones & Smith, Hometown, State	7/85
1 Pursuant to firm partnership agreement, will receive (i) repayment of capital account, (ii) payment of deferred		Covington & Burling LLP, Washington, DC	7/2001
compensation from prior fiscal year, (iii) share of firm profits from current fiscal year (based on work performed through date	•		
of separation), and (iv) separation payment, calculated based on standard methodology applicable to departing partners.			
2 Continued participation in Covington & Burling Retirement Savings Plan; no additional contributions.	_	Covington & Burling LLP, Washington, DC	7/2001
3 Continued participation in Covington & Burling Defined Benefit Plan; no additional contributions.		Covingion & Burling LLP, Washington, DC	7/2001
4			_
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Reporting Individual's N	ame .		_	Page Number	
Eric H. Holder, Jr.		SCHEDULE I	)		7
Report any positions le	s Held Outside U.S. Government neld during the applicable reporting period, wheth Positions include but are not limited to those of a ral partner, proprietor, representative, employee,	n officer, non-profit organization or ed	n, firm, partnership, or other business enterprise lucational institution. Exclude positions with re entities and those solely of an honorary nature.	digious,	
1,47%	Organization (Name and Address)	Type of Organizati	ion Position Held	From (Mo., Yr.)	To (Mo., Yr.)
Examples: Natl'Assn.	of Rock Collectors, NY, NY	Non-profit education		6/92	Present
Doe Jones &	Smith, Hometown, State	Law firm	Partner	7/85	1700
1 Covington & Bu	rling LLP, Washington, DC	Law firm	Partner	2001	present
	titution Society, Washington, DC	Non-profit	Board member	2003	present
3 Columbia Unive		Non-profit	Trustee	2007	present
4 Georgetown Da	y School	Non-profit	Trustee	2006	present
5 Meyer Foundati	on	Non-profit	Board member	2001	present
6 Morehouse Sch	ool of Medicine	Non-profit	Trustee	2005	present
7 Save the Childre	en Foundation	Non-profit	Board member	2004	present
8 Turnaround for	Children	Non-profit	Board member	2004	present
9 Washington, DO	Police Foundation	Non-profit	Chairman	2006	present
Report sources of mo business affiliation fo the reporting period.	ensation In Excess Of \$5,000 Paid by the than \$5,000 compensation received by you or yor services provided directly by you during any on This includes the names of clients and customers me and address)	your corporation, firm, partnershi e year of organization when you direc of any of more than \$5,000. You n	p, or other business enterprise, or any other non thy provided the services generating a fee or pay end not report the U.S. Government as a source Brief Description of Duties	i-profit if you are a ment Termination Vice President	lential ntial Candidate
Examples: Don Jones	& Smith, Hometown, State	Legal services			
1 Covington & Bu	ersity (dient of Doe Jones & Smith), Moneytown, State rling LLP	Legal services in connection Legal services	with university construction	1000	<u> </u>
2 Abbott Laborato	pries	Legal services			
3 Bank of America	a	Legal services		_	
4 Chiquita Brands	s International, Inc.	Legal services	NAME OF THE PARTY		
5 Entertainment S	Software Rating Board	Legal services			
6 Hewlett Packard	d Co. Special Litigation Commlitee	Legal Services			

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Repo	orting Individual's Name		The second secon	· ·	Page Number	
Eric	H. Holder, Jr.	S	CHEDULE D continue	d 	8	}
Rep	pensated or not. Positions include	side U.S. Government applicable reporting period, whether but are not limited to those of an officer. rietor; representative, employee, or	non-profit organization or educations	vartnership, or other business enterprise or a Il institution. Exclude positions with religion and those solely of an honorary nature.	ny us.	
	Organ	nization (Name and Address)	Type of Organization	Position Held	From (Mo., Yr.)	To (Mo., Yr.)
1	mples: Nat I Assn of Rock Collectors Doe Jones & Smith, Hometow	vn, State	Non-profit education Law firm	President Parmer	7/85	Present 1/00
1	Common Good, New York, NY		Non-profit	Advisory board member	2002	2008
2	National Center for Victims of	Crime, Washington, DC	Non-profit	Board member	2003	2007
3	District of Columbia Education	Compact, Washington, DC	Non-profit	Board member	2006	2007
1 4	District of Columbia Commissi Tenure, Washington, DC	on on Judicial Disabilities and	Government agency	Commissioner	2002	2008
Rep	ort sources of more than \$5,000 ciness affiliation for services provide	Excess Of \$5,000 Paid by One Sou ompensation received by you or your led directly by you during any one year of enumes of clients and customers of any	corporation, firm, partnership, or oth organization when you directly provi	er business enterprise, or any other non-prof ded the services generating a fee or payment eport the U.S. Government as a source.	it if you are an Termination Vice Preside	ential tia <mark>l Ca</mark> ndidati
_	Source (Name and Address)	30 000 30		Brief Description of Duties	INOIRE	<u> </u>
- 4	Doc Jones & Smith, Hometov		Legal services Legal services in connection with universe Legal services	31-8390		3
2	Merck & Co.		Legal services			
3	Merck/Schering-Plough Pharm	naceuticals	Legal services			
4	National Football League	,	Legal services			
5	Pfizer, Inc.		Legal services	<u>-</u>	18100	
6	Public Services Enterprise Gro	oup Incorporated	Legal services	-		

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Reporting Individual's Name	Page Number														
Eric H. Holder, Jr.	9														
Part I: Positions Held Outside Report any positions held during the applications include burdinector, trustee, general partner, proprieto	cable reporting period, whether t are not limited to those of an officer,	consultant of any corporation, firm, pa non-profit organization or educational social, fraternal, or political entities an	institution. Exclude pos	tions with religiou											
Organizati	ion (Name and Address)	Type of Organization	Position	n Held	From (Mo., Yr.)	To (Mo., Yr.)									
Examples; Nar'l Assn. of Rock Collectors, NY		Non-profit education	President	1.00	6/92	Present									
Doe Jones & Smith, Hometown, S	tale ·	Law firm	Partner	0.106	7/85	1/00									
1 1					•										
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4 1															
5	<del></del>														
6															
Part II: Compensation In Exc Report sources of more than \$5,000 comp business affiliation for services provided of the reporting period. This includes the na	ensation received by you or your firectly by you during any one year of	ource corporation, firm, partnership, or other organization when you directly provid of more than \$5,000. You need not re													
Source (Name and Address)		S													
Examples: Doe Jones & Smith, Hometown, S Meiro University (client of Doe Jo		Legal services  Legal services in connection with university construction													
The National Geographic Society	mes & Situtu); Moneylown, State	Legal services	Sity consurection , .			1 181									
2 UBS Financial Services Inc.		Legal services													
3 Yahoo Corporation		Legal services													
4															
5															
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### Note 1 to SF-278 of Eric H. Holder Jr.

The "Foxhall OB/GYN Employee Benefit Plan" disclosed on Page 3, Line 7, of Schedule A, has two components. Through the first component of the plan, the participant selects individual investment options for contributions. The selected investments of the filer's spouse are disclosed in Schedule A on Page 4, Lines 6 through 9 and on Page 5, Line 1. Through the second component of the plan, the participating members of the filer's spouse's medical practice pool their contributions. These pooled contributions are invested by the fund trustees through a TD Ameritrade investment account. Filer's spouse holds a 10.9% interest in the pooled component of the plan. The assets held in the TD Ameritrade Account as of December 31, 2008, are listed below. The values listed are those for the total pooled investment in each holding; income amounts for each asset are not readily ascertainable. The notation "(EIF)" indicates that a reported asset qualifies as an excepted investment fund. The plan is currently being reviewed with the intent to eliminate the pooled component and instead place all investments in an individual investment component of the plan, which will permit participating employees to select their own options.

Stock = Cash	Value	Symbol/GUSIP
AEGON N V PFD 6.375% PERP/CALL	15 – 50 K	
BAC CAPITAL TRUST VIII GTD COM		BAC PRZ
BANK OF AMERICA CORP COM	1-15 K	
CITIGROUP CAPITAL XIV CALLABLE PFD 6.875%	50 – 100 K	The state of the s
CITIGROUP CAPVII PFD 7.125% 7/31/31 CALLABLE	15 – 50 K	CPRV
CITIGROUP INC COM	1 – 15 K	С
DIAMONDS TRUST SERIES I COM (EIF)	50 – 100 K	DIA
GENERAL ELECTRIC CO COM	15 – 50 K	GE
ISHARES RUSSELL 1000 GROWTH FUND (EIF)	100 – 250 K	IWF
ISHARES MSCI EMERGING MKTS (EIF)	50 – 100 K	EEM
ISHARES RUSSELL MIDCAP INDEX (EIF)	50 – 100 K	IWR
JPMORGAN CHASE CAP XXIV PFD SER X 6.875%	50 – 100 K	JPM PRW
CALLABLE		
MERRILL LYNCH CAP TRUST III 7.375% CALLABLE	50 – 100 K	MER PRP
(EIF)		***************************************
NUVEEN EQTY PRE & GROWTH FUND CLOSED END	15 – 50 K	JPG
FUND (EIF)		
POWERSHARES QQQ (EIF)	50 – 100 K	
PUBLIC STORAGE PFD 7.25% SER I	50 – 100 K	
ROYCE VALUE TR INC COM (EIF)	15 – 50 K	RVT
S&P 400 MID-CAP DEP RECPT COM (EIF)	50 – 100 K	MDY
SPDR TR UNIT SER I (EIF)	100 ~ 250 K	SPY
TDX INDEPENDENCE 2010 ETF (EIF)	100 – 250 K	TDD
TDX INDEPENDENCE 2020 ETF (EIF)	50 – 100 K	TDH
U.S. CELLULAR CORP COM	1 – 15 K	
VANGUARD TOTAL STOCK MARKET ETF (EIF)	100 – 250 K	Contraction of the Contraction o
VANGUARD FUNDS EMERGING MARKETS VIPERS	15 – 50 K	VWO
(EIF)		

WELLS FARGO COMPANY COM	15 - 50 K	WFC
Fixed Income Cash	Value	Symbol/CUSTP.
AMERICAN EXPRESS CR CORP INTE SR UNSECURED	50 – 100 K	02586JAF3
SERIES NOT1 (5.7% 09/15/2001)		
BANK OF AMERICA CORP CALL STEP 081523 (4.5%	15 – 50 K	06050XMG5
08/15/2023)		
BEAR STEARNS COMPANIES INC SUB GLBL 5.55% 17	50 – 100 K	073902PN2
(5.55% 01/22/2017)		
FANNIE MAE CALL STEP 040626 (5.5% 04/06/2026)	100 – 250 K	3135AOSV2
GNMA PASS-THRU M SINGLE FAMILY (7% 11/20/2027)	1 – 15 K	36202CYF4
GOLDMAN SACHS GROUP INC NT 6.875% 11 (6.875%	100 – 250 K	38141GAZ7
01/15/2011)		
HERTZ CORP SR NT 6.25% 10 (6.35% 06/15/2010)		428040BU2
HSBC FINANCE CORP FR 5.6%061511 (5.6% 06/15/2011)		40429XLN4
HSBC USA INC REVRS CV LKD 09 (10% 1/30/2009)	15 – 50 K	4042KORK3
JP MORGAN CHASE BANK CD IDX ZERO 10 (0%	50 100 K	48121CQ41
01/29/2010)		
JPMORGAN CHASE & CO GLOBAL MT REVRS EXCH	15 – 50 K	48123LFD1
LKD09 (10.75% 07/31/2009)		
JPMORGAN CHASE & CO GLOBAL MT RERVRS CV	15 – 50 K	481236LFF6
LKD 09 (13% 07/31/2009)		
NEW YORK TELCO DEB 6.125% 10 (6.125% 01/15/2010)		650094CD5
SUNTRUST BANK CD IDX ZERO 11 (4.93693%	50 – 100 K	86789VFJ1
09/29/2011)		
Mutual Funds - Cash	All and the second second	Symbol/OUSIP
AIM GROWTH SER SMALL COMPANY GROWTH FD	15 – 50 K	GTSIX
INV (EIF)		
CALAMOS INVT TR GROWTH FD CL C (EIF)	15 – 50 K	
EATON VANCE MUT FDS TR HIGH INCOME FD CL C	50 – 100 K	ECHIX
(EIF)		
FIRST EAGLE SOGEN FDS INC GLOBAL FD CL C (EIF)	100 – 250 K	
HIGHLAND FUNDS CAPITAL FLOATING RATE ADV	50 – 100 K	XLACX
CL C (EIF)		
MATTHEWS INTL FDS MATTHEWS INDIA FD (EIF)	15 – 50 K	
MATTHEWS INTL FDS JAPAN FD (EIF)	15 – 50 K	
PIONEER FUNDS GLOBAL HIGH YIELD CL C (EIF)	15 – 50 K	
ROWE T PRICE SMALL CAP STK FD COM (EIF)	50 – 100 K	
TIAA-CREF FUNDS INTERNATIONAL EQUITY INSTL	50 – 100 K	886315779
(EIF)	100 500	VID (77474
UMB SCOUT FDS INTL FD (EIF)	100 - 250 K	
VANGUARD SMALL CAPTZTIN (EIF)	50 – 100 K	
Other-Cash		Symbol/CUSIP:
ADVISORS DISCIPLINED PFD DIV INC PORT SER	50 – 100 K	00766N27
TDA1	1 J J J J J J J J J J J J J J J J J J J	200704632
FIRST TRUST UIT 1048 (EIF)	15 – 50 K	30270A313

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Reporting Individual's Name Eric H. Holder, Jr.	SCHEDULE A	Page Number 2							
Assets and Income	Valuation of Assets Income: type and amount. If "None (or less than \$201)" is at close of other entry is needed in Block C for that item.	" is checked. no							
BLOCK A	reporting period BLOCK B BLOCK C								
For you, your spouse, and dependent children, report each asset held for investment or the production of income which had a fair market value exceeding \$1,000 at the close of the reporting period, or which generated more than \$200 in income during the reporting period, together with such income.  For yourself, also report the source and actual amount of earned income exceeding \$200 (other than from the U.S. Government). For your spouse,	Second   S	Other Date Income (Mo., Day, Specify Yr.) Typo & Actual Only if Honoraria							
report the source but not the amount of earned income of more than \$1,000 (except report the actual acount of any honorana over \$200 of your spouse).  None	None (ar less than \$1,000 \$11,001 - \$15,000 \$115,001 \$50,000 \$15,000 \$100,000 \$150,000 \$100,001 - \$100,000 \$250,001 - \$500,000 \$250,001 - \$500,001 - \$500,000 \$250,001,001 - \$500,001 - \$500,000 \$250,000,000 \$250,000,000 \$250,000,000 \$250,000,000 \$250,000,000 \$250,000,000 \$250,001 - \$1,000 \$250,001 - \$1,000 \$250,001 - \$1,000 \$250,001 - \$1,000 \$250,001 - \$1,000 \$250,001 - \$1,000 \$250,000 \$250,001 - \$1,000 \$250,000 \$250,001 - \$1,000 \$250,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$1,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,001 - \$2,000,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,000 \$250,00	ie :							
Central Airlines Common Doc Jones & Smith, Househoven, State Kempstone Equity Fund U.A: Heartland 500 Index Fund		Law Permendup by cooks \$100,000							
Covington & Burling LLP		\$3,319,256 includes deferred comp							
Foxhall OB/GYN Associates P.C.		spouse's P.C. income							
3 Smith Barney IRA - Cash									
PNC Bank (7 accounts, all cash)									
5 Verizon stock									
Fide!rity Contrafund (FCNTX)									
* This category applies only if the asset/income is mark the other higher categories of value, as appro-	solely that of the filer's spouse or dependent children. If the assertincome is either that of the filer or jointly held by the filer with the priate.	spouse or dependent children,							

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	Assets and Income	-		1		20	clo	of sco	f														ouni n Bl							1n: \$	320	1)*	is ch	 necke	ed, no			
	BLOCK A	BLOCK B Type										BLOCK C Amount														_												
	None	None (or less than \$1,001)	\$1,001 - \$15,000	\$15,001 S\$0,000	\$50,001 - \$100,000	\$100,001 - \$250,000	\$250,001 - \$500,000	5500,001 - 51,000,000	Over \$1,000.000 *	\$1,000,001 - 1 5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Excepted Investingnt Fund	Excepted Trust	Qualiffed Trust	Dividends	Rent and Royallies		Capital Gains	None (or less than \$201)	\$201 - \$1,000	\$1,001 - \$2,500	\$2,501% \$5,000	\$5,001 - \$15,000	\$15,001 - \$50,000	0	000	Outer 61 000 000*	Over 51,, woo	51,000,001 55,000,000	Over 55,000,000	· ·	Out Inco (Spe Type Act Amo	ome cify e & ual		Date (Mo. D Yr) Only Honors	юу. ' if
1	Fidelity Equity Income II (FEQTX)			Χ				-		3			_	X	4							X						3										
2	Fidelity Magellan (FMAGX)		x									a T		×								X						P.										
3	Fedelity Puriton (FPURX)	N	_	x										х	3							X.																
4	Fidelity Blue Chip Growth (FBGRX)	S.	×											X						ş	х							5										
5	Fidelity Value (FDVLX)			×										×							x																	
6	Fidelity Municipal Money Market (FTEXX)				×						Ĭ			X						3		X.						Tomas (TUT)										
7	Foxhall OB/GYN Employee Benefit Plan (see Note 1)							×								il min.				93,77	×																	
8	Covington & Burling LLP Defined Benefit Plan (cash balance plan)									X.											X										300					1		
. 9	Savings Plan - Dodge & Cox Stock Fund (DODGX)						х							х												×												
	This category applies only if the asset/income is at the other higher categories of value, as approp			it of	the	filer	,s sb	ouse	01	depe	nder	)t ch	iildn	en. I	If the	255	eUu	com	c is	e)th	er th	at of	the	Tilci	orj	oint	ly he	ld b	y th	e file	er v	with I	the s	pouse	or de	pend	em child	iren,

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BLOCK A	-	200				25	LCC	X B					$\neg$			000000 000000		Ту	me.					_	BL	.OCT	our	ı e			_				$\top$	
None		None (or less than \$1,001)	\$1,001 - \$15,000	\$15.001 \$50.000	\$50,001 - \$100,000	8100,001-5250,000	\$250,001 - \$500,000	5500,001 - 51,000,000	Over \$1,000.000 *	\$1,000,001 - \$ 5,000,000	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000	Over \$50,000,000	Excepted investment Fund	Excepted Trust	Qualified Trust	Dividends	Rent and Royalites		Capital Gains	None (or less than \$201)	\$201 - \$7,000	51,001 - \$2,500	\$2,301 - \$5,000	\$5,001 - \$15,000	-	0	00	Over \$1,000,000	\$1,000,001.55,000,000	000 000 33-2-0	Cyer asycator	Inc. (Spe Typ Ac	her ome ecify the & mual oun()		Date (Mo., Dov. Yr.) Only if Honoraria
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Fidefity Traditional IRA - Fidefity     Growth Discovery Fund     (FDSVX)			×							1		33.00		X							×					Ś		à	222							-
3 Fidelity Traditional IRA – Fidelity Blue Chip Growth (FBGRX)			х	¥										×							X															
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5 Fidelity Traditional IRA — Fidelity Cash Reserves Money Market (FDRXX)		×	_			7								×							Х					1									1	
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U.S. Office of Oovernment Ethics Reporting Individual's Name Page Number SCHEDULE A continued 5 Eric H. Holder, Jr. (Use only if needed) Income: type and amount. If "None (or less than \$201)" is checked, no Assets and Income Valuation of Assets. at close of other entry is needed in Block C for that item. reporting period BLOCK B BLOCK C BLOCK A Amount Туре Other Date Excepted tovestment Fund \$5,000,001 - \$25,000,000 \$25,000,001 - \$50,000,000 Mo., Dav. Yr.) Income \$1,000,001 - \$ 5,000,000 (Sp∝ify \$1,000,001 - \$5,000,000 \$500,001 - \$1,000,000 \$100,001 - \$1,000,000 Rent and Royalties Type.& \$100,001 - \$250,000 \$250,001 - \$500,000 Ovalified Triest \$50,001 - \$100,000 \$50,001 - \$100,000 Only if Over \$50,000,000 None (or less than Actual \$15,001 - \$50,000 Over \$1,000,000\* Over \$1,000.000 \$15,001 - \$50,009 1000,518 - 100,18 \$5,001 - \$15,000 Over \$5,000,000 Excepted Trust Amount) Honoraria \$2,501 - \$5,000 \$1,001 - \$2,500 Capital Gains \$201 \$1,000 Dividends Interest T. Rowe Price IRA (spouse) - Blue Х Chip Growth Foxhall OB-GYN Associates P.C. -capital account (spouse) Covington & Burling LLP -- partner separation payment Covington & Burling LLP - partner capital account 5 9 This category applies only if the asset/income is solely that of the filer's spouse or dependent children. If the asset/income is either that of the filer or jointly held by the filer with the spouse or dependent children, mark the other higher categories of value, as appropriate.

SF 278 (Rev. 03/2000) 5 C.F.R. Part 2614 U.S. Office of Government Ethics Reporting individual's Name Page Number SCHEDULE C 6 Eric H. Holder, Jr. Part I: Liabilities None X Report liabilities over \$10,000 owed to any one creditor at mirsonal residence unless it is rented out, loans secured Category of Amount or Value (x) any time during the reporting period by you; your spouse, by automobiles, household furniture or appliances; and or dependent children. Circk the highest amount owed liabilities owed to certain relatives listed in instructions. during the reporting period. Exclude a mortgage on your See instructions for revolving charge accounts. Teom if Date Interest \$15,000 \$15,001 \$50,000 Incurred Rateapplicable Type of Liability First District Bank, Washington, DC 1991 25 yrs. Morigage on rental property, Delaware 8% Examples: 1999 John Jones, 123 J St.; Washington, DC Promissory note 10% രമ ർക്ഷോർ This category applies only if the liability is solely that of the filer's spouse or dependent children. If the liability is that of the filer or a joint hability of the filer with the spouse or dependent children, mark the other higher categories, as appropriate. Part II: Agreements or Arrangements of absence; and (4) future employment. See instructions regarding the reporting Report your agreements or arrangements for: continuing participation in an of negotiations for any of these arrangements or benefits employee benefit plan (e.g. 40 lk, deferred compensation; (2) continuation payment by a former employer (including severance payments); (3) leaves

		None	
Status and Terms of any Agreement or Arrangement	1105 1919	Parties	Date
Example: Pursuant to partnership agreement, will receive lump sum payment of capital account & partnership share calculated on service performed through 1/00.		Doo Jones & Smith, Hometown, State	7/85
1 Pursuant to firm partnership agreement, will receive (i) repayment of capital account, (ii) payment of deferred		Covington & Burling LLP, Washington, DC	7/2001
compensation from prior fiscal year, (iii) share of firm profits from current fiscal year (based on work performed through date	•		
of separation), and (iv) separation payment, calculated based on standard methodology applicable to departing partners.			
2 Continued participation in Covington & Burling Retirement Savings Plan; no additional contributions.	_	Covington & Burling LLP, Washington, DC	7/2001
3 Continued participation in Covington & Burling Defined Benefit Plan; no additional contributions.		Covingion & Burling LLP, Washington, DC	7/2001
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Re	porting Individual's Name		, · · · ·	-	Page Number	
	ic H. Holder, Jr.		SCHEDULE D			7
Re	mpensated or not. Positions include	applicable reporting period, whether the but are not limited to those of an officer, prietor, representative, employee, or	non-profit organization or educationa	partnership, or other business enterprise or an all institution. Exclude positions with religious and those solely of an honorary nature.	y s.	
Г	Orga	mizzion (Name and Address)	Type of Organization	Position Held	From (Mo., Yr.)	To (Mo., Yr.)
E	xamples: Natl'Assn. of Rock Collecto Doe Jones & Smith, Hometo		Non-profit education  Law firm	President Partner	6/92 7/85	Present 1700
1	Covington & Burling LLP, Wa		Law firm	Partner	2001	present
2	American Constitution Society	v. Washington, DC	Non-profit	Board member	2003	present
3	Columbia University		Non-profit	Trustee	2007	present
4	Georgetown Day School		Non-profit	Trustee	2006	present
5	Meyer Foundation		Non-profit	Board member	2001	present
6	Morehouse School of Medicin	e	Non-profit	Trustee	2005	present
7	Save the Children Foundation		Non-profit	Board member	2004	present
8	Turnaround for Children	·	Non-profit	Board member	2004	present
9	Washington, DC Police Found	dation	Non-profit	Chairman	2006	present
Re bu the	eport sources of more than \$5,000 esiness officiation for services provide reporting period. This includes the source (Name and Address)  Don Jones & Smith, Hometo		corporation, firm, partnership, or oth organization when you directly provi	er business enterprise, or any other non-profit ided the services generating a fee or payment report the U.S. Government as a source;  Brief Description of Duties  ersity construction	t if you are a Termination Vice Presid	ential itial Candidate
2	Abbott Laboratories		Legal services			
3   3	Bank of America		Legal services			
4	Chiquita Brands International	, Inc.	Legal services			
5	Entertainment Software Ratin	g Board	Legal services			· · · · · · · · · · · · · · · · · · ·
6	Hewlett Packard Co. Special	Litigation Committee	Legal Services			_
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Reporting Individual's Name				Page Number	
Eric H. Holder, Jr.	S	CHEDULE D continue	d ·	s 	,
compensated or not. Positions inc	utside U.S. Government he applicable reporting period, whether lude but are not limited to those of an officer. proprietor, representative, employee, or	non-profit organization or educations	partnership, or other business enterprise or at all institution. Exclude positions with religion and those solely of an honorary nature.	ny us. None	
	rganization (Name and Address)	Type of Organization	Position Held	From (Mo., Yr.)	To (Mo., Yr.)
Examples: Nat LAssn of Rock Collection Doe Jones & Smith, Home	ctors, NY, NY	Non-profit education  Law firm	President Parmer	7/85	<u>Present</u>
1 Common Good, New York,	NY	Non-profit	Advisory board member	2002	2008
2 National Center for Victims	of Crime, Washington, DC	Non-profit	Board member	2003	2007
3 District of Columbia Educat	tion Compact, Washington, DC	Non-profit	Board member	2006	2007
4 District of Columbia Committenure, Washington, DC	ission on Judicial Disabilities and	Government agency	Commissioner	2002	2008
6					
Report sources of more than \$5,00 business affiliation for services pro	n Excess Of \$5,000 Paid by One Sou 00 compensation received by you or your ovided directly by you during any one year of is the names of clients and customers of any	corporation, firm, partnership, or oth organization when you directly prov	ter business enterprise, or any other non-profided the services generating a fee or payment report the U.S. Government as a source.	it if you are ar Termination Vice Preside	ential tia <u>l Ca</u> ndidatı
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3 Merck/Schering-Plough Ph	armaceuticais	Legal services			
4 National Football League		Legal services	. The state of the	-	
s Pfizer, Inc.		Legal services	-		75562
6 Public Services Enterprise	Group Incorporated	Legal services			

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Reporting Individual's Name  Eric H. Holder, Jr.	:	SCHEDULE D continued			9
Part I: Positions Held Outsid	la II C Cavarnment				
Report any positions held during the appropriate or not. Positions include be director, trustee, general partner, proprie	licable reporting period, whether ut are not limited to those of an officer,		rtnership, or other business enterprise or institution. Exclude positions with religion those solely of an honorary nature.		
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The National Geographic Society		Legal services			
2 UBS Financial Services Inc.		Legal services			
3 Yahoo Corporation		Legal services			
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Source: The Wall Street Journal Online

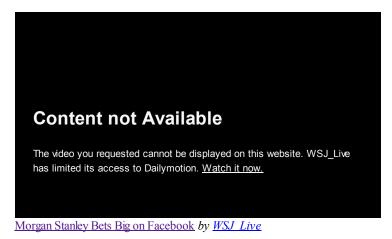
# THE WALL STREET JOURNAL. ■ MARKETS

MARKETS

# Morgan Stanley Funds in Big Facebook Bet

By Aaron Lucchetti and Telis Demos Updated Aug. 24, 2012 11:57 a.m. ET

U.S. mutual funds run by Morgan Stanley, MS -0.12% the lead underwriter in Facebook Inc. FB \$16 billion initial public offering, have disproportionately high investments in the social-media company, leaving fund shareholders exposed to the stock's big drop since its May 18 IPO.



New data show that eight of the top nine U.S. mutual funds with Facebook shares as a percentage of total assets are run by Morgan Stanley's asset-management arm, according to fund tracker Morningstar Inc.

Morgan Stanley had a crucial role in lining up orders for Facebook as the social-media company prepared to go public. It helped advise Facebook executives to increase the size and price of the IPO, despite warnings the company was making about its profit outlook. The New York securities firm, which declined to comment, took in \$200 million in underwriting fees and trading profits,

according to regulatory filings and people involved in the deal.

The Morgan Stanley funds that have Facebook shares got many of them before the IPO at prices well below the \$38 offering price.

That means that fund shareholders may still have paper gains on their Facebook purchases, depending on when the fund bought their original stake. It also means the funds have been unable to sell any of their pre-IPO holdings.

The company's mutual funds have made large bets on other big-name technology companies in recent years, including bets on <a href="Apple">Apple</a> Inc., AAPL +1.48% <a href="Amazon.com">Amazon.com</a> Inc.AMZN -1.06% and <a href="LinkedIn">LinkedIn</a> Corp. LNKD +0.14% whose values have all surged this year.

#### The Funds That Own Facebook

Hundreds of mutual funds have stakes in the social media company. See a list and sort by percentage of fund assets devoted to Facebook, and by absolute and relative performance.

Click here for an Excel file containing all four sections of the table below: GoogleDocs | XLS file

August 24, 2012

The Funds That Own Facebook

Hundreds of mutual funds have stakes in the social media company. Click column headers to sort by percentage of fund assets devoted to Facebook and by absolute relative performance.

<< first < prev 1 2 (#) 3 (#) 4 (#) next > (#) last >> (#)

2014		Morgan Stanl	ey Funds in Big Fa	cebook Bet - `	THE WALL STRE	ET JOURNA	L, Aug. 24, 2012 11	:57 a.m. ET	
Fund Name (yui- dt0-href-col 0)	Ticker (yui- dt0- href- col 1)	Total Facebook Weight (yui-dt0- href- col 2)	Total Investment as of portfolio date (yui-dt0- href-col 3)	July 2012 Return (yui-dt0- href- col 4)	July % rank against similar funds (yui-dt0-href- col 5)	Year-to- date Return (yui-dt0- href- col 6)	Year-to-date % rank against like funds (yui- dt0-href- col 7)	One- year return (yui-dt0- href- col 8)	One-year % rank against like funds (yui dt0-href- col 9)
Morgan Stanley Inst Focus Growth I	MSAGX	7.77%	\$28,777,414	-2.98%	98%	9.64%	90%	8 33%	99%
Morgan Stanley Focus Growth B	AMOBX	7.72%	\$1,586,239,713	-3.08%	98%	8.63%	94%	7 06%	99%
Morgan Stanley Inst Opportunity H	MEGHX	7.39%	\$244,919,024	-3.91%	99%	6.71%	98%	10.10%	98%
Morgan Stanley Inst Advantage H	MAPHX	6.71%	\$12,159,351	-1.57%	96%	11 96%	71%	21.88%	77%
Morgan Stanley Institutional Growth	MSEQX	6.63%	\$847,917,689	-2.33%	97%	11 34%	78%	12.88%	97%
Transamerica Capital Growth A	IALAX	6.58%	\$746,167,025	-2.39%	98%	10 35%	85%	11.62%	97%
Morgan Stanley Multi Cap Grow th B	CPOBX	6.42%	\$313,515,817	-2.33%	97%	7.93%	96%	8 32%	99%
Morgan Stanley Inst Global Opportunity I	MGGIX	6.42%	\$15,221,935	-3.96%	98%	4.98%	93%	3.77%	93%
Morgan Stanley Inst Glbl Advantage I	MIGIX	5.19%	\$2,513,921	-0.36%	86%	13 94%	10%	19.13%	9%
Turner Concentrated Gr	TTOPX	5.00%	\$35,255,772	-4.20%	99%	9.28%	92%	14.60%	96%
Morgan Stanley Inst Glbl Discovery I	MLDIX	4.79%	\$5,032,255	-1.53%	93%	11 60%	29%	15.92%	31%
Goldman Sachs Technology Tollkeeper A	GITAX	2.85%	\$358,167,660	-2.66%	92%	17 63%	26%	28.63%	29%
Turner Global Opportunities Instl	TGLBX	2.32%	\$1,420,185	-1.11%	91%	9.89%	52%	16.77%	23%
Chesapeake Core Grow th	CHCGX	2.23%	\$31,550,392	0.20%	66%	16 83%	12%	28.85%	19%
Chesapeake Growth Instl	CHESX	2.15%	\$10,660,814	-1.39%	70%	15 84%	2%	23.82%	46%
Saratoga Large Capitalization Growth I	SLCGX	1.73%	\$20,539,302	0.63%	46%	12.43%	65%	26.38%	40%
Lord Abbett Grow th Leaders A	LGLAX	1.67%	\$23,284,142	-0.78%	90%	10 58%	84%	22.02%	76%
Tocqueville Opportunity	TOPPX	1.61%	\$68,606,152	-2.15%	77%	12.18%	25%	25.75%	45%
Goldman Sachs Concentrated Grow th A	GCGAX	1.60%	\$176,037,973	1.77%	7%	17 33%	9%	28.74%	20%
American Independence Large Cap Growth I	A FLX	1.59%	\$5,723,812	-3.24%	99%	1.67%	99%	10.15%	98%
Eagle Capital Appreciation A	HRCPX	1.58%	\$312,936,069	1.75%	8%	17 64%	7%	27.76%	26%
Loomis Sayles Growth Y	LSGRX	1.58%	\$137,102,956	1.09%	27%	13 02%	59%	26.08%	42%
Sands Capital Global Growth Inst	SCMGX	1.55%	\$26,411,222	-0.16%	84%	12 51%	18%	18.99%	10%
Firsthand Technology Opportunities	TEFQX	1.52%	\$83,809,180	2.91%	1%	17.78%	24%	15.43%	93%
Touchstone Sands Capital Select Grow th Z	PTSGX	1.51%	\$2,650,677,414	0.34%	61%	20 80%	3%	34.98%	2%
Touchstone Sands Capital Inst Gr	CISGX	1.50%	\$1,879,329,652	0.36%	60%	21.45%	2%	35.72%	2%
Turner Large Growth Institutional	TTMEX	1.36%	\$254,252,990	-0.57%	86%	11.79%	73%	21.25%	80%
Columbia Global Extended Alpha A	RTAAX	1.36%	\$18,990,332	1.43%	34%	8.50%	73%	13.66%	59%
Invesco Leisure Investor	FLISX	1.25%	\$362,284,050	-2.50%	83%	18 34%	12%	29.20%	79%
Invesco Technology Sector B	FOBX	1.19%	\$103,441,217	-1.45%	81%	12 59%	67%	28.04%	34%
AllianceBern Global Thematic Gr A	ALTFX	1.17%	\$830,246,855	-3.98%	99%	5.56%	91%	-0.55%	95%
Invesco Technology	FTCHX	1.17%	\$709 896 602	-1.29%	71%	12 27%	69%	25.97%	44%

2014		worgan Star	liey runus in big ra	cebook bet -	I II E WALL S	IKEET JOOKINA	AL, Aug. 24, 201	2 11.5/ a.III. ⊑1	
Investor	. 5.5.	~	Ψ 00,000,00=	,	,,,		55,0		,,,
Artisan Global Opportunities Inv	ARTRX	1.15%	\$238,682,629	2.30%	12%	22.11%	1%	26.59%	1%
Baron Global Advantage Institutional	BGAIX	1.11%	\$2,313,424	-1.64%	94%	N/A	N/A	N/A	N/A
PL Large-Cap Grow th P	N/A	1.08%	\$125,638,896	-0.21%	80%	16.11%	19%	27.24%	31%
Invesco Van Kampen American Franchise A	VAFAX	1.04%	\$5,607,536,462	-0.25%	81%	12 63%	62%	19.20%	89%
Invesco Constellation A	CSTGX	1.04%	\$2,462,252,859	-0.22%	80%	11 61%	75%	17.55%	93%
Invesco Van Kampen Mid Cap Gr A	VGRAX	1.04%	\$1,891,989,133	-1.72%	78%	8.66%	75%	19.77%	74%
Invesco Dynamics Inv	FIDYX	1.02%	\$821,481,822	-1.76%	80%	9.18%	70%	21.21%	68%
T. Row e Price Global Stock	PRGSX	1.00%	\$513,696,057	0.12%	78%	9.77%	54%	11.82%	68%
JHancock US Global Leaders Gr A	USGLX	0.99%	\$570,665,220	0.38%	59%	16 58%	14%	33.99%	3%
T. Row e Price Media & Telecommunications	PRMTX	0.97%	\$2,176,042,473	1.34%	75%	20 59%	12%	28.47%	12%
Hodges Pure Contrarian Retl	HDPCX	0.95%	\$6,538,442	-0.27%	28%	19 01%	2%	20.88%	77%
T. Row e Price Science & Tech	PRSCX	0.93%	\$2,691,539,999	-3.08%	96%	7.42%	93%	15.44%	92%
VALIC Company I Science & Technology	VCSTX	0.93%	\$239,494,861	-0.85%	51%	13 67%	58%	21.83%	64%
Hartford Growth Opportunities B	HGOBX	0.91%	\$1,878,737,839	0.00%	74%	20 86%	3%	25.27%	48%
Oppenheimer Main Street A	MSIGX	0.90%	\$5,199,383,488	2.20%	7%	14.49%	16%	30.19%	6%
Hartford Growth Opportunities HLS A	HAGOX	0.89%	\$1,068,479,670	0.14%	69%	21 83%	2%	26.91%	35%
MassMutual Premier	MSSAX	0.87%	\$150 288 656	2 21%	7%	14 20%	18%	20 78%	7%

Still, the Morgan Stanley funds' large stakes raise questions about whether the firm's role as lead underwriter influenced decisions.

A large investment bank that simultaneously buys and sells shares in any company "is in this conflicted position," said Frank Partnoy, a law professor at the University of San Diego who worked for Morgan Stanley in the 1990s. "This time it didn't work out."

The funds span the \$1.6 billion Focus Growth fund to the \$2.5 million Institutional Global Advantage fund.

Morgan Stanley's funds don't appear to have violated Securities and Exchange Commission rules limiting investments in offerings underwritten by an affiliate. SEC rules allow bank-affiliated mutual funds to participate in offerings in which the bank's investment bankers are advising the company, as long as the fund managers don't buy more than 25% of the deal and they buy the shares from a different bank.

The concentration of Morgan Stanley's funds stands out when compared with funds operated by other large institutional holders of Facebook stock.

Morgan Stanley Focus Growth Portfolio had 5.7% of its assets in Facebook shares as of July 31, according to Morgan Stanley's website, while Morgan Stanley Institutional Opportunity Portfolio had 5.5% and Morgan Stanley Institutional Growth Portfolio had 4.8%. Others among the eight Morgan Stanley mutual funds range between 3.6% and 4.6%. Those proportions ranged between 5% and 7.8% on June 30, according to the most recent Morningstar data that included other fund families.

"It's surprising that so many Morgan Stanley affiliated funds out of the thousands of mutual funds show up as having

extremely big weights," said Jay Ritter, a professor of finance at the University Florida.

Morgan Stanley isn't the largest institutional holder of Facebook.

Larger holders by dollar value include Fidelity Investments, <u>T. Rowe Price Group</u>Inc. TROW -0.79% and Goldman Sachs Asset Management, a unit of underwriter <u>Goldman Sachs Group</u> Inc. GS -0.24% Goldman also owned Facebook shares before its IPO

Goldman's most concentrated mutual fund position in Facebook was the Technology Tollkeeper fund, with Facebook making up 2.85% of its portfolio as of the end of June.

No mutual funds operated by Fidelity or T. Rowe Price, two other large institutional holders, publicly reported holding more than 1% of their portfolios in Facebook through June.

Many of the Morgan Stanley funds are sold to institutions only, and require a \$5 million minimum investment.

Morgan Stanley Multicap Growth Fund—one fund open to retail investors, including Morgan Stanley Smith Barney brokers—had a stake in Facebook as early as November 2010, when Facebook shares were valued at about \$13. They closed Thursday at \$19.44, down 49% since the IPO.

In June, a commentary on Morgan Stanley's fund website noted that Facebook and other technology stocks were "the leading detractor in the portfolio this quarter," attributing the decline in Facebook shares "to post-IPO volatility."

Under SEC rules, mutual fund managers also are bound by fiduciary duties to look out for their investors' interests over their own.

#### Read More

- Deal Journal: Who Else Has a Big Bet on Facebook?
- Nasdaq's Facebook Plan Under Fire

There's no sign that fund managers at Morgan Stanley bought Facebook shares because of the firm's underwriting relationship with Facebook, or to help curry favor with Facebook executives who chose Morgan Stanley for a key underwriting assignment in the spring IPO.

Mr. Ritter cited "psychological factors" as a possible explanation for the large investments, driven by the fact that many of the funds owned a big chunk of Facebook shares before the company sold shares to the public.

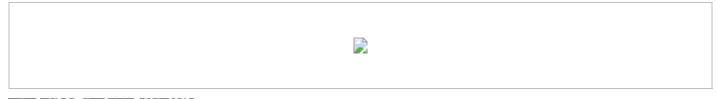
"There's a tendency to fall in love with what you've got rather than stepping back," said Mr. Ritter. Many Morgan Stanley funds added to their pre-public stakes during the month of the IPO—a sign, he said, that "they were drinking the Kool-Aid and became true believers."

Morgan Stanley has streamlined its mutual fund business under Gregory Fleming, who runs both the firm's asset management and wealth management units. Morgan Stanley's asset management at the end of June managed \$311 billion and produced \$456 million in revenues.

Morgan Stanley funds with the strongest liking for Facebook are overseen by Dennis Lynch, the firm's head of growth investing. A Morgan Stanley spokesman declined to comment on behalf of Mr. Lynch.

Write to Aaron Lucchetti at <a href="mailto:aaron.lucchetti@wsj.com">aaron.lucchetti@wsj.com</a> and Telis Demos at <a href="mailto:Telis.Demos@wsj.com">Telis.Demos@wsj.com</a>

Source: The Wall Street Journal Online



## THE WALL STREET JOURNAL.

WSJ.con

August 24, 2012, 2:18 PM ET

# Who Else Has a Big Bet on Facebook

ByTelis Demos

We <u>reported this morning about the concentration</u> of Facebook stock in the portfolio of one group of investors, several mutual funds operated by Morgan Stanley Asset Management. But that is not where the concentration of Facebook stock ends.



AFP/Getty Images

According to fresh data from Ipreo, which has tallied up the public filings by all investors, a relatively large chunk of Facebook stock just three months after its \$16 billion IPO in May is held by the company's 10 largest institutional investors (that excludes insiders, like CEO Mark Zuckerberg, and the early VC investors, like Accel Partners).

The top 10 "accounts," in banker-speak, represent about 50% of Facebook's institutional ownership, according to lpreo, the capital markets data firm. That tops the 42% concentration for the top 10 institutions for all second quarter tech IPOs three months after they went public. Across more comparable \$1 billion-plus IPOs since 2010, the concentration is even lighter: The top 10 institutional accounts held 32% of those companies' shares.

This data, keep in mind, does not tell us who bought the IPO. That's a closely guarded secret held by the lead underwriters. These figures are based on public disclosures as of June 30. They are at best a proxy for how the IPO was actually distributed.

So who are the biggest betters — by total number of shares, not necessarily by weighting within the fund — on Facebook? Morgan Stanley Asset Management is only the fifth largest holder by that measure, according to lpreo. Above them are Goldman Sachs Asset Management, Baillie Gifford & Company, Fidelity Investments, and T. Rowe Price Group Inc. Rounding out the top 10 are BlackRock Inc., Sands Capital Management LLC, Jennison Associates LLC, The Vanguard Group Inc. and Capital Research Global Advisors Inc.

Some of those investors were big pre-IPO holders. Goldman Sachs famously marketed a fund with pre-IPO Facebook stock to international investors, which accounts for a big chunk of its holdings. T. Rowe Price and Fidelity also bought in before the IPO. The point here is that they all may still be sitting on Facebook stock gains, depending on when exactly they got into the stock.

Others, however, appear to have gotten in primarily via the IPO, or after it began trading. That includes Baillie Gifford, an Edinburgh-based fund management giant that manages assets of £76.0 billion (\$120 billion). They are a sub-advisor to some large fund management families, like Vanguard, but also manage money on behalf of giant pension funds such as the California Public Employees' Retirement System (CALPERS), the New York City Police Pension Fund and the Korea National Pension Service, according to their website. The firm did not return requests for an interview.

Some of the big investors are also there just because they have to be. BlackRock and Vanguard operate many index funds that may have bought Facebook stock solely because it likely will be a member someday of indexes such as the S&P 500 and Nasdaq 100, and is already in indexes such as the Russell 1000.

What speaks loudly are the absences of firms that are typically very big holders of recently IPO'd companies. Citadel Advisors, which bought 17 other second-quarter IPOs according to Ipreo, owned just 167,164 Facebook shares at the end of June. Wellington Management Company LLP and Lord Abbett & Company LLC, which bought 11 second quarter IPOs, both held fewer than 1m shares. For context, Baillie Gifford reported holding 19 million shares.

1       Goldman Sachs Asset Management, L.P. (U.S.)       82,329.1       36,634,486.0         2       Baillie Gifford & Company       60,809.1       19,380,440.0         3       Fidelity Management & Research Company       544,656.5       18,774,915.0         4       T. Rowe Price Associates, Inc.       338,744.6       18,663,997.0         5       Morgan Stanley Investment Management, Inc. (U.S.) 54,113.2       54,113.2       16,362,788.0	NE 30
3 Fidelity Management & Research Company 544,656.5 18,774,915.0 4 T. Rowe Price Associates, Inc. 338,744.6 18,663,997.0	
4 T. Rowe Price Associates, Inc. 338,744.6 18,663,997.0	
5 Morgan Stanley Investment Management, Inc. (U.S.) 54,113.2 54,113.2 16,362,788.0	
6 BlackRock Fund Advisors 768,143.8 11,690,656.0	
7 Sands Capital Management, LLC 22,157.4 11,649,292.0	
8 Jennison Associates, LLC 80,316.4 9,691,825.0	
9 The Vanguard Group, Inc. 908,526.5 9,582,480.0	
10 Capital Research Global Investors (U.S.) 366,059.2 8,273,200.0	

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#### Note 1 to SF-278 of Eric H. Holder Jr.

The "Foxhall OB/GYN Employee Benefit Plan" disclosed on Page 3, Line 7, of Schedule A, has two components. Through the first component of the plan, the participant selects individual investment options for contributions. The selected investments of the filer's spouse are disclosed in Schedule A on Page 4, Lines 6 through 9 and on Page 5, Line 1. Through the second component of the plan, the participating members of the filer's spouse's medical practice pool their contributions. These pooled contributions are invested by the fund trustees through a TD Ameritrade investment account. Filer's spouse holds a 10.9% interest in the pooled component of the plan. The assets held in the TD Ameritrade Account as of December 31, 2008, are listed below. The values listed are those for the total pooled investment in each holding; income amounts for each asset are not readily ascertainable. The notation "(EIF)" indicates that a reported asset qualifies as an excepted investment fund. The plan is currently being reviewed with the intent to eliminate the pooled component and instead place all investments in an individual investment component of the plan, which will permit participating employees to select their own options.

Stock = Cash	Value	Symbol/GUSIP
AEGON N V PFD 6.375% PERP/CALL	15 – 50 K	
BAC CAPITAL TRUST VIII GTD COM		BAC PRZ
BANK OF AMERICA CORP COM	1-15 K	
CITIGROUP CAPITAL XIV CALLABLE PFD 6.875%	50 – 100 K	The state of the s
CITIGROUP CAPVII PFD 7.125% 7/31/31 CALLABLE	15 – 50 K	CPRV
CITIGROUP INC COM	1 – 15 K	С
DIAMONDS TRUST SERIES I COM (EIF)	50 – 100 K	DIA
GENERAL ELECTRIC CO COM	15 – 50 K	GE
ISHARES RUSSELL 1000 GROWTH FUND (EIF)	100 – 250 K	IWF
ISHARES MSCI EMERGING MKTS (EIF)	50 – 100 K	EEM
ISHARES RUSSELL MIDCAP INDEX (EIF)	50 – 100 K	IWR
JPMORGAN CHASE CAP XXIV PFD SER X 6.875%	50 – 100 K	JPM PRW
CALLABLE		
MERRILL LYNCH CAP TRUST III 7.375% CALLABLE	50 – 100 K	MER PRP
(EIF)		***************************************
NUVEEN EQTY PRE & GROWTH FUND CLOSED END	15 – 50 K	JPG
FUND (EIF)		
POWERSHARES QQQ (EIF)	50 – 100 K	
PUBLIC STORAGE PFD 7.25% SER I	50 – 100 K	
ROYCE VALUE TR INC COM (EIF)	15 – 50 K	RVT
S&P 400 MID-CAP DEP RECPT COM (EIF)	50 – 100 K	MDY
SPDR TR UNIT SER I (EIF)	100 ~ 250 K	SPY
TDX INDEPENDENCE 2010 ETF (EIF)	100 – 250 K	TDD
TDX INDEPENDENCE 2020 ETF (EIF)	50 – 100 K	TDH
U.S. CELLULAR CORP COM	1 – 15 K	
VANGUARD TOTAL STOCK MARKET ETF (EIF)	100 – 250 K	Contraction of the Contraction o
VANGUARD FUNDS EMERGING MARKETS VIPERS	15 - 50 K	VWO
(EIF)		

WELLS FARGO COMPANY COM	15 - 50 K	WFC
Fixed Income Cash	Value	Symbol/CUSTP.
AMERICAN EXPRESS CR CORP INTE SR UNSECURED	50 – 100 K	02586JAF3
SERIES NOT1 (5.7% 09/15/2001)		
BANK OF AMERICA CORP CALL STEP 081523 (4.5%	15 – 50 K	06050XMG5
08/15/2023)		
BEAR STEARNS COMPANIES INC SUB GLBL 5.55% 17	50 – 100 K	073902PN2
(5.55% 01/22/2017)		
FANNIE MAE CALL STEP 040626 (5.5% 04/06/2026)	100 – 250 K	3135AOSV2
GNMA PASS-THRU M SINGLE FAMILY (7% 11/20/2027)	1 – 15 K	36202CYF4
GOLDMAN SACHS GROUP INC NT 6.875% 11 (6.875%	100 – 250 K	38141GAZ7
01/15/2011)		
HERTZ CORP SR NT 6.25% 10 (6.35% 06/15/2010)		428040BU2
HSBC FINANCE CORP FR 5.6%061511 (5.6% 06/15/2011)		40429XLN4
HSBC USA INC REVRS CV LKD 09 (10% 1/30/2009)	15 – 50 K	4042KORK3
JP MORGAN CHASE BANK CD IDX ZERO 10 (0%	50 100 K	48121CQ41
01/29/2010)		
JPMORGAN CHASE & CO GLOBAL MT REVRS EXCH	15 – 50 K	48123LFD1
LKD09 (10.75% 07/31/2009)		
JPMORGAN CHASE & CO GLOBAL MT RERVRS CV	15 – 50 K	481236LFF6
LKD 09 (13% 07/31/2009)		
NEW YORK TELCO DEB 6.125% 10 (6.125% 01/15/2010)		650094CD5
SUNTRUST BANK CD IDX ZERO 11 (4.93693%	50 – 100 K	86789VFJ1
09/29/2011)		
Mutual Funds - Cash	All the second s	Symbol/OUSIP
AIM GROWTH SER SMALL COMPANY GROWTH FD	15 – 50 K	GTSIX
INV (EIF)		
CALAMOS INVT TR GROWTH FD CL C (EIF)	15 – 50 K	
EATON VANCE MUT FDS TR HIGH INCOME FD CL C	50 – 100 K	ECHIX
(EIF)		
FIRST EAGLE SOGEN FDS INC GLOBAL FD CL C (EIF)	100 – 250 K	
HIGHLAND FUNDS CAPITAL FLOATING RATE ADV	50 – 100 K	XLACX
CL C (EIF)		
MATTHEWS INTL FDS MATTHEWS INDIA FD (EIF)	15 – 50 K	
MATTHEWS INTL FDS JAPAN FD (EIF)	15 – 50 K	
PIONEER FUNDS GLOBAL HIGH YIELD CL C (EIF)	15 – 50 K	
ROWE T PRICE SMALL CAP STK FD COM (EIF)	50 – 100 K	
TIAA-CREF FUNDS INTERNATIONAL EQUITY INSTL	50 – 100 K	886315779
(EIF)	100 550 55	VID (0) VIV
UMB SCOUT FDS INTL FD (EIF)	100 - 250 K	
VANGUARD SMALL CAPTZTIN (EIF)	50 – 100 K	
Other-Cash	Carried Control of the Control of th	Symbol/CUSIP:
ADVISORS DISCIPLINED PFD DIV INC PORT SER	50 – 100 K	00766N27
TDA1	1 July 2	200704632
FIRST TRUST UIT 1048 (EIF)	15 – 50 K	30270A313



### U.S. Department of Justice

## Justice Management Division

### Departmental Ethics Office

Washington, D.C. 20530

Mr. Robert Cusick Director Office of Government Ethics 1201 New York Avenue, NW Suite 500 Washington, DC 20005-3919

JAN 12 2009

Dear Mr. Cusick:

In accordance with the provisions of Title I of the Ethics in Government Act of 1978 as amended, I am forwarding the financial disclosure report of Eric H. Holder, Jr. President-elect Obama has announced his intent to nominate Mr. Holder to serve as the Attorney General of the United States.

We have conducted a thorough review of the enclosed report. The conflict of interest statute, 18 U.S.C. § 208, requires that Mr. Holder recuse himself from participating personally and substantially in any particular matter that has a direct and predictable effect on his financial interests or the financial interests of any other person whose interests are imputed to him, unless he first obtains a written waiver, pursuant to Section 208(b)(1), or qualifies for a regulatory exemption, pursuant to Section 208(b)(2). Mr. Holder understands that the interests of the following persons are imputed to him: his spouse; minor children; any general partner, any organization in which he serves as an officer, director, trustee, general partner or employee; and any person or organization with which he is negotiating or has an arrangement concerning prospective employment. In determining whether a particular matter has a direct and predictable effect on his financial interests or on those of any other person whose interests are imputed to him, Mr. Holder will consult with Department of Justice ethics officials. Mr. Holder's spouse is a physician with Foxhall OB-GYN Associates, a private corporation in which she has a financial interest. Mr. Holder will not participate personally and substantially in any particular matter that has a direct and predictable effect on the financial interests of Foxhall OB-GYN Associates, unless he first obtains a written waiver pursuant to 18 U.S.C. § 208(b)(1).

Mr. Holder will withdraw from the partnership of Covington & Burling, LLP upon confirmation as Attorney General. Pursuant to the terms of the partnership agreement, Mr. Holder will receive a refund of his capital account. In addition, Mr. Holder will receive a prorated share of undistributed firm net income and deferred compensation for FY 2008 and FY 2009, calculated as of the date he withdraws from the partnership. This prorated share will be based solely on earnings that the partnership has accrued through the date of his withdrawal from the partnership

Mr. Robert Cusick Page 2

according to a standard methodology for calculating the profits of partners who withdraw from the firm.

Before assuming the duties of the position of Attorney General, Mr. Holder will receive a separation payment from Covington & Burling, LLP. The firm will calculate this separation payment according to a standard methodology that would be applicable to any similarly situated partner who was to leave the law firm for an employer that was not a direct competitor of the law firm. In addition, this separation payment will include all outstanding amounts related to the refund of his capital account, the payment of his prorated share of undistributed firm net income and deferred compensation for FY 2008 and FY 2009.

Mr. Holder will continue to participate in the Covington & Burling, LLP Defined Benefit Plan, but neither he nor the partnership will make additional contributions to this cash balance pension plan. Accordingly, Mr. Holder will not participate personally and substantially in any particular matter that will have a direct and predictable effect on the ability or willingness of Covington & Burling, LLP to meet its obligations to him under the defined benefit plan, unless he first obtains a written waiver pursuant to 18 U.S.C. § 208(b)(1). Mr. Holder also will continue to participate in the Covington & Burling, LLP Retirement Savings Plan, but neither he nor the partnership will make additional contributions.

We have advised Mr. Holder that because of the standard of conduct on impartiality at 5 C.F.R. § 2635.502, he should seek advice before participating in any particular matter involving specific parties in which a member of his household has a financial interest or in which someone with whom he has a covered relationship is or represents a party. For a period of one year after his resignation from the law firm of Covington & Burling, LLP, he also will not participate personally and substantially in any particular matter involving specific parties in which that law firm is a party or represents a party, unless he is first authorized to participate pursuant to 5 C.F.R. § 2635.502(d). In addition, he will not participate personally and substantially in any particular matter involving specific parties in which a former client of his is a party or represents a party for a period of one year after he last provided service to that client, unless he is first authorized to participate pursuant to 5 C.F.R. § 2635.502(d).

Upon confirmation as Attorney General, Mr. Holder will resign from his positions with the American Constitution Society, Columbia University, Georgetown Day School, the Meyer Foundation, Morehouse School of Medicine, Save the Children Foundation, Turnaround for Children, and the Washington DC Police Foundation. For a period of one year after his resignation from each of these organizations, he will not participate personally and substantially in any particular matter involving specific parties in which that organization is a party or represents a party, unless he is first authorized to participate pursuant to 5 C.F.R. § 2635.502(d).

Mr. Robert Cusick Page 3

Based on the above agreements and counseling, I am satisfied that the report presents no conflicts of interest under applicable laws and regulations and that you can so certify to the Senate Judiciary Committee.

Sincerely,

Lee J. Lofthus

Assistant Attorney General for Administration and

Designated Agency Ethics Official

Enclosure

Mr. Robert I. Cusick Page 4

## NOMINEE STATEMENT

I have read the attached Ethics Agreement signed by Lee I. Lofthus, Assistant Attorney General for Administration and Designated Agency Ethics Official on January 12, 2009, and Lagree to comply with the conflict of interest statute and regulations, and to follow the procedures set forth in the agreement.

Eric H. Holder, Jr.

Date